

NON-DISCLOSURE AGREEMENT

In consideration of (1) _____ (herein Owner) disclosing to (2) _____ (herein Recipient) the Owner's confidential information and trade secrets concerning (3) _____

(herein the Owner's Idea), the Recipient agrees not to use the Owner's Idea or disclose it to others and shall not sell a product or service that circumvents the Owner's Idea or assist others to do so. Any improvements, extensions, and derivatives in the Owner's Idea and works related to the Owner's Idea that may be protected by copyrights that the Recipient may suggest or make shall be the property of the Owner. The Recipient hereby assigns to the Owner the Recipient's interest in such improvements, extensions, and derivatives in the Owner's Idea and works related to the Owner's Idea that may be protected by copyrights, and any other related intellectual property therein, and shall assist in perfecting and enforcing all rights therein including supporting the Owner's position in any litigation including any interference, derivation, opposition, post issuance and/or any other patent, trademark and/or copyright office proceeding.

By (4) _____

(5) _____

(6) _____

Date (7) _____

(1) Identify the owner of the Idea by name: For example, John Doe, an individual; or XYZ, Inc., a California corporation; or Bill and Joe, a partnership under the laws of California.

(2) Identify the recipient of the Idea by name: For example, Jane Doe, an individual; or ABC, Inc., a California corporation; or Sally and Sue, a partnership under the laws of California.

(3) Briefly identify the subject matter of the Idea but not its essence: For example, a device for treating cancer; or a method of organizing data; or a drug for relieving pain.

(4) The person to whom the Idea is disclosed signs the Non-Disclosure Agreement; the owner of the Idea does not sign the Non-Disclosure Agreement.

(5) Print the name of the person signing the Non-Disclosure Agreement so his or her signature on line (4) is legible.

(6) The name of the entity that the person signing the Non-Disclosure Agreement represents if other than an individual is to be bound to the agreement.

(7) Identify the date that the Non-Disclosure Agreement is signed.