

StumpWerx Incorporated

374 Lily Rd. London, Ky 40744

NON-DISCLOSURE/NON-COMPETE AGREEMENT

This agreement is made as of the (DATE) ____/____/20____ by and between:

_____ of **G&G Machine** from this point forward also known as Party A and StumpWerx Incorporated.

This Agreement shall govern the conditions of disclosure by StumpWerx Incorporated and all agents thereof to Party A of certain "Confidential Information" including but not limited to prototypes, drawings, data, trade secrets, customer/supplier information and intellectual property relating to its business.

With regard to the Confidential Information, Party A hereby agrees:

1. Not to use any information therein except for evaluating its interest in entering a business relationship with StumpWerx Incorporated and all divisions thereof or for the purpose of providing products and service to StumpWerx Incorporated.
2. To safeguard the information against disclosure to others with the same degree of care as exercised with its own information of a similar nature.
3. Not to disclose the information to others, without the express written permission of StumpWerx Incorporated.
4. That Party A shall not directly or indirectly acquire any interest in, or design, create, manufacture, sell or otherwise deal with any item or product, containing, based upon or derived from the information, except as may be expressly agreed to in writing by StumpWerx Incorporated.
5. That the secrecy obligations of Party A with respect to the information shall continue indefinitely from the date of signing forward or such a time both parties agree to amend the terms and conditions of the agreement in writing.
6. That Party A understands StumpWerx Incorporated agrees to abide by the same terms and conditions stated in this agreement.

IN WITNESS WHEREOF the Parties have hereunto executed this Agreement as of the day and year first above written.

Name: (print) _____

Signature: _____

Title: _____