



Lack of Conflict with Prior Employer/Employment Agreement

I, _____, hereby avow to PAX Technology, Inc. ("the Company") that **I am/am not** **(circle one)** bound by the terms of any agreement with any previous employers, agents or other parties to refrain from using or disclosing any confidential/proprietary information. If I am bound by the terms of such agreement, I have thoroughly reviewed it and understand the requirements it imposes on me to protect confidential/proprietary information of any employer or entity with whom I have been affiliated. I further represent, warrant and undertake to the Company that my performance as an employee, independent contractor, or consultant of the Company does not and will not breach any such agreement regarding any other entity's proprietary/confidential information, data or material. I further agree that I will not knowingly disclose to or induce the Company to use any confidential or proprietary information, data, or material belonging to any of my previous employers or other parties. I further avow that I am not bound by any agreement to refrain from competing, directly or indirectly, with the business of any previous employer, agent or any other parties that would or might be construed as impacting my ability to perform work for the Company.

Employee/Independent Contractor/Consultant

Signature:

Name:

Date:

Pax Technology, Inc.

Signature:

Name:

Date: