



MASTER SERVICE AGREEMENT

This Master Service Agreement is entered into effective as of the day of , 20 , by and between (CUSTOMER), (designate corporate/partnership/sole proprietor status and domicile) hereinafter referred to as "CUSTOMER" with an office address of , and, **Global Data Systems, Inc.** a Louisiana Corporation referred to and defined throughout this Contract as "GDS," with an office address of 315 Laser Lane, Lafayette, Louisiana 70507. CUSTOMER and GDS may be referred to individually as "Party" or collectively as "Parties." CUSTOMER and GDS agree that:

WITNESSETH

WHEREAS, GDS is engaged in, among other things, the business of providing satellite, telephone, data circuit, communication, network and other, installation, rental, managed and consulting services as well as renting, selling and providing equipment and products;

WHEREAS, CUSTOMER desires to hire GDS to provide certain Services and/or obtain Products from GDS;

NOW, THEREFORE, in consideration of the mutual promises set forth below, the Parties hereby agree to the terms and conditions as follows:

AGREEMENT

- 1 **EXPRESS TERMS:** This Contract (as defined below in Section 1.2) contemplates that CUSTOMER may from time to time request that GDS perform or provide work or services ("Services") or provide equipment, goods or materials ("Products") on a non-exclusive basis under the terms written hereunder which shall determine the rights of the Parties regardless of contrary terms in any rate schedules or other documents which may relate, directly or indirectly, to GDS's performance under this Contract as hereinafter defined.
 - 1.1 This Contract shall control and govern all Services performed and to be performed, and all Products furnished or to be furnished, by GDS through CUSTOMER's acceptance of GDS quotations or statements of work (hereinafter collectively or separately referred to as "Quote"). CUSTOMER may accept Quotes by use of purchase orders, services orders, or similar orders, whether oral, written or electronic. Such a Quote may include terms pertaining to quantity, price, time, location, description, commencement and completion of Services, or specific requirements with respect to Products, personnel, items to be furnished, compensation and other terms. However, this Contract does not obligate CUSTOMER to order or authorize such Services or Products, nor does it obligate GDS to accept or agree to the same.
 - 1.2 The term "Contract" as used herein shall include this Master Service Agreement and all Exhibits attached hereto, any Quote issued by GDS and accepted by CUSTOMER in accordance with Section 1.5 below, and any instructions, regulations or other documents issued by GDS to CUSTOMER ("GDS Document"). In the event that any provisions of a Quote, or other GDS Document, conflicts with this Master Service Agreement, then this Master Service Agreement shall prevail. In the event that any provisions of a GDS Document conflicts with a Quote, then the Quote shall prevail.
 - 1.3 The provisions set forth in this Contract shall constitute the complete and exclusive statement of the terms of the agreement between GDS and CUSTOMER with respect to the subject matter of this Contract. Any additional or different terms proposed by CUSTOMER in any memorandum, writing, order, acknowledgement, or other document are hereby deemed to be material alterations to this Contract, and GDS hereby gives notice of objection to such proposed terms, which terms shall be void and of no effect.
 - 1.4 This Contract may be amended only in writing, such amendment having been signed by an authorized representative of each Party or as set forth in Paragraph 1.5 hereof.
 - 1.5 CUSTOMER agrees that GDS may deliver to CUSTOMER any Quote for Services and/or Products by hand delivery, by the U.S. mail, or by email, fax or any other electronic method. CUSTOMER shall be bound by and deemed to have accepted all terms and conditions of the Quote (1) as of the time CUSTOMER signs the Quote, or (2) whether or not CUSTOMER signs the Quote, as soon as CUSTOMER requests and GDS commences the performance of the Services or the provision of the Products pursuant thereto, whichever occurs first.

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