



DESIGN TRADE PROGRAM letter of agreement

Once eligibility is met, the Design Trade Program discount may be applied to full-price merchandise purchased in the VivaTerra catalog or website.

PLEASE CONTACT US WITH ANY QUESTIONS:

tradeprofessionals@vivaterra.com or call **800-247-6799**

This Design Trade Program Letter of Agreement and any other written materials provided to Member (as defined herein) from time to time (collectively, the "Agreement") sets forth the terms and conditions of the Design Trade Program of VivaTerra International, LLC. The Design Trade Program and the Agreement are subject to change from time to time at the Company's sole discretion.

Once eligibility is met, and subject to the terms of this Agreement, Members participating in the Design Trade Program will receive a membership discount on full-price merchandise purchased from VivaTerra. Rights and rewards under this Agreement are non-transferable.

TERMS OF ELIGIBILITY

An applicant who is an accredited professional designer, including but not limited to an interior designer, architect or home stager (see professional organization list below), will be eligible for participation in this Design Trade Program (and referenced herein as a "Member") upon approval by VivaTerra after presentation of the following:

1. A Business Card indicating the applicant's design profession or a design firm website listing the applicant's name;
2. A completed and signed Application form; and
3. Either: a) a copy of the applicant's Business License or Resale Certificate showing proof of a design-based business (with an additional signed resale certificate for each state where tax exemption is sought); or b) a valid membership card from one of the following professional organizations:
 - AIA (American Institute of Architects)
 - APLD (Association of Professional Landscape Designers)
 - ASID (American Society of Interior Designers)
 - ASLA (American Society of Landscape Architects)
 - CID (Certified Interior Decorators International)
 - IDS (Interior Design Society)
 - IIDA (International Interior Design Association)
 - NKBA (National Kitchen and Bath Association)
 - A staging organization, such as ASP, HSR, IRIS or IRN

VivaTerra reserves the right to make all membership determinations at our sole discretion.

MEMBERSHIP

- Member's name and business address must be provided on the application. Note: The eligible Member must be an individual and not a design firm or entity; multiple individuals employed by a single design firm or entity may apply individually by submitting individual application materials and gaining approval, but the design firm or entity itself may not become a Design Trade Program Member.
- It is the responsibility of the Member to notify the Company of any changes in his/her contact information. Members can update information by calling or visiting 800-247-6799 or tradeprofessionals@vivaterra.com.
- Member is the only person authorized to make purchases using his/her account number.

- Incomplete applications will not be accepted.
- Employees of the Company are not eligible for membership.
- The Company reserves the right to review and terminate a Member's eligibility if the Company believes, in its sole discretion, that Member has violated the terms of this Agreement. Company will notify the Member that he/she is no longer eligible to participate in the program.
- Members may cancel their membership at any time by calling a Design Trade Program Specialist at 800-247-6799 or tradeprofessionals@vivaterra.com.
- Company may discontinue program at any time and at Company's sole discretion.

DISCOUNT

- Eligible Members will receive a 10% discount off full-price merchandise in the VivaTerra catalogs or website at the then-published retail price. Discount is non-negotiable.
- Discount may not be combined with any other offers, coupons or promotions, and cannot be applied to reduced price, sale, closeout or clearance merchandise.
- For online purchases, Member must activate his/her account online and be logged into his/her account in order for discount to be automatically applied to full-price items in Member's cart.
(To activate account online, add a Member number to an existing account or create an account if Member doesn't already have one.)
- Discount is not applicable toward purchases of Gift Cards, services, shipping and handling, taxes or other fees, and non-merchandise charges.
- Discount does not apply to any purchases made prior to enrollment in the Design Trade Program.
- The Design Trade Program discount is not redeemable for cash.
- Company reserves the right to change the list of items not eligible for the Design Trade Program discount at any time and at its sole discretion. Any such changes will be posted online at vivaterra.com/DesignTradeProgram.

PURCHASE AND PAYMENT TERMS

- To make an online purchase at vivaterra.com, a Member must use the credit card registered to his/her Design Trade Program account to receive discount.
- Member may have his/her client pay for a purchase using the client's credit card or other legal tender.
- Member (or in accordance with the above rule, Member's client) will be responsible for payment of any and all taxes, services charges and other fees on the discounted amounts, in accordance with any applicable laws and regulations.
- Product returns are subject to the applicable return policy and will be credited (as applicable) at the membership discount rate.

TAX-EXEMPT PURCHASES

- A reseller license must be verified for each tax-exempt Design Trade Program purchase.
- Most states also require a resale certificate to be filled out and submitted with every tax-exempt sale.
- Member will be required to use his/her own credit card or other legal tender for any tax-exempt Design Trade Program purchases.
- Taxes will be refunded on eligible orders once the bill of lading is provided.

COMMUNICATION AND PRIVACY

- Company may contact Members or design firm directly regarding changes to the Design Trade Program.
- Design Trade Program Member will automatically be opted-in to receive VivaTerra emails for marketing purposes. Member may unsubscribe from marketing emails at any time.
- Design Trade Program Member consents to the Company Privacy Policy available at: vivaterra.com/privacy.

By completing and signing the accompanying Application and submitting the required eligibility documentation (as set forth above), Member confirms he/she has read, understood and fully accepts and agrees to the terms and conditions set forth in this Agreement.