

# Standard Service Agreement

This Agreement is made and entered into on [Date] by and between Cell Line Genetics LLC, having its principal place of business at 5201 SW Westgate Dr, Suite 109 Portland, OR 97221 ("Provider"), and [Client Name], having its principal place of business at [Client Address] ("Client").

## Purpose of Agreement

Provider agrees to perform certain biotech Research Services (the "Services") for Client as set forth in the Statement of Work attached hereto as Exhibit A.

## Payment

Client agrees to pay Provider for the Services at the rates set forth in the Statement of Work attached hereto as Exhibit A. Payment shall be due within thirty (30) days of receipt of an invoice from Provider.

## Term and Termination

This Agreement shall commence on the date first above written and shall continue until all Services have been completed and all payments due hereunder have been made. Either party may terminate this Agreement upon written notice to the other party if the other party materially breaches this Agreement and fails to cure such breach within thirty (30) days after receipt of written notice thereof.

## Confidentiality

Provider and its employees and agents shall maintain the confidentiality of all Client data, materials, and other information received in connection with this Agreement, and shall not disclose or use such data, materials, or information except as required to perform the Services or as otherwise required by law.

## Intellectual Property

Client shall retain all rights, title, and interest in and to any data, materials, or other information provided to Provider in connection with the Services. Provider shall not acquire any rights, title, or interest in or to such data, materials, or information, except for the limited right to use such data, materials, or information solely for the purpose of performing the Services.

## Governing Law and Venue

This Agreement shall be governed by and construed in accordance with the laws of the State of Oregon. Any legal action arising out of or related to this Agreement shall be brought exclusively in the state or federal courts located in Multnomah County, Oregon.

## Entire Agreement

This Agreement constitutes the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior negotiations, understandings, and agreements between the parties.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above written.

Cell Line Genetics LLC:

[Client Name]:

[Authorized Signatory]

[Authorized Signatory]

[Date]

[Date]