

State of _____

LETTER OF INTENT

_____, 20_____

Seller(s)

Dear _____,

This Letter of Intent (this "Letter") sets forth the mutual interest of _____
_____ [Buyer(s)] and _____ [Seller(s)]
regarding _____ (the "Transaction").

This Letter sets forth certain agreed upon terms and conditions. The Parties agree that their goal and interest herein is to bring about the Transaction, and thus, promise to negotiate cooperate in good faith for the period set forth below.

1. Terms. The parties have agreed upon the following terms with regards to the Transaction: _____

2. Conditions. The Transaction shall be subject to the satisfaction of the following conditions: _____

3. Confidentiality. The parties agree to apply strict confidentiality to the existence and the contents of this Letter, including any information shared or obtained in accordance with this Letter.

4. Closing or Termination. The Transaction will be completed or settled on or before _____, 20_____. This Letter will automatically terminate on such date if the Transaction is not completed.

5. Governing Law. This Letter and all matters thereto shall be governed by and construed in accordance with the laws of the State of _____, without giving effect to the conflict of laws principles.

6. Non-binding. This Letter is intended only as a reflection of the intention of the parties, and neither this Letter nor its acceptance shall constitute or create any legally binding or enforceable obligation on any party, except with regards to Confidentiality, Closing or Termination and Governing Law.



7. Miscellaneous. This Letter contains the entire understanding between the parties and supersedes all previous agreements, if any, between the parties concerning the same or substantially similar subject matter. This Letter may be amended, supplemented or otherwise modified only in a writing signed by duly authorized representatives of each party. This Letter may be executed in counterparts, each of which shall be deemed an original and all of which together, shall constitute one and the same document. The section headings are for reference purposes only and shall not otherwise affect the meaning, construction or interpretation of any provision in this Letter.

8. Other. _____

If the foregoing terms and conditions are acceptable, please sign and return this Letter to the undersigned.

Very truly yours,

Sender Full Name

Sender Full Name

Sender Full Name

Agreed to and accepted by:

Receiver Signature

Receiver Full Name

Receiver Signature

Receiver Full Name

Receiver Signature

Receiver Full Name

