

Asset Purchase Agreement

This Asset Purchase Agreement ("Agreement") is made and entered into as of , by and between:

- **Seller:** , with its principal place of business at
- **Buyer:** , with its principal place of business at

1. Assets to be Sold

The Seller agrees to sell, transfer, and assign to the Buyer all right, title, and interest in the following assets (the "Assets"):

2. Purchase Price

The Buyer agrees to pay the Seller a purchase price of \$ for the Assets.

3. Closing

The closing of the transactions contemplated by this Agreement shall take place on at .

4. Representations and Warranties

The Seller represents and warrants that it has good and marketable title to the Assets and full authority to sell such Assets.

5. Miscellaneous

This Agreement represents the entire agreement between the parties and supersedes all prior discussions and writings.

Seller Signature: Date:

Buyer Signature: Date: