

Dated: _____

To Whom It May Concern:

I am now submitting for your consideration the material (the "Material") enclosed under cover of this letter and the enclosed Greenestuff, Inc. Program Submissions Form hereto.

I understand that it is not your practice to accept unsolicited material for examination, and in order to induce you to do so, I now warrant, covenant and agree to you as follows:

1. I am the sole unencumbered legal and beneficial owner of material.
2. The Material is original and does not infringe any rights whatever (including but not limited to copyright) of any person.
3. The Material is not the subject of any assignment, license, option or other similar arrangement in favor of any third party.
4. The Material has been submitted to you on the understanding that you shall not produce any film or television program based on the Material unless you have entered into an assignment with me for such use PROVIDED THAT the submission of the Material shall not prevent you from originating, participating in or developing productions which contain similar or identical features or elements to those contained in the Material or from originating, participating in or developing productions which are based on any part of the material which is not original or is in the public domain.
5. I acknowledge that the submission is not made in confidence, and that it is in my interest that you be allowed to make copies and/or adaptations of the material and discuss it with third parties. I agree that you are not responsible for the actions of third parties (including your employees) unless they are acting in accordance with your instructions. I further acknowledge that I have kept a copy of the Material and that you shall have no liability to me in the event that the Material is lost or destroyed.

I acknowledge that, in the vent that you wish to develop any production based on the Material, we will enter into exclusive good faith negotiations concerning your acquisition of rights therein.

Sincerely,

Signature: _____

Name (please print): _____