

TERMS AND CONDITIONS OF MASTER RESELL RIGHTS DIGITAL PRODUCT

1. Grant of License: The seller grants the buyer a non-exclusive, non-transferable license to resell the digital product, subject to the terms and conditions of this agreement. The buyer may sell the product as is.

2. Restrictions: The buyer may not modify, distribute, or sell the product in any way other than as specified in this agreement.

3. Ownership: The seller retains all ownership and intellectual property rights to the digital product.

4. Liability: The buyer assumes all responsibility for the use of the product, including any damages or legal liability that may arise from its use. The seller is not liable for any damages or losses incurred by the buyer, whether direct, indirect, or consequential.

5. Warranty: The seller disclaims any warranties, either express or implied, related to the digital product. The product is provided "as is" without warranty of any kind, including but not limited to the implied warranties of merchantability, fitness for a particular purpose, and non-infringement.

6. Indemnification: The buyer agrees to indemnify and hold the seller harmless from any claims, damages, or liabilities arising from the buyer's use or sale of the product. This includes but is not limited to claims of copyright infringement, trademark infringement, or other intellectual property violations.

7. Termination: The seller may terminate the license if the buyer breaches any of the terms of this agreement. Upon termination, the buyer must immediately cease all use of the product and delete or destroy any copies of the product in their possession.

8. Governing Law: This agreement shall be governed by and construed in accordance with the laws of the State of Ohio. Any disputes arising from this agreement shall be resolved through binding arbitration.

9. Entire Agreement: This agreement constitutes the entire agreement between the parties with respect to the subject matter hereof, and supersedes all prior or contemporaneous agreements, understandings, or representations, whether written or oral. By agreeing to these terms and conditions, the buyer acknowledges that they have read and understood the terms of this agreement, and agree to be bound by them.