

Bulk Asset Purchase Agreement

This Bulk Asset Purchase Agreement ("Agreement") is made and entered into as of , by and between ("Seller") and ("Buyer").

1. Assets to be Purchased

Subject to the terms and conditions of this Agreement, Seller agrees to sell, transfer, and convey to Buyer, and Buyer agrees to purchase from Seller, all rights, title, and interest in and to the following assets:

2. Purchase Price

The total purchase price for the Assets shall be , to be paid as follows:

3. Closing

The closing of the transactions contemplated by this Agreement ("Closing") shall take place on at , or at such other time and place as the parties may agree in writing.

4. Representations and Warranties

Seller hereby represents and warrants to Buyer as follows:

- Seller has good and marketable title to the Assets.
- The Assets are free and clear of all liens and encumbrances.

5. Miscellaneous

- This Agreement constitutes the entire agreement between the parties.
- This Agreement may be amended only in writing signed by both parties.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

SELLER:

BUYER:

Signature

Signature

Date

Date