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AMENDMENT TO AGREEMENT

THIS AMENDING AGREEMENT is dated _____

BETWEEN:

_____

_____

-AND-

_____

_____

Background

1. _____ and _____ (the "Parties") entered into a contract (the "Contract") dated _____, for the following purpose:

_____

2. The Parties desire to amend the Contract on the terms and conditions set forth in this

Amending Agreement (the "Agreement").

3. This Agreement is the First amendment to the Contract.

IN CONSIDERATION OF the Parties agreeing to amend their obligations in the existing Contract, and other valuable consideration, the reciept and sufficiency of which is hereby acknowledged, the Parties agree to keep, perform, and fulfill the promises, conditions, and agreements below:

Amendments

The Contract is amended as follows:

1. The following is hereby added to the Contract and shall hereafter be and read as follows:

_____

2. The following is hereby deleted from the Contract:

_____

3. The following from the original Contract is hereby changed and shall hereafter be and read as follows:

_____

In the instance of a conflict between the terms of the Agreement and the Contract, the terms of the Agreement shall prevail.

Miscellaneous Terms

Capitalized terms not otherwise defined in this Agreement will have the meanings ascribed to them in the Contract. Headings are inserted for the convenience of the parties only and are not to be considered when interpreting this Agreement. Words in the singular mean and include the plural and vice versa. Words in the masculine include the feminine and vice versa. No regard for gender is intended by the language of this Agreement.

IN WITNESS WHEREOF the Parties have duly affixed their signatures under hand and seal on this _____.

Signature of _____:

.....

Signature of _____:

.....