

PROFESSIONAL SERVICES AGREEMENT

1. PARTIES

This Agreement is entered into as of January 1, 2024, by and between ChunkScope Inc., a Delaware corporation with its principal place of business at 123 Main Street, San Francisco, CA 94102 (hereinafter referred to as 'Company'), and the Client identified in the Statement of Work attached hereto as Exhibit A (hereinafter referred to as 'Client').

2. SCOPE OF SERVICES

The Company agrees to provide professional consulting services as described in the Statement of Work. The services shall include but not be limited to: (a) technical consultation regarding document processing systems; (b) implementation of retrieval-augmented generation pipelines; (c) performance optimization and evaluation; and (d) such other services as may be mutually agreed upon in writing by the parties.

3. TERM AND TERMINATION

This Agreement shall commence on the Effective Date and shall continue for a period of twelve (12) months unless earlier terminated in accordance with the provisions herein. Either party may terminate this Agreement upon thirty (30) days written notice to the other party. In the event of termination, Client shall pay Company for all services rendered through the effective date of termination.

4. COMPENSATION

In consideration for the services provided hereunder, Client agrees to pay Company the fees set forth in the Statement of Work. Payment terms are Net 30 days from the date of invoice. Late payments shall accrue interest at the rate of 1.5% per month or the maximum rate permitted by law, whichever is less.

5. CONFIDENTIALITY

Each party acknowledges that it may have access to certain confidential information of the other party. Each party agrees to maintain the confidentiality of such information and not to disclose it to any third party without the prior written consent of the disclosing party, except as required by law.