

[Date]

[Seller Name]

[Seller Address]

[City, State, Zip Code]

**RE: Non-Binding Letter of Intent for Exclusive Purchase of Legal Technology Patent Portfolio**

Dear [Contact Person Name],

This Letter of Intent ("LOI") outlines the proposed terms under which [Buyer Name] ("Buyer") intends to purchase the legal technology patent portfolio owned by [Seller Name] ("Seller").

- 1. Asset Description:** The assets include all granted patents, pending applications, and intellectual property rights associated with [Specific Portfolio Name/Project], including but not limited to those listed in Exhibit A.
- 2. Purchase Price:** The proposed purchase price for the portfolio is **[\$Amount]**, payable in full at the time of closing.
- 3. Exclusivity:** In consideration of the resources Buyer will commit to due diligence, Seller agrees to an exclusive negotiation period of [Number] days from the date of this letter. During this period, Seller shall not solicit or negotiate alternative offers for the portfolio.
- 4. Due Diligence:** Buyer will have [Number] days to conduct a thorough review of the patent claims, chain of title, maintenance records, and any existing licensing encumbrances.
- 5. Representations and Warranties:** The final Purchase Agreement will include standard representations regarding ownership, non-infringement of third-party rights, and the validity of the patents to the best of Seller's knowledge.
- 6. Confidentiality:** The parties agree to keep the existence and terms of this LOI strictly confidential, except as required by law.
- 7. Non-Binding Nature:** Except for the provisions regarding Exclusivity and Confidentiality, this letter is a non-binding expression of intent and does not create a legal obligation for either party to complete the transaction.
- 8. Governing Law:** This LOI shall be governed by the laws of the State of [State Name].

If these terms are acceptable, please sign and return a copy of this letter by [Expiration Date].

Sincerely,

[Signature]  
**[Buyer Authorized Signatory Name]**  
[Title]

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**Agreed and Accepted:**

[Signature]  
**[Seller Authorized Signatory Name]**  
[Date]