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Introduction

This Addendum, effective as of August 9, 2025, amends the Original Software License Agreement executed on January 15, 2023, between Docupal Demo, LLC, located at 23 Main St, Anytown, CA 90210, USA ("Docupal Demo") and Acme, Inc, located at 3751 Illinois Avenue, Wilsonville, Oregon - 97070, USA ("ACME-1").

Purpose of Addendum

The primary purpose of this Addendum is to modify specific terms of the Original Software License Agreement. Specifically, this Addendum revises the payment terms and project scope. It also clarifies the definition of "final acceptance." A revised project scope document is included as an exhibit to this Addendum. Except as expressly modified herein, all other terms and conditions of the Original Software License Agreement shall remain in full force and effect.

Background

This Addendum to the original Software License Agreement between Docupal Demo, LLC and Acme, Inc ("ACME-1") is effective as of today, 2025-08-09. It serves to modify certain terms of the original agreement.

Purpose of Addendum

Following an initial project review, ACME-1 requested adjustments to the project scope. Email correspondence dated February 1, 2024, detailed these proposed changes. This Addendum formalizes those changes by revising the project scope, updating payment terms to reflect the revised scope and clarifying the definition of "final acceptance" criteria. A revised project scope document is included as an exhibit to this Addendum.

Original Agreement

Except as specifically modified by this Addendum, all other terms and conditions of the original Software License Agreement remain in full force and effect.



Amendments or Modifications

This Addendum modifies the Software License Agreement between Docupal Demo, LLC and ACME-1, effective as of the original agreement date. All other terms and conditions of the original agreement remain in full force and effect, except as specifically amended herein.

Revised Payment Terms

Section 3, Payment Terms, is hereby amended and restated in its entirety as follows:

The total payment for the software license and associated services shall be \$150,000 USD. This amount will be payable in three installments, according to the following schedule:

- \$50,000 USD upon the signing of this Addendum.
- \$50,000 USD upon the completion of Phase 1 of the project.
- \$50,000 USD upon final acceptance of the software.

Project Scope

Section 4, Project Scope, is hereby amended to include mobile application development. The revised project scope is detailed in Exhibit A, which is attached to and incorporated into this Addendum. This exhibit provides a comprehensive outline of the expanded project deliverables, including specifications for the mobile application. The definition of "final acceptance" includes successful completion of testing and sign-off on both the original software and the newly added mobile application components, as outlined in Exhibit A.

Clarifications

This section clarifies specific terms within the original Software License Agreement between Docupal Demo, LLC and ACME-1. It aims to ensure mutual understanding and prevent potential disputes.



Definition of "Final Acceptance"

Section 4 of the original agreement regarding "final acceptance" is hereby clarified. "Final acceptance" shall mean ACME-1's written confirmation that the software fully meets all specifications outlined in the project scope, as detailed in Exhibit A. This confirmation will be provided following a 30-day testing period, during which ACME-1 will evaluate the software's performance and adherence to the agreed-upon requirements. The written confirmation from ACME-1 officially marks the point of final acceptance.

Effective Date and Duration

This Addendum shall become effective as of March 1, 2024. All modifications stipulated within this Addendum, including the revised payment terms, clarified definition of "Final Acceptance," and the updated project scope as detailed in Exhibit A, will be in force from this date forward.

Original Agreement Term

The term of the original Software License Agreement remains unchanged. This Addendum does not alter the original agreement's duration or termination date. All terms and conditions related to the original agreement's term remain in full effect.

Impact on Original Contract

Effect on the Original Agreement

This addendum modifies certain terms of the original Software License Agreement between Docupal Demo, LLC, and ACME-1. Specifically, it addresses changes to the payment schedule and refines the project scope. This addendum also clarifies the definition of "Final Acceptance."

Superseding Provisions

The terms outlined in this addendum take precedence over any conflicting terms within the original Software License Agreement.



Unchanged Provisions

All provisions of the original Software License Agreement not expressly modified by this addendum remain in full force and effect. This ensures the continuity of the agreement, except where explicitly altered herein.

Representations and Warranties

Docupal Demo, LLC and ACME-1 each represent and warrant that they possess the full right, power, and authority to enter into this Addendum. Each party also represents and warrants that the execution, delivery, and performance of this Addendum do not violate any existing agreement, law, regulation, or order to which it is subject. Furthermore, both Docupal Demo, LLC and ACME-1 warrant that they are in compliance with all applicable laws and regulations relevant to their performance of the obligations outlined in this Addendum. These representations and warranties are material inducements upon which the other party is relying in entering into this Addendum.

Signatures

This Addendum is effective as of the last date of signature below.

DocuPal Demo, LLC

Signature:	
Name:	John Smith
Title:	CEO
Date:	2025-08-09

Acme, Inc

Signature:	
Name:	Jane Doe
Title:	CFO
Date:	2025-08-09



Legal Considerations

This Addendum modifies the existing Software License Agreement between Docupal Demo, LLC and ACME-1. It is governed by the laws of the State of Delaware.

Governing Law

This Addendum shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its conflict of laws principles.

Dispute Resolution

The dispute resolution mechanisms outlined in the original Software License Agreement will remain in full force and effect. No new dispute resolution clauses are introduced by this Addendum.

Appendices or Exhibits

This Addendum includes the following exhibit, which is incorporated by reference and made a part of this Addendum.

Exhibit A: Revised Project Scope Document

The Revised Project Scope Document outlines the adjusted project deliverables and timelines. It clarifies the changes to the initial project scope as agreed upon by Docupal Demo, LLC and ACME-1. This document supersedes any previous project scope descriptions. The document details the updated phases, tasks, and expected outcomes for the software license project.

