

## Seller:

Company: Jiangyin Zhongrui Non-woven Fabric Machinery Co., Ltd.  
Address: No.17 Beixin East Rd., Zhouzhuang Town, Jiangyin, China  
Tel:86-510-86901810 Fax:0510-86227836  
Mobile: 13961602090  
E-mail: [zhongruiyuanfang@yahoo.com](mailto:zhongruiyuanfang@yahoo.com).  
Attn: Miao Quande Position: General Manager



## Buyer:

Maszyny2002, Stanislaw Toczewski  
51-114 Wrocław  
ul. Bezpieczna 31/4  
POLAND  
European VAT number: PL 898-100-39-46  
tel./fax: 0048 71 765 7 554; tel: 0048 888848888  
[st.t@wp.pl](mailto:st.t@wp.pl), [maszyny2002@wp.pl](mailto:maszyny2002@wp.pl)

**maszyny2002**  
Stanislaw Toczewski  
51-114 Wrocław, ul. Bezpieczna 31/4  
<http://maszyny2002.pl>, e-mail: [st.t@wp.pl](mailto:st.t@wp.pl)  
mob.: +48 888 4 8888, tel./fax: +48 71 765 7 554  
NIP: PL 898-100-39-46, REGON: 930399835  
POLAND

Date: 12<sup>th</sup> January 2010  
Pages: 5

## CONTRACT NO 1/01/2010

### for delivery of production line for technical nonwoven articles made with waste-free thermal forming system

The contract concerns the delivery of production line for technical nonwoven articles made with waste-free thermal forming system. The Buyer declares to buy the line and the Seller declares to deliver the manufactured machines according to the below listed technical details, on below listed conditions and supplement 1,2 and 3.

## Art. 1 THE PARTIES AND THE CONTRACT ITEM

1.1. This Contract is concluded between:

**Maszyny2002, Stanislaw Toczewski**, having its headquarters in Poland, 51-114 Wrocław, ul. Bezpieczna 31/4, registered with the Trade Registered Office of Presidency of Wrocław, Poland, under the no. 171640, Unique Registration "Region" Code: 930 399 835, bank account no.(USD); PL 34 2490 0005 0000 4600 3319 6767, held with (name of the bank) ALIOR BANK S.A. WARSAW, POLAND SWIFT CODE: ALBPPLPW,

represented by Stanislaw Toczewski – the company's owner, hereafter referred as the "**Buyer**",

**And**

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Attn: Miao Quande Position: General Manager

**Jointly referred hereby as the "Parties".**

**WHEREAS**, the Buyer and the Seller have freely negotiated the terms and conditions related to the sale by the Seller and the purchase by the Buyer, concerning a series of goods, together described and jointly referred in the hereby document as the "**LINE**" or "**Machine**", for a total purchase value of **XXX.XXX** USD based on FOB SHANGHAI conditions.

**WHEREAS**, the Buyer intends to purchase the line and the Seller agree under the conditions set forth hereafter to the sale of the Machine.

**NOW THEREFORE, the Parties have agreed to be legally bound as stated in the following articles of Agreement.**

**1.2.** Both Parties confirm that understood well all Contract's articles and agree to fulfill all of them. The Translator confirms that both Parties had been informed about the sense of each Contract's article.

**1.3.** This Agreement describes all the rights and obligations, as well as the associated responsibilities, related to the Parties, in what concerns the sale by the Seller and the purchase by the Buyer of the line, as will be described hereafter.

**Art. 2 Detailed technical description, line's configuration and main buyer's requirements are described in supplements 1,2 and 3.**

**Art. 3 the seller guarantees:**

- possibility of lines test run and checking in seller's factory before 2<sup>nd</sup> part of payment (65%)
- during test there will be possible to get good quality product (nonwoven) of 9 or 10 g/m<sup>2</sup> with speed 100 m/min.



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Stanisław Toczewski 2  
51-114 Wrocław, ul. Bezpieczna 31/4  
<http://maszyny2002.pl>, e-mail: [st.t@wp.pl](mailto:st.t@wp.pl)  
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also 40g/ m<sup>2</sup> will be possible to produce with speed 60m/min

#### Art. 4 THE QUOTACTION:

Line's Price – XXX XXX USD FOB Shanghai.

Payment: 30% within 2 weeks after signing the contract

65% after checking and Buyer's acceptance - in warehouse of Seller ( details:

Art. 3, ).5% after succesful running by seller's engineers in poland

Delivery time: 120 days from prepayment date.After the time the buyer will arrive to perform the tests.

Transport to Poland and installation costs are on Buyer's charge.

#### Art. 5 PAYMENT CONDITIONS:

- 30% of the total value to be paid by T/T for deposit after signing the contract, according to the Invoice issued by the Seller.
- 65% of the balance will be paid by T/T before shipment after the Buyer's inspection, successful running ,Refer Art 3.
- 5% after succesful running the line in poland.
- The Seller will send to the Buyer the originals of shipment documents as:
  - Bill of Lading,
  - CE certificate,
  - final Invoice,
  - packing list
  - certificate of origin.

All of above listed documents must be sent on Buyer's address by courier in originals immediately after receiving the balance ( before machine reach the port of destination which is SIERADZ/POLAND THROUGH HAMBURG/GERMANY). Only the CE certificate can be sent as a copy.

The Seller declares to deliver all of above mentioned documents in original within 2 weeks after receiving the balance.(2 nd payment of 65%)

- The payment should be transferred to the intermediate trading company bank account:

#### **BANK DETAILS**

Beneficiary:

CHANGZHOU WOSUN INTERNATIONAL TRADING CO., LTD.  
NO.217; HUANGSHAN ROAD, CHANGZHOU, JIANGSU, CHINA  
A/C No.: 7325011482300002047



**maszynny2002**

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<http://maszynny2002.pl>, e-mail: [st.t@wp.pl](mailto:st.t@wp.pl)  
mob.: +48 8888 4 8888, tel./fax: +48 71 765 7 554  
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Account with Institution:  
CHINA CITIC BANK, CHANGZHOU BRANCH  
ADD: NO.72 BOAI ROAD, CHANGZHOU JIANGSU CHINA  
SWIFT ADD: CIBKCNBJ213  
CHIPS UID: //CH 365502

Intermediary Bank:  
JPMORGAN CHASE BANK N.A., NEW YORK  
SWIFT ADD.: CHASUS33  
CHIPS ABA NO.: //CP 0002  
FEDWIRE ABA ROUTING NO.: //FW 021000021  
A/C NO.: 001051949

### **Art.6 WARRANTY AND ADDITIONAL DETAILS:**

**6.1.** The machine must have the CE certificate. In addition the producer's firm tablett installed on the machine must have the CE mark. The firm tablet must be installed on the machine in well visible place.

**6.2.** The Seller gives 12 months warranty for proper work of the line. The warranty period starts since the day when the Machine will be succesfully runned in poland . This date will be confirmed by signing the acceptance protocol by the buyer and seller..

**6.3.** The machine's construction must be designed to allow container transport.

**6.4.** The electrical powering: 3 x 400V ( 3 x 380V ), 50 Hz. It is the same like in China ( Pic. 04, page 5 ) – not like in USA:

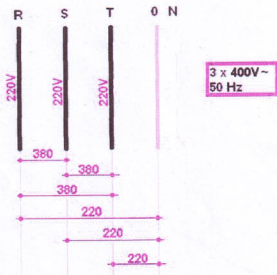
**6.5.** the seller will send 10 engineers for desired period to assemble and run the line in poland,including staff training for the line operating and maintaining.

**6.6** All the costs related to engineer travel,insurance,accomodation and alimentation in poland are on buyer's charge.additionally the buyer will pay a salary of usd 10 per person on per each day in poland.



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**Pic. 04**

Made out in two originals copies, one for each party:

Buyer's signature

卖方公司公章及签名

Seller's stamp and signature



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