

SERVICE AGREEMENT

This Service Agreement ("Agreement") is entered into on March 15, 2024, between TechCorp Solutions ("Client") and Digital Innovations LLC ("Provider").

1. SERVICES

Provider agrees to provide software development and consulting services including:

- Custom web application development
- Database design and implementation
- User interface design
- Testing and quality assurance

2. PAYMENT TERMS

Client agrees to pay a total of \$75,000 as follows:

- \$25,000 upon signing this agreement
- \$25,000 upon completion of Phase 1 (design and planning)
- \$25,000 upon final delivery and acceptance

3. TERM AND TERMINATION

This agreement shall commence on March 15, 2024, and continue for 6 months unless terminated earlier. Either party may terminate this agreement with 14 days written notice. Upon termination, Client shall pay for all work completed to date.

4. INTELLECTUAL PROPERTY

All work product, including source code, designs, and documentation, shall be owned exclusively by Provider until final payment is received, at which point ownership transfers to Client.

5. CONFIDENTIALITY

Both parties agree to maintain confidentiality of proprietary information shared during the course of this agreement for a period of 3 years.

6. LIABILITY AND WARRANTIES

Provider's total liability under this agreement shall not exceed \$10,000. Provider makes no warranties regarding the software's performance in Client's specific environment.

7. GOVERNING LAW

This agreement shall be governed by the laws of New York State. Any disputes shall be resolved through binding arbitration.

8. FORCE MAJEURE

Neither party shall be liable for delays caused by circumstances beyond their reasonable control, including natural disasters, government actions, or pandemics.

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

TechCorp Solutions Digital Innovations LLC

Sarah Johnson, CEO Michael Chen, President

Date: _____ Date: _____