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FACTORING PARTICIPATION AGREEMENT

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260	, her send bodyware.	C'Factor's and	("Participant").	

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WHEREST, Farmer and Participans have agreed than Euror shall seld to Participans, and Participans shall provide from Factor, on auditrided ownership transfers in each Advance tends participate to the factoring Agreement, upon the system and subject to the conditions on limits to this Agreement.

NOW, THEREFORE, for good and valuable consideration, the societ and in ficiency of which is batchy acknowledged by each party between the parties become translating to be legally bound bareful, havely agree as follows:

- Objectives. As used in this Agraement, the following taxins shall have the following tecanings track streamings to be reposity applicable to back short agrains and placed forces of the reven defined?
 - "Subspecial" has the recently another to each time to the entrals borres.

"Approved Receivables" means the Executables purchased by Execut from Chiera anales the Executing Agreement which have been approved by Factor as ne credit risk and seven of talls.

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"Classe" has the expaning and feed to cach term to the recitals become

"Collegeal" reason the Receivables and all other property experies repayment of the Lean.

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Form 1c Factoring Participation Agreement

Daniel F McAuley

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