

## WEBSITE ADVERTISING AGREEMENT

THIS AGREEMENT made effective the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

**BETWEEN:**

**PUBLISHER**  
(the "Publisher")

**OF THE FIRST PART**

- and -

**ADVERTISER**  
(the "Advertiser")

**OF THE SECOND PART**

WHEREAS the Advertiser desires to utilize advertising space on the Publisher's Internet web site and the Publisher agrees to provide such advertising space to the Advertiser on the following terms and conditions;

**NOW THEREFORE THIS AGREEMENT WITNESSES** that in consideration of the premises and the covenants contained in this Agreement, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

### **1. Definitions**

Wherever used in this Agreement, the following words or terms shall have the following meanings:

- (a) "Banner" means a graphic file in JPEG or GIF format used to display an online advertisement, which is linked to the Advertiser's web site.
- (b) "Click-through" means a hit on a web site by means of an Internet user accessing a hyperlink provided in a Banner.
- (c) "Hit" means a visit to a web site by an Internet user.
- (d) "Hyperlink" means a link on a web page which links to another web page.
- (e) "Impression" means a display of a Banner to an Internet user.
- (f) "Traffic" means the number of hits received by a web site.
- (g) "Usage Statistics" means information with respect to the number of hits on a web site, including the time of each hit, and which web page on the web site was accessed.

### **2. Fees for Advertising Space**

- (a) The Advertiser shall, each and every month during the term of this Agreement, pay to the Publisher the sum of \$\_\_\_\_\_ per month, to be paid within \_\_\_\_\_ days of receipt of an invoice from the Publisher.
- (b) Upon any failure or refusal by the Advertiser to pay any amounts due under this Agreement in a timely manner, the Publisher shall not be obligated to provide any advertising services to the Advertiser and may at its option terminate this Agreement immediately. Termination by the Publisher pursuant to this subsection shall not relieve the Advertiser from its obligation to pay any amounts owing under the Agreement with respect to impressions already delivered by the Publisher.

**THIS IS A 4-PAGE AGREEMENT.**