

K.E.I. LLC
3006 N MAIN
FT WORTH, TX 76106
P 214-630-3820
F 214-630-6777

4 March 2010

WAREHOUSE DISTRIBUTOR GUIDELINES

K.E.I.LLC uses an aftermarket distribution structure. All product must be purchased from an Authorized Warehouse Distributor. All authorized Warehouse Distributors must maintain a minimum stocking quantity and must meet or exceed sales of not less than \$20,000.00 annually to maintain Warehouse Distributor status. K.E.I.LLC will review annually with each WD to discuss sales strategies to insure annual sales.

K.E.I.LLC will forward sales leads to a Warehouse Distributor in that Warehouse Distributors sales territory.

Warehouse Distributors may request that a Service Dealer be authorized to service K.E.I.LLC products in their area, but must be approved by K.E.I.LLC.

All warranties must be tested and inspected by an authorized Warehouse Distributor to be considered for warranty. An authorized Warehouse Distributor may determine if a K.E.I.LLC unit is warrantable but KEILLC has the right to refuse any warranties under the warranty policy as written. (see warranty policy)

Warehouse Distributor suggested stocking requirements are as follows:

K.E.I. doesn't force a parts list on you that you can't sell. There's nothing worse than being told to carry certain parts you know will sit on the shelf, tying up \$\$\$\$ that could be better utilized in your day to day operation. K.E.I.'s existing WD's and SWD's stock the parts that they sell. It's your decision, K.E.I. will still protect your territory, we'll be sending you business regardless, maybe expanding your business into an industry you don't have.

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K.E.I.LLC ask that you acknowledge acceptance of these terms and conditions of this agreement by signing at the designated space below. Please return via mail to the attention of Jeanne Allen or fax to (214) 630-6777

Signature: _____

Title: _____

Date: _____