

Joinder Agreement

This **Joinder Agreement** ("**Joinder**") is entered into as of _____ ("**Effective Date**"), by and between:

Existing Party

Joining Party

The Existing Party and the Joining Party are referred to individually as a "**Party**" and collectively as the "**Parties.**"

1. Background

WHEREAS, the Existing Party is a party to that certain _____ dated _____ (the "**Original Agreement**");

WHEREAS, the Original Agreement contemplates or permits additional parties to become bound by its terms through a joinder mechanism;

WHEREAS, the Joining Party wishes to become a party to the Original Agreement and to assume the rights and obligations set forth therein;

NOW, THEREFORE, in consideration of the mutual agreements set forth in this Joinder, the Parties agree as follows:

2. Joinder to the Original Agreement

The Joining Party hereby agrees to become a party to the Original Agreement as of the Effective Date of this Joinder.

From the Effective Date, the Joining Party shall have the same rights, benefits, obligations, and responsibilities as a party to the Original Agreement, as if it had originally executed the Original Agreement.

3. Acceptance of Terms

The Joining Party confirms that it has received, reviewed, and understood the Original Agreement.

The Joining Party agrees to be bound by all terms, conditions, and provisions of the Original Agreement, including any amendments in effect as of the Effective Date.

4. Representations and Warranties

The Joining Party represents and warrants that:

- It is duly organized, validly existing, and in good standing under the laws of its jurisdiction of formation;
- It has full authority to enter into this Joinder and to perform its obligations under the Original Agreement;
- The execution of this Joinder does not conflict with any other agreement or obligation binding on the Joining Party.

5. Amendments to the Original Agreement

Except as expressly stated in this Joinder, the Original Agreement remains unchanged and in full force and effect.

This Joinder does not amend or modify the Original Agreement unless expressly stated in writing within this document.

6. Effective Date

This Joinder shall become effective on the Effective Date stated above, or on such other date as may be specified in accordance with the Original Agreement.

7. Governing Law and Dispute Resolution

This Joinder shall be governed by and interpreted in accordance with the governing law specified in the Original Agreement.

Any disputes arising from or in connection with this Joinder shall be resolved in accordance with the dispute resolution provisions set forth in the Original Agreement.

8. Counterparts and Execution

This Joinder may be executed in one or more counterparts, each of which shall be deemed an original, and all of which together shall constitute one agreement.

Electronic signatures shall be deemed valid and binding for all purposes.

9. Entire Agreement (Limited Scope)

This Joinder, together with the Original Agreement, constitutes the complete agreement between the Parties with respect to the subject matter of this Joinder.

10. No Waiver

Failure by any Party to enforce any provision of this Joinder or the Original Agreement shall not be deemed a waiver of future enforcement of that or any other provision.

Signatures

IN WITNESS WHEREOF, the Parties have executed this Joinder Agreement as of the Effective Date.

Existing Party

Name

Date

Signature

Joining Party

Name

Date

Signature



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