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**Sales Agreement**

This Sales Agreement (hereafter “Agreement”) is effective [**DATE**] between [**SELLER NAME**], a company organized and existing under the laws of the State of [**STATE**], with its principle place of business located at [**COMPLETE ADDRESS**] (“Vendor”) and [**PURCHASER NAME**], a company organized and existing under the laws of the State of [**STATE**], with its principle place of business located at: [**COMPLETE ADDRESS**] (“Purchaser”).

1. **Description of Goods**. Vendor agrees to sell, and Purchaser agrees to buy the following:
	1. **[ITEM FOR SALE]**
	2. **[ITEM FOR SALE]**
	3. **[ITEM FOR SALE]**

1. **Consideration**. The purchase consideration for the items identified in Section 1 shall be [**PURCHASE PRICE**].

1. **Delivery**. Vendor agrees to deliver the items identified in Section 1 to Purchaser by [**DELIVERY DATE**]. Failure to deliver by this date shall make this Agreement voidable at Purchaser’s discretion.

1. **Vendor Representations and Warranties**. Vendor represents and warrants that:
	1. [**SPECIFIC PROMISES AS TO CONDITION OF ITEMS**]
	2. [**SPECIFIC PROMISES AS TO CONDITION OF ITEMS**]
	3. [**SPECIFIC PROMISES AS TO CONDITION OF ITEMS**]

1. **Force Majeure**. In the event that either party is rendered unable to perform its obligations under the terms of this Agreement because of acts of God, strikes, equipment or transmission failure or damage reasonably beyond its control, or other causes reasonably beyond its control, such party shall not be liable for damages to the other for any damages resulting from such failure to perform or otherwise from such causes.

1. **Entire Agreement.** This Agreement constitutes the entire understanding and agreement of the parties with respect to its subject matter, and any and all prior agreements, understandings or representations with respect to the subject matter hereof are terminated and canceled in their entirety and are of no further force or effect.

1. **Governing Law.** This Agreement is to be construed in accordance with and governed by the internal laws of the State of [**STATE**] without giving effect to any choice of law rule that would cause the application of the laws of any jurisdiction other than the internal laws of the State of [**STATE**] to the rights and duties of the parties. Any action or proceeding seeking to enforce any provision of, or based on any right arising out of, this Agreement shall be brought against any of the parties only in the courts of the State of [**STATE**], County of [**COUNTY**], and each of the parties consents to the exclusive jurisdiction of such courts (and of the appropriate appellate courts) in any such action or proceeding and irrevocably waives any objection to venue laid therein.

1. **Entire Agreement.** This Agreement constitutes the entire understanding and agreement of the parties with respect to its subject matter, and any and all prior agreements, understandings or representations with respect to the subject matter hereof are terminated and canceled in their entirety and are of no further force or effect.