

AMC International Law Associates

SAMPLE

JOINT VENTURE (SHORT FORM)



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JOINT VENTURE (SHORT FORM)

THIS JOINT VENTURE AGREEMENT is made and entered into this day of _____, 200____, by and between _____ (_____) of _____, city of _____, state of _____, and _____ (_____) of _____, city of _____, state of _____, hereinafter collectively referred to as the Venturers.

WITNESSETH:

WHEREAS, _____ has substantial experience in _____; and

WHEREAS, _____ has substantial experience in _____; and

WHEREAS, the parties desire to put in writing their oral understanding of responsibilities and enumeration relating to this Venture;

NOW, THEREFORE, in consideration of the mutual covenants hereinafter contained, the Venturers agree as follows:

1. **Prior Agreements.** It is the intention of the parties that this Agreement replace all written and/or oral agreements, understandings, and business ventures, previously, or otherwise, existing between the parties with respect to the subject matter hereof.
2. **Contributions.** _____ shall contribute _____, and _____ shall contribute _____.
3. **Interests and Distributions.** _____ shall receive a _____ interest in the Venture, and _____ shall receive a _____ interest in the Venture. All profits and losses of the Venture shall be distributed according to their respective interests.
4. **Miscellaneous Provisions.**
 - a. This Agreement supersedes any and all prior agreements of the parties, whether oral or written.
 - b. The parties agree to execute any and all documents necessary to carry out the terms and intent of this Agreement.
 - c. Section headings contained in this Agreement are included for convenience only and form no part of the Agreement between the parties.
 - d. If any provision of this Agreement is or becomes invalid, illegal, or unenforceable in any jurisdiction, such provision shall be deemed amended to conform to applicable laws so as to be valid and enforceable or, if it cannot be so amended without materially altering the intention of the parties, it shall be stricken and the remainder of this Agreement shall remain in full force and effect.
 - e. Unless specifically disallowed by law, should litigation arise hereunder, service of process therefor may be obtained through certified mail, return receipt requested; the parties hereto waiving any and all rights they may have to object to the method by which service was perfected.

- f. No waiver of any right under this Agreement shall be deemed effective unless contained in a writing signed by the party charged with such waiver, and no waiver of any right arising from any breach or failure to perform shall be deemed to be a waiver of any future such right or of any other right arising under this Agreement.
- g. This instrument contains the entire Agreement of the Venturers with respect to the subject matter hereof, and the terms and conditions thereof may not be further modified except by a writing signed by all the Venturers.
- h. This Agreement shall be construed and enforced in accordance with the laws of the state of _____. The parties hereby waive trial by jury and agree to submit to the personal jurisdiction and venue of a court of subject matter jurisdiction located in _____ County, _____. In the event that litigation results from or arises out of this Agreement or the performance thereof, the prevailing party shall be entitled to an award of reasonable attorneys fees and costs.
- i. This Agreement shall be binding upon and shall inure to the benefit of the parties hereto, their respective heirs, legal representatives, executors, administrators, successors, and assigns, as the case may be.

IN WITNESS WHEREOF, the Venturers have executed or caused this instrument to be executed this _____ day of _____, 200_____.

Signed, sealed, and delivered in the presence of:

Witness Signature

Witness

Witness Signature

Witness