



### **WEARWELL® - Intellectual Property License Agreement**

You have requested that Wearwell® Inc. (referred to as we) grant (the “Company” or “you”) a limited right to access and use information on the Wearwell® Web site (the “Web Site”) for the purpose of allowing you to provide current information about Wearwell® branded products to your customers and potential customers. We are willing to grant you these rights if you agree to the terms of this letter. Subject to the Company’s execution of this letter, Wearwell® grants to Company a limited, revocable, non-exclusive and non-transferable license, without the right to sublicense, to access and use the Site Contents for the sole purpose of promoting and selling Wearwell® products (the “License”) through your web site and printed material. The License does not include any right to use any trademarks of Wearwell® except that you may display such trademarks to the extent they are included in the Site Contents. Please note that under the License, Wearwell® retains all right, title and interest in all copyrights, trademarks and other intellectual property embodied by, associated with, or derived from the Site Contents. The License does not include any right to modify, alter, arrange, or adapt the Site Contents without prior written consent of Wearwell® The Company agrees that the Site Contents shall be used for the sole purpose of promoting and selling Wearwell® products. Upon our request, or upon termination of this License, you shall no longer represent to third parties that you hold a license to promote and sell Wearwell® products, and you shall remove from your web site Contents and you shall not issue a new catalog or reprint a catalog with the Site Contents after such termination. In the event that you use the Site Contents outside the scope of the grant set forth above, we may terminate the License upon written notice to you.

\_\_\_\_\_ I accept these terms

\_\_\_\_\_ I do not accept these terms

Date \_\_\_\_\_

Signature \_\_\_\_\_

Print Name and Title \_\_\_\_\_

Company \_\_\_\_\_