

Outside Service Agreement

Date _____

Parties:

A) Pro-Team Corvette Sales, Inc. is primary party and client and will be referred hereto as Party (A).

B) [REDACTED] and [REDACTED] are the service agents for Party (A) and will be referred hereto as Party (B).

Scope of Service:

Party (A) has a large inventory of Corvette parts which Party (B) will exclusively sell for Party (A) on eBay and by other means if agreeable to both parties. Party (A) will determine the minimum reserve price. Party (A) also has a large inventory of Corvettes that Party (B) will offer on eBay at agreed minimum reserves but not on an exclusive basis.

Noncompete:

Party (B) agrees that during the term of this agreement and following the termination of this agreement, Party (B) will not directly or indirectly, either as an individual or on their own account, as a partner, employee, agent, manager, regional sales manager, district sales manager, or salesperson of or for any person, firm, association or corporation, or as an officer, director, or stockholder of a closely held corporation, as defined below, engage in any or all of the following activities. Party (A) and Party (B) agree that the terms of this Noncompetition paragraph are reasonable. Party (B) has had ample opportunity to review this section and agrees that this is reasonable given the nature of Party (A)'s business.

Initials Initials

(a) Enter into or engage in any business which competes with Party (A)'s business. Party (A) is primarily engaged in the business of the sale and restoration of Corvette automobiles. Party (B) shall only be prohibited from engaging in activities relating to Corvette automobiles, and these provisions shall not be designed to limit Party (B) from activities involving other types of automobiles.

(b) Solicit customers, business, patronage or orders for or sell any parts and products for themselves or for any person, firm, association or corporation engaged in a business which competes with the company's business as defined in (a) above, or supervise sales agents or representatives engaged in such sales activities.

(c) Enter into or engage in any discussion or negotiation, or assist in such actions to encourage employees, agents, managers, regional sales managers, or district sales managers of Party (A)'s company to end their relationship with the company in order to engage in any business which competes with Party (A)'s business.

(d) Promote or assist, financially or otherwise, any person, firm, association or incorporation engaged in a business which competes with Party (A)'s business as defined in (a) above.

This covenant on the part of Party (B) is of the essence of this agreement; it shall be construed as independent of any other provision of this agreement, and the existence of any claim or cause of action of Party (B) against Party (A), whether predicated on this agreement or otherwise, shall not constitute a defense to the enforcement by Party (A) of

Party (B) will be allowed a draw of [REDACTED] per week payable biweekly, which said draw will be deducted from any commission owed by Party (A) to Party (B).

Contract governed by Law of State of Ohio

The parties agree that it is their intention and covenant that this agreement and performance under it and all suits and special proceedings relating to it be construed in accordance with and under pursuant to the laws of the State of Ohio and that in any action, special proceeding, or other proceeding that may be brought arising out of, in connection with, or by reason of this agreement. The parties further consent and agree to jurisdiction in the Henry County Court of Common Pleas to resolve any and all differences arising out of this agreement.

Blue Line Provisions

If any of the provisions contained in any of the Sections set forth in this agreement shall be deemed to exceed the time or geographic limitations permitted by applicable law, or any restrictions contained in said noncompetition agreement, etc., then such provisions shall be reformed to the maximum time of geographic limitations provided by applicable law.

Pro-Team Corvette Sales, Inc.

by: _____
Date

Service Agent [REDACTED] Party B

Date

Service Agent [REDACTED] Party B

Date

Witness:

Date