



## **Non-Solicitation Agreement Participants of The ABC Kids Expo**

*The following terms and conditions ("Terms and Conditions") shall govern the agreement to participate in the 2018 ABC Kids Expo being held at the Las Vegas Convention Center in Las Vegas, Nevada on October 9-11, 2018. By signing below, you agree to follow the Terms and Conditions set forth in this document.*

You agree that you, your agents, employees, associates, officers, directors and representatives shall not endorse, promote, participate in, solicit for, or otherwise advertise any other trade show or venue for which you produce or organize during the 2018 ABC Kids Expo trade show dates, setup dates or teardown dates. Violation of this policy shall result in immediate expulsion from the event and prohibition from attendance at any future All Baby & Child produced events as well as appropriate damages to All Baby & Child.

ABC may remove any person during the show who ABC believes is disrupting or obstructing proper operation and management of the show.

### ***Controlling Law; Venue***

These Terms and Conditions shall be governed by and construed in accordance with the laws of the State of Texas. In the event of any dispute, the venue of any action shall be in Bexar County, Texas, and parties submit to the jurisdiction of any such court. If legal action is required to enforce these Terms and Conditions, the prevailing party shall be entitled to recover its reasonable attorneys' fees and costs. Any disputes arising out of or relating to this Agreement shall be subject to Arbitration in Bexar County, Texas, pursuant to the Commercial Arbitration Rules of the American Arbitration Association, then in effect, except that there shall be a single Arbitrator, and judgment upon the award rendered by the Arbitrator may be entered in any court having jurisdiction thereof.

### ***Entire Agreement***

This document embodies the entire agreement between the parties and may not be amended, modified, altered or changed in any respect whatsoever except by writing duly executed by the parties hereto. Neither party may assign or transfer its rights or duties under this agreement without the prior written consent of the other party, which consent may be withheld at such other party's sole discretion. The waiver by either party of a breach of any provision of this agreement by the other shall not operate or be construed as waiver of any subsequent breach by the party.

### ***Authorized Signature***

I hereby agree to the Terms and Conditions set forth above:.

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Print Company Name

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date