

**WB-44 COUNTER-OFFER**

Counter-Offer No. \_\_\_\_\_ by (Buyer)(Seller) **STRIKE ONE**

**NOTE: Number this Counter-Offer sequentially, e.g. Counter-Offer No. 1 by Seller, Counter-Offer No. 2 by Buyer, etc.**

1 The Offer to Purchase dated \_\_\_\_\_ and signed by Buyer \_\_\_\_\_  
2 \_\_\_\_\_ for purchase of real estate at \_\_\_\_\_  
3 \_\_\_\_\_ is rejected and the following Counter-Offer is hereby made.

4 **CAUTION: This Counter-Offer does not include the terms or conditions in any other counter-offer or multiple  
5 counter-proposal unless incorporated by reference.**

6 All terms and conditions remain the same as stated in the Offer to Purchase except the following: \_\_\_\_\_

7 \_\_\_\_\_  
8 \_\_\_\_\_  
9 \_\_\_\_\_  
10 \_\_\_\_\_  
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27 \_\_\_\_\_

28 The attached \_\_\_\_\_ is/are made part of this Counter-Offer.

29 Any warranties, covenants and representations made in this Counter-Offer survive the closing of this transaction.

30 This Counter-Offer is binding upon Seller and Buyer only if a copy of the accepted Counter-Offer is delivered to the Party  
31 making the Counter-Offer on or before \_\_\_\_\_ (Time is of  
32 the Essence). Delivery of the accepted Counter-Offer may be made in any manner specified in the Offer to Purchase,  
33 unless otherwise provided in this Counter-Offer.

34 **NOTE: The Party making this Counter-Offer may withdraw the Counter-Offer prior to acceptance and delivery as  
35 provided at lines 30-32.**

36 This Counter-Offer was drafted by \_\_\_\_\_ on \_\_\_\_\_

37 \_\_\_\_\_ Licensee and Firm ▲ \_\_\_\_\_ Date ▲

38 (x) \_\_\_\_\_ (x) \_\_\_\_\_

39 Buyer's Signature ▲ Date ▲ Seller's Signature ▲ Date ▲

40 Print name ► Print name ►

41 (x) \_\_\_\_\_ (x) \_\_\_\_\_

42 Buyer's Signature ▲ Date ▲ Seller's Signature ▲ Date ▲

43 Print name ► Print name ►

44 This Counter-Offer was presented by \_\_\_\_\_ on \_\_\_\_\_

45 \_\_\_\_\_ Licensee and Firm ▲ \_\_\_\_\_ Date ▲

46 This Counter-Offer is (rejected)(countered) **STRIKE ONE** (Party's Initials) \_\_\_\_\_

47 **NOTE: Provisions from a previous Counter-Offer may be included by reproduction of the entire provision or  
48 incorporation by reference. Provisions incorporated by reference may be indicated in the subsequent Counter-  
49 Offer by specifying the number of the provision or the lines containing the provision. In transactions involving  
50 more than one Counter-Offer, the Counter-Offer referred to should be clearly specified.**