

ASSIGNMENT OF ACCOUNTS RECEIVABLE WITH RECOURSE

FOR VALUE RECEIVED, the undersigned hereby assigns and transfers to
all right, title and interest in and to the account(s) receivable
described as follows:

The undersigned warrants that said account(s) are just and due and the undersigned has not received payment for same or any part thereof.

It is further provided that if any said account does not make full payment within days, said account(s) will be re-purchased by the undersigned and the undersigned shall re-purchase same for the balance then owing on said account(s), the undersigned thereby guaranteeing collection of said receivables.

The undersigned further warrants that it has full title to said receivables, full authority to sell and transfer same, and that said receivables are sold free and clear of all liens, encumbrances or any known claims against said accounts.

This agreement shall be binding upon and inure to the benefit of the parties, their successors, assigns, and personal representatives.

Signed this day of , (year).

Signed in the presence of:

Witness