

SAMPLE

ASSIGNMENT OF COPYRIGHTS



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ASSIGNMENT OF COPYRIGHTS

_____ (Seller) owns all copyrights and other rights to and wishes to assign those rights to _____(Buyer).

In consideration for the payment described in the following section of this agreement Seller hereby transfers and assigns all copyrights and all other rights in

[full description]

to Buyer. Buyer shall have the right to register the copyright in Buyer's own name and shall have the exclusive right to dispose of the copyright in any way Buyer sees fit. Seller retains no rights whatsoever.

The assignment of this section shall take effect on _____, 20__.

In consideration of the Assignment described above Buyer shall pay Seller the sum of \$_____ on _____, 20__. This shall be the only amount paid to Seller.

Seller warrants that Seller has the legal right to grant Buyer the assignment set out in of this agreement and that such assignment does not infringe any third parties' rights.

Seller warrants that there are no pending lawsuits concerning any aspect of the copyright and that the copyright has not been published in such a way as to lose any of its copyright protection.

This Agreement is freely assignable by both parties.

This Agreement is binding upon and shall inure to the benefit of the legal successors and assigns of the parties.

Date:

Signed [seller]

Signed [buyer]

MINUTES OF FIRST MEETING OF THE BOARD OF DIRECTORS OF
[NAME OF COMPANY]

The first meeting of the Board of Directors was held at [PLACE] on the
____th day of _____, 20____ at _____ o'clock __.M.

Present:
[Name 1]
[Name 2]
[Name 3]

constituting a quorum of the Board.

[Name 3] acted as Chairman and [Name 3] was appointed temporary
Secretary of the meeting.

The Secretary presented and read a waiver of notice of the meeting,
signed by all the directors.

The minutes of the organization meeting of incorporators were read and
approved.

The following persons were nominated to the offices set opposite their
respective names, to serve for one year and until their successors are
chosen and qualify:

[Name 2]- Chairman
[Name 3]- Vice Chairman
[Name 1]- President
[Name 3]- Secretary
[Name 3]- Chief Financial Officer

All the directors present having voted, the Chairman announced that the
aforesaid had been unanimously chosen as said officers, respectively.

The Chairman thereupon took the chair and the Secretary thereupon
entered upon the discharge of his duties.

Upon motion, duly made, seconded and carried, it was RESOLVED, That the stock
certificates of this corporation shall be in the form submitted at this meeting.

Upon motion, duly made, seconded and carried, it was RESOLVED, That the seal, an
impression of which is herewith affixed, be adopted as the corporate seal of this
corporation.

The Secretary was authorized and directed to procure the proper
corporate books.

Upon motion, duly made, seconded and carried, it was RESOLVED, That the officers of
this corporation be authorized and directed to open a bank account in the name of the
corporation, in accordance with a form of bank resolution attached to the minutes of
this meeting.

[Name 3] reported the following balances in the bank accounts of the
corporation at [BANK]:
Savings # _____: \$

Checking # _____: \$

Upon motion, duly made, seconded and carried, the following preambles and resolutions were unanimously adopted:

WHEREAS, The following offer has been made to the corporation in consideration of the issuance of full paid and non-assessable shares of the corporation:

Price= \$ _____ per share

____ shares issued to [Name 1]

____ shares issued to [Name 2]

____ shares issued to [Name 3]

([Name 1], [Name 2] and [Name 3] hereafter known as "Offerors")

WHEREAS, In the judgment of this Board of Directors of this corporation, said offer is good and sufficient consideration for the shares demanded therefore and necessary for the business of this corporation,

Now, therefore, be it RESOLVED, That the aforesaid offer be and is hereby accepted and that the President and Secretary of this corporation be and they hereby are authorized and directed to execute in the name and on behalf of this corporation, and under its corporate seal, such agreement or agreements as may be necessary in accordance with said offer.

FURTHER RESOLVED, That the President and Secretary be and they hereby are authorized and directed to issue and deliver in accordance with said offer certificates of full paid and non-assessable shares of this corporation to the said Offerors.

Upon motion, duly made, seconded and carried, the following preambles and resolutions were unanimously adopted:

WHEREAS, The following loans have been offered to the corporation in consideration of the issuance of promissory notes from the corporation:

[LIST]

WHEREAS, In the judgment of this Board of Directors of this corporation, said offer is good and sufficient consideration for the loan offered therefore and necessary for the business of this corporation,

Now, therefore, be it RESOLVED, That the aforesaid offer be and is hereby accepted and that the proper officers of this corporation be and they hereby are authorized and directed to execute in the name and on behalf of this corporation, and under its corporate seal, such agreements, copies of which are attached hereto, as may be necessary in accordance with said offer.

Upon motion, duly made, seconded and carried, it was RESOLVED, That in compliance with the laws of the State of [State], this corporation have and continuously maintain a registered office within the State of [State] and have an agent at all times in charge thereof, upon which agent process against this corporation may be served, and that the books and records of the corporation shall be available for examination by any stockholder for any proper purpose as provided by law.

Upon motion, duly made, seconded and carried, it was RESOLVED, That the proper officers of the corporation be and they hereby are authorized and directed on behalf of the corporation, and under its corporate seal, to make and file such certificate, report or other instrument as may be required by law to be filed in any state, territory, or dependency of the United States, or in any foreign country, in which said officers shall find it necessary or expedient to file the same to authorize the corporation to transact business in such state, territory, dependency or foreign country.

Upon motion, duly made, seconded and carried, it was RESOLVED, That the Chief Financial Officer be and hereby is authorized to pay all fees and expenses incident to and necessary for the organization of the corporation.

There being no further business, the meeting upon motion adjourned.

Secretary

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