

## Counter Offer

# \_\_\_\_\_

This Counter Offer is made ☐ to the Asset Purchase Agreement dated \_\_\_\_\_ ☐ to the Letter of Intent dated \_\_\_\_\_  
 \_\_\_\_\_ or ☐ to Counter Offer # \_\_\_\_\_ between \_\_\_\_\_ (Buyer)  
 and \_\_\_\_\_ (Seller) for the business known as \_\_\_\_\_  
 located at \_\_\_\_\_.

All other terms and conditions of the ☐ Purchase Agreement ☐ (or Counter Offer # \_\_\_\_\_) remain the same. This Counter Offer shall expire unless it is accepted in writing and that acceptance is communicated to the other party by \_\_\_\_\_ ☐ AM ☐ PM on \_\_\_\_\_, 20\_\_\_\_. Any later acceptance shall constitute a new offer.

**ACCEPTANCE:** I/We accept the above Counter Offer (if initialed here \_\_\_\_\_ / \_\_\_\_\_ **SUBJECT TO THE ATTACHED COUNTER OFFER # \_\_\_\_\_**) and acknowledge receipt of a Copy.

### BUYER

\_\_\_\_\_  
 Print Name

\_\_\_\_\_  
 Signature

\_\_\_\_\_  
 Date

\_\_\_\_\_  
 Corporation (or other entity)

By: \_\_\_\_\_

\_\_\_\_\_  
 Print Name and Title

\_\_\_\_\_  
 Signature

\_\_\_\_\_  
 Date

### SELLER

\_\_\_\_\_  
 Print Name

\_\_\_\_\_  
 Signature

\_\_\_\_\_  
 Date

\_\_\_\_\_  
 Corporation (or other entity)

By: \_\_\_\_\_

\_\_\_\_\_  
 Print Name and Title

\_\_\_\_\_  
 Signature

\_\_\_\_\_  
 Date