



LexisNexis® Ohio Online Forms

Lexis Forms: Ohio Transaction Guide

Table of Contents

UNIT THREE COMMERCIAL TRANSACTIONS

Division One Business Financing

Chapter 121 VENTURE CAPITAL FINANCING

Procedural Guide

- Financing Agreement
- Stock Option Rider
- Resolution of Directors of Borrowing Corporation
- Opinion of Borrower's Counsel
- OPINION OF BORROWER'S COUNSEL
- Affidavit of Corporate Secretary as to Regularity of Borrower's Business
- Certificate of Incumbency of Borrower's Officers
- Guaranty of Payment--Corporate Borrower's Principals
- Third-Party Individual Guarantors

Chapter 122 COMMERCIAL LOANS

Loan Applications and Financial Statements

- Business Loan Application
- Personal Financial Statement for Principal of Business Borrower
- Application for Floor Plan Financing

Loan Security Agreements

- General Security Agreement
- Security Agreement Concerning Inventory and Accounts Receivable

- Security Agreement Concerning Floored Inventory
- Equipment Loan Security Agreement

Promissory Notes

- Demand or Single-Payment Time Promissory Note With Guaranty
- Installment Note With Guaranty

Related Documents

- Corporate Resolution for Borrowing
- Partnership Authorization for Borrowing
- Guaranty Agreement
- Surety Agreement
- Corporate Resolution Authorizing Corporation to Act as Guarantor
- Subordination of Third-Party Creditor's Interest to Bank Loan
- Statement of Purpose of Loan Secured by Margin Stock
- Corporate Resolution for Assignment of Stock as Loan Security

Chapter 123 EQUIPMENT AND PERSONAL PROPERTY LEASING

Complete Lease Forms

- General Personal Property Lease
- Lease of Equipment--Equipment and Vendor Selected by Lessee
- Truck Fleet Lease and Service Agreement
- AIRCRAFT LEASE
- VENDOR'S EQUIPMENT LEASE

Specific Lease Provisions

- Maintenance and Service Provisions

- Authorization to Lessor to Obtain Insurance

Related Forms

- Lease Commitment Letter
- Investment Tax Credit Pass-Through Letter--Property-by-Property Election
- Consent and Waiver by Real Property Owner, Landlord, or Mortgagee
- Personal Guaranty
- Corporate Resolution
- Notice of Delivery, Installation, and Acceptance
- Lease-Purchase Agreement Disclosures
- LESSOR'S PURCHASE ORDER

Disclosures in Consumer Leasing Transactions

- Open-End or Finance Vehicle Lease Disclosure Statement--Model Form
- Closed-End or Net Vehicle Lease Disclosure Statement--Model Form
- Furniture Lease Disclosure Statement--Model Form

Chapter 124 ACCOUNTS RECEIVABLE FINANCING

Preliminary Audit Review

- Initial Audit Report

Security Agreements

- Agreement Creating Security Interest in Assigned Accounts Receivable
- Another Agreement Creating Security Interest in Assigned Accounts Receivable
- Agreement Granting Security Interest in Accounts Receivable in Maturity-Type Factoring With Guaranty and Subordination and Certified Copy of Resolution
- Agreement Granting Security Interest in Accounts Receivable in Advance-Type Factoring
- Landlord's Waiver and Consent

Guaranty

- COGNOVIT GUARANTY AGREEMENT

Chapter 125 SECURED TRANSACTIONS

Security Agreements

- General Security Agreement and Note
- Hypothecation Agreement--Grant of Security Interest by Person Other Than Borrower

Forms Related to Perfection of Security Interests

- Financing Statement
- Amendment, Continuation, Assignment, or Termination of Financing Statement
- Perfection by Possession of Security Interest in Collateral Held by Third Party--Notice and Acknowledgment
- Notice of Intention to Finance Purchase of Inventory--Priority Over Conflicting Interest in Same Inventory

Subordination of Security Interest

- General Subordination Agreement
- Consent by Owner or Mortgagee of Real Estate to Security Interest in Fixtures

Requests and Responses For Unpaid Obligations and Collateral

- Request for Accounting
- Request for List of Collateral
- Request for Statement of Account
- Response to Request for Accounting
- Response to Request of List of Collateral
- Response to Request for Statement of Account

Remedies After Default by Debtor

- Notice of Disposition of Collateral (Other Than Consumer Goods) by Secured Party After Debtor's Default
- Notice of Disposition of Collateral (Consumer Goods) by Secured Party After Debtor's Default
- Notice to Secured Party of Claim of Interest in Collateral
- Demand by Subordinate Secured Party to Share in Proceeds From Disposition of Collateral
- Request by Secured Party for Proof from Subordinate Secured Party of Interest in Collateral
- Notice to Account Debtor to Make Payment to Secured Party
- Notice by Secured Party of Proposal to Retain Collateral in Satisfaction of Obligation

- Objection to Secured Party's Retention of Collateral
- Waiver by Debtor of Requirement That Secured Party Dispose of Consumer Goods for Which Substantial Payments Made
- Demand for Adequate Security Before Removal of Fixtures
- Waiver of Right to Redeem Collateral

Satisfaction of Obligation

- Debtor's Demand for Termination Statement From Secured Party

Chapter 126 FRANCHISING

Disclosure Documents

- Business Opportunity Act Disclosure Document
- Federal Trade Commission Disclosure Statement
- Uniform Franchise Offering Circular (UFOC)--Cover Page, Table of Contents, and Required Notices

Complete Franchise Agreements

- Franchise Agreement for Products and Services Franchise System
- Franchise Agreement for Distributor and Manufacturer

Individual Provisions

- Specification of General Area
- Exclusive Area or Territory Provisions
- Provision for Nonexclusive Franchise
- Provision Regarding Lease of Premises by Franchisee From Third Party
- Construction of Premises by Franchisee
- Percentage Service Fee in Consideration of Franchisor's Services to Franchisee
- Fixed Service Fee Payable in Advance
- Percentage Royalty With Minimum Fixed Amount

Chapter 127 COMMERCIAL PAPER AND TRANSFER OF FUNDS

Complete Promissory Notes

- Simple Negotiable Promissory Notes

- Simple Unsecured Promissory Note With Acceleration on Default
- Secured Installment Note With Interest Added--Subject to Acceleration on Default
- Secured Discount Note Subject to Acceleration
- Note of Corporation--Payment of Combined Principal and Interest in Installments With Final "Balloon" Payment
- Collateral Note With Alternative Statements Describing Collateral
- Promissory Note Referring to Agreement Securing Note
- Note in Series of Notes--Acceleration of All Notes Upon Default on Any in Series
- PROMISSORY NOTE

Individual Provisions for Promissory Notes

- Interest and Discount Provisions
- Provision for Interest on Unpaid Interest
- Provision for Allocation of Payments to Principal and Interest
- Reference to Separate Written Agreement Terms Bearing on Maturity
- Acceleration Clauses in Instrument Payable at Definite Time
- Provision for Prepayment Penalty
- Provision Permitting Prepayment by Maker
- Provisions for Extension of Note Payable at Definite Time
- Statement Limiting Source of Payment to Particular Assets of Partnership, Association, Trust, or Estate
- Provision for Payment in Foreign Currency
- Provision for Payment to Alternative Payees
- Provision for Payment to Two Payees Jointly
- Provisions for Payment to Representative
- Provisions for Liability of Multiple Makers
- Description or Designation of Collateral

Other Commercial Paper

- Nonnegotiable Instrument

Liability of Parties

- Ratification of Unauthorized Signature
- Guaranty of Note

- Release of Party Liable on Instrument With Reservation of Rights Against Other Parties
- Provision Stating That Underlying Obligation Is Not Discharged or Suspended by Issue of Instrument

Transfer of Commercial Paper

- Assignment of Commercial Paper

Collection of Negotiable Instruments

- Notice of Dishonor
- Protest (Certificate of Dishonor)

Electronic Fund Transfers

- Demand for Resolution of Erroneous Electronic Fund Transfer

Division Two Business Contracts and Procedures

Chapter 140 CREDITORS' AGREEMENTS

Extension Agreement Forms

- Notice of General Creditors' Meeting
- Basic Extension Agreement
- Extension Agreement Employing Notes and Mortgage

Extension Agreement Using Trustee to Dispose of Assets

- Notice to Creditors Concerning Extension Agreement
- Extension Agreement to Specified Date
- Trust Agreement for Benefit of Creditors

Composition Agreement Forms

- Offer to Enter into Composition Agreement
- Letter Offering Compromise of Indebtedness
- Acceptance and Release Agreement

General Assignments

- General Assignment for Benefit of Creditors--Partnership
- General Assignment for Benefit of Creditors--Corporation

Chapter 141 CONTRACT PROVISIONS

Offers and Acceptances

- Offer to Contract
- Option

- Revocation or Withdrawal of Offer
- Acceptance of Offer
- Rejection of Offer and Counteroffer

Preliminary Provisions

- Identification of Parties
- Identification of Parties
- Recitals
- Incorporation by Reference
- Enumeration of Items Within Class

Consideration

- Recital of Consideration

Qualifying Provisions

- Conditions
- Indemnification Clause
- Exculpatory Clause
- Force Majeure Clause
- Termination Clause

Enforcement and Remedial Provisions

- Arbitration Clauses
- Liquidated Damages Provisions
- Provisions for Attorneys' Fees
- Cumulative Remedy Provision

Provisions to Aid in Construction or Modification

- Integrated Agreement Clause
- Entirety and Severability Provisions
- Choice of Law Clause
- Effect of Captions or Headings on Construction of Contract

Provisions With Respect to Assignment

- Assignability Clauses
- Nonassignability Clauses

Notice Provisions

- Notices Between the Parties

Miscellaneous Forms and Provisions

- Execution Block
- Execution Block

Chapter 142 ASSIGNMENTS

Assignments

- Assignment of Contracts
- Assignment of Money Due or to Become Due
- Assignment of Wages
- Assignment of Cause of Action
- Assignment for Collection
- Partial Assignment

Consents and Notices Regarding Assignments

- Consent to Assignment
- Notice of Assignment

Chapter 143 DISCHARGE OF OBLIGATIONS

Modification of Contract

- Modification Agreement
- Modification of Written Contract Pursuant to Its Terms--Mutual Agreement
- Notice of Modification of Written Contract Pursuant to Its Terms

Account Stated

- Statement of Account
- Check Endorsement Accepting Statement of Account
- Objection to Statement of Account

Accord and Satisfaction

- Letter Offer of Accord and Satisfaction
- Accord and Satisfaction on Endorsement of Check

Novation

- Novation

Rescission

- Rescission by Mutual Consent
- Notice of Unilateral Rescission
- Mistake as Ground for Unilateral Rescission
- Fraud as Ground for Unilateral Rescission

Settlements and Releases

- Letter Authorizing Attorney to Effect a Settlement
- General Release of All Claims
- Mutual Release in Conjunction With Settlement Agreement

- Notice of Rescission of Release

Chapter 144 SALES OF GOODS

Complete Forms

- Offer to Buy or Sell
- Contract of Sale with Detailed Provisions
- Simple Contract of Sale
- Memorandum of Sale or Purchase
- Bill of Sale
- Output Agreement
- Requirements Agreement

Particular Contract Provisions

- Clauses Setting Contract Price
- Clauses Setting Time for Payment
- Credit Arrangements for Payment
- Clauses Setting Forth Time, Place, and Manner of Delivery
- Clause Allocating Risk of Loss
- Clauses Specifying Rights and Duties of Parties Regarding Damaged Goods.
- Express Warranty of Title
- Express Warranty Under Magnuson-Moss Act
- Warranty Disclaimers
- Clauses Limiting Damages for Breach of Contract

Alterations in Terms or Parties

- Modification, Waiver, or Rescission of Contract
- Assignment of Contract

Notices Affecting Performance

- Notice of Accommodation to Buyer
- Notice of Delivery of Goods
- Notice of Rejection of Goods
- Notice of Revocation of Acceptance
- Demand for Assurances
- Retraction of Anticipatory Repudiation
- Modification of Statute of Limitations

Chapter 145 EMPLOYMENT CONTRACTS

Complete Employment Agreements

- General Employment Contract--Long Form
- General Employment Contract--Short Form
- Employment Contract--Physician Employed by a Medical Professional Corporation
- Employment Contract Between Buyer and Seller of Business--Letter Form

Individual Provisions Concerning Duties

- Provision for Duties of Consultant
- Provision for Duties of Territorial Sales Representative
- Provision for Duties of Research and Development Employee
- Provision Imposing Duty to Submit to Searches

Individual Provisions Concerning Compensation

- Provision for Hourly Wage and Overtime
- Provision for Payment of Commissions Based on Employee's Sales
- Provision for Payment of Commission Based on Territorial Sales
- Provision for Payment of a Salary and Commissions
- Provision for Advance Payment of Commissions
- Provision for Payment of Share of Profits
- Provision for Compensation During Periods of Disability
- Provision Granting Employee Stock Option
- Agreement for Incentive Stock Options
- Provision for Reimbursement of Business Expenses
- Provision Granting Option to Purchase Business Interest
- Provision for Reimbursement of Medical and Dental Expenses
- Provision for Use of Company Automobile
- Provision for Payment of Deferred Compensation as Annuity After Retirement
- Provision for Payment of Deferred Compensation as Retirement Benefit Based on Salary
- Provision for Death Benefit Payable as Annuity or Continuation of Salary
- Provision for Payment of Lump-Sum Death Benefit

Individual Provisions Containing Restrictive Covenants

- Covenant Not to Compete
- Provision That Employee May Engage in Competing Business Activity
- Provision Containing Covenant Not to Solicit Employer's Customers
- Provision Specifying Trade Secrets
- Provision Granting Employer Exclusive License to Use Employee's Inventions
- Provision Allowing Employee to Retain All Rights to Certain Inventions

Individual Provisions Concerning Termination of Employment Contracts

- Provision Specifying Multiple Causes for Termination of Employment Contract
- Provision for Low Profits as Cause for Termination of Employment Contract
- Provision for Insufficient Employee Sales as Cause for Termination of Employment Contract
- Provision for Termination of Employment Contract on Employer's Consolidation, Merger, Dissolution, or Transfer of Assets

Chapter 146 PROFESSIONAL SERVICE CONTRACTS

Agreements for Services of Physicians

- Agreement Between Physician Group and Physician
- Agreement Between Doctor and Corporation
- Agreement Between Corporation and Medical Provider (Managed Care)

Agreements for Services of Attorneys

- Retainer Agreement
- Retainer Agreement in Letter Form for Ongoing Legal Services for a Business
- Hourly Fee Agreement for Specific Project
- Flat Fee Agreement
- Contingent Fee Agreement for Automobile Accident in Contract Form
- Contingent Fee Agreement for Business Dispute in Letter Form

- Contingent Fee Agreement in Letter Form for Collections
- Agreements for Services of Accountants
- Fee Estimate
 - Agreement for Accountancy Services in Contract Form
 - Agreement for Accountancy Services in Letter Form
- Agreements for Services of Business Consultants
- Business Consultant Agreement in Contract Form
 - Consulting Agreement in Letter Form--Jury Consulting
 - Agreement for Engineering Services
 - Agreement for Engineering Study and Report in Letter Form
 - Agreement for Insurance Analysis in Letter Form
 - Agreement for Continuing Insurance Analysis Services
 - Contract for Environmental Services--Phase I Site Assessment Proposal
- Agreements for Other Professional Services
- General Agreement for Professional Services
 - Agreement Between Author and Publisher
 - Agreement Between Insurance Adjuster and Insurance Company
 - Letter Agreement for Appraisal Services
 - Agreement for Services of Private Investigator in Contract Form
 - Letter Agreement for Services of Private Investigator by Attorney
 - Agreement for Services of Auctioneer
 - Agreement for Performance of Broadcast Services

Chapter 147 TRADEMARKS AND TRADE NAMES

Federal Forms

- Application To Register Trademark/Service Mark
- Application To Register Collective Trademark/Service Mark
- Application To Register Collective Membership Mark
- Application To Register Certification Mark
- Amendment To Allege Use
- Allegation of Use for Intent-to-Use Application, with Declaration
- Affidavit of Continuous Use of Mark in Commerce
- Declaration of Incontestability of Mark

- Application for Renewal of Registration
 - Assignment of Mark
- Ohio Forms
- Application for Registration of Mark
 - Application for Registration of Trade Name
 - Report of Use of Fictitious Name
 - Trademark or Service Mark Renewal Application
 - Trade Name Renewal Application

Chapter 148 COPYRIGHT

- Application for Copyright Registration for a Nondramatic Literary Work
- Application for Renewal Registration
- License for Dramatization of a Literary Work
- Notice of Termination of Grant of Transfer or License Covering
- Extended Renewal Term

Division Three Business and Consumer Relations

Chapter 160 ADVERTISING

Advertising Agencies

- Advertising Services Agreement

Newspapers and Magazines

- Agreement With Newspaper for Extended Term Display Advertising

Radio and Television

- Agreement Between Advertiser and Local Radio or Television

Station for Spot Broadcasting

- Agreement Between Advertising Agency and Radio or Television Broadcasting System for Network Broadcasting

Chapter 161 BUSINESS PROTECTION

Business Opportunity Plans

- Disclosure Document

- Sales and Profit Statement
 - Agreement for Sale of a Business Opportunity Plan
- Patents
- Combined Declaration and Power of Attorney for Patent Application
- Protection of Trade Secrets and Confidential Information
- Contract Provisions Preventing Disclosure of Confidential Information
 - Agreement by Seller of Secret Process Not to Divulge Process to Others

Chapter 162 PERSONAL PROPERTY BAILMENTS AND LIENS

Bailment

- Bailment Contract
- Provisions Limiting Liability of Bailee
- Receipt for Deposit of Property for Safekeeping
- Agreement for Deposit of Property for Safekeeping
- Safe-Deposit Box Rental Agreement

Liens

- Notice of Sale
- Notice of Sale
- Notice to Buyer of Resale at Public Sale
- Notice of Public Sale
- Notice to Buyer of Resale at Private Sale

Chapter 163 CONSUMER PROTECTION

Equal Credit Opportunity Act Notification Forms

- Disclosure of Reliance on Outside Information
- Equal Credit Opportunity Notice
- Notice of Adverse Action--General Form
- Notice of Adverse Action--Credit Scoring System
- Notice of Adverse Action--Counteroffer
- Notice of Incomplete Application and Request for Additional Information

Fair Credit Billing Act Forms

- Billing Rights Statement
 - Billing Error Notice
- Forms Relating to Trade Practices
- Home Solicitation Sale Notice of Right to Cancel
 - Prepaid Entertainment Contract Notice of Right to Cancel
 - Notice of Breach of Layaway Arrangement
 - Layaway Agreement
- Contract Avoidance Forms
- Cancellation of Home Solicitation Sale Contract
 - Cancellation of Prepaid Entertainment Contract
 - Revocation of Invention Development Services Contract
 - Revocation of Interstate Land Sale Contract
- Consumer Product Safety Act Forms
- Petition for Initiation of Rulemaking Proceedings

Chapter 164 INSTALLMENT SALES AND LOANS

Seller-Consumer Agreements

- Retail Installment Agreement
- Revolving Credit Agreement
- Periodic Statement for Revolving Credit Account

Bank-Consumer Agreements

- Installment Promissory Note
- Security Agreement for Direct Bank Loan

Seller-Bank Agreements

- Seller Financing Agreement

Small Lender Agreements

- Small Lender Closed-End Loan Agreement
- Disclosure Statement for Small Lender Closed-End Loan
- Small Lender Open-End Loan Agreement
- Security Agreement

Truth in Lending Act Required Disclosures

- Loan Disclosure Statement
- Credit Sale Disclosure Statement
- Itemization of Amount Financed
- Variable Rate Disclosures
- Notice of Right to Rescind

- Initial Disclosure Statement
- Billing Rights Summary
- Periodic Statement
- Notice of Right to Rescind
- Direct Mail Credit Card Application and Solicitation Disclosures
- Direct Mail Charge Card Application and Solicitation Disclosures
- Home Equity Plan Application Disclosures

Chapter 165 CREDIT CARDS

Card Issuer and Merchant Forms

- Bank-Merchant Participation Agreement
- Notice of Liability for Unauthorized Use

Cardholder Forms

- Notice to Card Issuer of Card Loss or Theft
- Demand on Retailer for Satisfaction of Claim
- Notice to Card Issuer of Assertion of Claim

Chapter 166 SERVICE CONTRACTS

General Service Agreements With Independent Contractors

- Agreement for Performance of Services by Independent Contractor

Maintenance and Repair Service Contracts

- Janitorial Service for Office Building
- Elevator Maintenance Service
- Office Machine Repair Service
- Swimming Pool Service Agreement
- Service Agreement Between Servicing Company and Owner of Equipment--Applicable to Any Type of Equipment

Protection Service Contracts

- Private Guard Protection Service
- Burglar Alarm Service
- Agreement for Sentry Dog Service

Credit Information and Debt Collection Services

- Credit Bureau Services
- Collection Agency Service

Computer-Related Services

- Computer Purchase and Maintenance Agreement
- Electronic Data Processing Service Agreement
- Computer Hardware Maintenance Agreement
- Computer Software Maintenance Agreement
- Agreement for Software Design Study Consultation by Individual Consultant

Vending Machines

- Agreement for Installation and Servicing of Single Type of Vending Machine
- Agreement for Installation and Servicing of Full Line of Vending Machines
- Agreement for Operation of Full Line of Vending Machines and Food Service Facility