

AGREEMENT OF SALE

AGREEMENT OF SALE, made June 12, 2017, between [REDACTED]ti [REDACTED]ion, Inc, a New York corporation, having an address at 200 west 40th Street, New York, NY 10018 ("Seller"), and [REDACTED]t [REDACTED]py [REDACTED]ll [REDACTED]d, Inc, having an address at 200 [REDACTED]st [REDACTED]th [REDACTED]et, New York, NY 10018, [REDACTED]ser").

1. **Agreement to Sell.** Seller agrees to sell, transfer and deliver to Purchaser, and Purchaser agrees to purchase, upon the terms and conditions hereinafter set forth, all of the assets (other than cash, certificates of deposit, securities, and cash equivalents) of the business known as Desi Grub (the "Assets"), including without limitation the following:

- (a) The equipment
- (b) The furniture, fixtures and improvements
- (c) The lease and

2. **Purchase Price.** The purchase price to be paid by Purchaser is Sixty Thousand Dollars (60,000.00), payable as follows:

- (a) Sixty (60,000.00), upon execution of this agreement, by check subject to collection. The nonpayment of said check shall give Seller the right to declare this agreement null and void, in addition to pursuing all other remedies against Purchaser on said check or as otherwise permitted by law.

The purchase price is comprised of the following components:

Equipment: \$15,000.00

Improvements: \$25,000.00

Lease: \$20,000.00

In addition to the purchase price the purchaser shall pay to the seller Security Deposit of \$64,890

3. **Acceptable Funds.** All money payable under this agreement, unless otherwise specified, shall be paid either: (a) in cash (b) by good certified check of Purchaser, payable to the direct order of Seller; or (c) as otherwise agreed to in writing by the parties or their attorneys.

4. **The Closing.** The "closing" means the settlement of the obligations of Seller and Purchaser to each other under this agreement, including the payment of the purchase price to Seller as provided in Article 1 hereof and the delivery of the closing documents provided for in Article 5