

Letter head for the Name of Intellectual Property owner / Buyer

NMG, Inc.  
Campbell Center - North Tower  
8350 N Central Expressway  
16th Floor  
Dallas, Texas 75206

Date:

Re: Letter of Authorization to Replicate

In respect of our request to you to manufacture, replicate or mass produce \_\_\_\_\_ (qty) CDs containing computer software, program or any other form of information, we hereby warrant that:

- i. the use, testing, duplicating and mass production of any or all of the aforesaid CD containing computer software, program or any other form of information supplied by us will not result in the infringement of intellectual property right of third parties.
- ii. We are permitted in law and have full power and right (in and out of Texas) to instruct or advise you to use, test, replicate or mass produce any or all of the computer software, computer program or any other form of information.
- iii. We will indemnify and agreed to keep you and your employees, agents or representatives fully and effectively indemnified against any actions, suits, claims, demands, proceedings, governmental prosecutions, losses, damages, compensations, sum of money, costs (including solicitor and client costs), charges, interests, expenses, judgements, court orders or other liabilities whatsoever which you and your employees, agents or representatives may sustain or incur or which may be brought or established against your employees, agents, or representatives by any person or body arising out of or in relation to or by reason of our instructions or advise to you to test, use, replicate or mass produce any or all of the CDs containing computer software, program or any other form of information. In this regard, we will not question the manner in which you resist defend or cause to be resisted or defended the aforesaid claims or actions whatsoever and we shall indemnify you whether the aforesaid claims or actions against you is made with or without proper legal basis.

Agreed and Accepted By:

\_\_\_\_\_  
Authorized Signature(s) with company chop