

## Internet Distribution Agreement (Reseller)

- IDENTIFICATION OF THE PARTIES
- PREAMBLE
- OBJECT
  - Distribution
- CONSIDERATION
  - Price List and Discounts
  - Terms and Conditions of Payment
  - Applicable Taxes
- SPECIAL PROVISIONS
  - Parties' Representatives
  - Electronic Communications
  - Order Taking Process
  - Manufacturer's Suggested Price List
  - Minimum Purchase Amount
  - Obligations of the Manufacturer
  - Obligations of the Distributor
  - Exclusivity
  - Reserve of the Right of Ownership
  - Undertaking Not to Compete
  - Reciprocal Undertaking Not to Solicit Personnel
  - Clientele
  - Information Provided by the Customers
  - Intellectual Property Rights
  - Manufacturer's Logos and Trade-Marks
  - Assuming the Defense
  - Taking over the Risks
  - Interest
  - Collection Costs
  - Relation between the Parties
- GENERAL PROVISIONS
  - "Force Majeure"
  - Severability
  - Notices
  - Headings
  - Schedules
  - No Waiver
  - Cumulative Rights



- Entire Agreement
  - Amendments
  - Number and Gender
  - Calculating Time Periods
  - Currency
  - Governing Law
  - Election of Domicile
  - Counterparts
  - Successors
  - Joint and Several Liability
  - Elapsed Time
  - No Right to Transfer
  - Language
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- EFFECTIVE DATE
  - TERM
  - TERMINATION
  - ACKNOWLEDGEMENT BY THE PARTIES
  - SIGNATURE OF THE PARTIES