

**LETTER OF INTENT
(MANUSCRIPT EDITING)**

[on editor's letterhead]

[date]

[name of author]
[address of author]

Dear Sir/Madam:

Further to our discussions in this regard, we are entering into this Letter of Intent to negotiate, in good faith, for a manuscript editing agreement under which [insert full legal name of editor] (the "Editor") shall rewrite and rework the manuscript (the "Manuscript") submitted by [insert full legal name of Manuscript's author] (the "Author") on the following terms and conditions:

Part A – Business Terms

1. Binding Nature

This letter is not intended to be and shall not create any legal binding obligation on any party, except as specifically detailed in Part B herein. This entire transaction is subject to the negotiation and execution of a manuscript editing agreement as reasonably required by our legal counsel (the "Definitive Agreement"), to be negotiated following execution of this Letter of Intent and, subject to acceptance by both parties, executed on closing.

2. Terms for Negotiation

2.1 The Author shall submit to the Editor, within a reasonable time frame and on a chapter by chapter basis, the Manuscript for rewriting and reworking by the Editor.

2.2 Upon the Editor's receipt of each chapter of the Manuscript, the Editor shall:

- (a) rewrite the content by revising, rearranging, reworking, tightening and reformatting the same;
- (b) develop each proprietary character and order such character's dialogue for upcoming chapters; and
- (c) rework each exercise into a pattern.

2.3 In addition to the Editor's work as stated in section 2.2 herein, the Editor shall:

- (a) create a table of contents and an index (if applicable);
- (b) prepare a copyright, dedication, title page, introduction, and other such items as the Editor deems necessary or desirable;
- (c) prepare the back of jacket copy; and
- (d) integrate the art provided by the Author into the text (if applicable).

THIS IS A 4-PAGE DOCUMENT.