

Grote Molen Inc.
The WonderMill Company

322 W. Griffith Rd.
Pocatello, ID 83201
Phone 208-234-9352
Fax 208-478-2530
service@thewondermill.com
www.thewondermill.com

How to Become an Authorized Dealer

*In order to become an Authorized Dealer,
Please fill out the and initial ALL pages of the
Dealer Agreement Form below (ALL 7 PAGES).
Please complete these pages and
Fax or E-mail to Grote Molen Inc.*

Store Information:

(This information will be displayed on our website)

Store Name _____
Telephone (_____) _____ - _____ or (_____) _____ - _____
Street _____
City _____ State _____
Zip Code _____ Country if not USA _____
Web Address _____

(Put information you want customer to see and to be directed to)

Account Information:

Contact Name _____
Telephone (_____) _____ - _____ or (_____) _____ - _____
Fax # (_____) _____ - _____ or (_____) _____ - _____
Contact Email Address _____
State Tax ID # _____
Employer ID # (EIN) _____

Shipping Information:

Ship-to Name _____
Street _____
City _____ State _____
Zip Code _____ Country if not USA _____

Credit Card Authorization

I _____, hereby authorize Grote Molen Inc. to charge my credit card account the amount due for product and services.

() VISA () MASTERCARD () AMERICAN EXPRESS () DISCOVER

Credit Card Number _____

Expiration Date _____ / _____ CVV Code _____

Credit Card Billing Address:

Street _____

City _____ State _____

Zip Code _____ Country if not USA _____

Telephone (_____) _____ - _____ or (_____) _____ - _____

Date ___/___/___

Cardholders Signature _____

As the credit card holder, I also authorize Grote Molen Inc. to charge my credit card for future purchases verbally approved by me or by PO number signed by me.

Authorization valid until _____ / _____ Initials Here _____

Your completion of this authorization form helps us to protect you, our valued customers, from credit card fraud. Grote Molen Inc. will keep all information on this form strictly confidential.

By initialing beside these terms and conditions, I understand and agree to the following:

Initial _____

Authorized Dealer Status

Only Authorized Grote Molen dealers are allowed to sell Grote Molen products to consumers located within the United States and Canada market. A dealer is deemed to be an Authorized Dealer when they have filled out and signed the Authorized Dealer Agreement, have established an account with Grote Molen, have purchased product directly from Grote Molen and continue to abide by the guidelines outlined in this policy. To maintain Authorized Dealer status, dealers must purchase a minimum of \$500.00 in Grote Molen products yearly.

MINIMUM ADVERTISED PRICE (MAP)

All Grote Molen products have a published Minimum Advertised Price (MAP) which is outlined on the ***GROTE MOLEN INC. PRODUCT PRICE LIST***.

Initial _____

- A Grote Molen product may only be **ADVERTISED at or above this MAP price**. Any Authorized Dealer who advertises a related product for sale below the MAP, at a "call for price", "click for lower price", "enter your e-mail for lower price", or any similar offering, or who represent this visually with a line through the MAP, will be in violation of this policy.

Initial _____

- This policy only pertains to advertising of Grote Molen products as they relate to the MAP and in no way restricts or is associated to the actual sale of the item. This policy is applicable to all forms of advertising, including but not exclusive to newspapers, catalogs, mailings, internet and any other electronic media.

Initial _____

- The advertising of any coupon or additional discount offerings (applied to the immediate or future sale) is considered to be part of the advertisement of the product. If the advertised coupon or discount offering brings the value of the Grote Molen product below the MAP, this will be deemed in violation of the policy, irregardless of whether they are directly associated to the Grote Molen product or provide a blanket discount for all products within a store, catalog or internet site.

Initial _____

- The offering of FREE Grote Molen product accessories is allowed as long as the MAP of the combined offering is not lower than the sum of the MAP of the Grote Molen product and the Grote Molen accessory added together. If the sum is below the combined MAP of the products, it will be deemed a violation of the policy.

Initial _____

- Bundling a Grote Molen product with a non-Grote Molen product of any kind will be deemed in violation of this policy. The only exceptions will be authorized value added promotions that are initiated by Grote Molen, or advertisements approved and specifically authorized by Grote Molen. If

you want to bundle something with a Grote Molen product you must get it approved first. Please submit requests by email or fax.

Initial _____

- Authorized Resellers who provide Grote Molen products to their own dealer base are responsible for ensuring that the pricing of their dealers coincides with MAP policy. These Authorized Resellers must also ensure that each of their dealers have signed and faxed to Grote Molen an Authorized Dealer Agreement. Authorized Resellers who continue to provide products to their own dealers, known to disregard MAP policy, or who have not submitted an Authorized Dealer Agreement that has been approved, will be considered in violation. Only Authorized Resellers can sell Grote Molen products to other dealers. **All other Authorized Dealers can sell to consumers only and not to other dealers, retailers (store-front or Internet based), wholesalers, distributors, or exporters, or anyone who has the intention of reselling the product.**

Initial _____

- Failure to abide by the MAP policy will result in revocation of Authorized Dealer status. Grote Molen will not do business with dealers who diminish the image of Grote Molen and its products. Grote Molen is not required to provide prior notice or to issue warnings before taking action for breach of this policy.

Initial _____

- In regards to trademarks, trade names and logos, the Authorized Dealer acknowledges that all Grote Molen trademarks are property of Grote Molen and that Grote Molen has the sole and exclusive right to determine how such trademarks are used by Dealer. If this agreement is terminated, the dealer shall immediately discontinue use of all trademarks, trade names and logos of Grote Molen for any purpose.

Initial _____

Distribution Rights

Grote Molen reserves the right to offer specific products on a global basis and determine which Grote Molen products will be sold in the U.S. market. If an Authorized Dealer purchases Grote Molen products that have not been authorized for the U.S market, and attempts to offer them for sale, they will be deemed to be in violation of this policy. Grote Molen reserves the right to offer specific product lines to different channels of distribution and not offer the complete product offering to all customers as it deems appropriate.

Initial _____

Auctions

Any Authorized Dealer who sells Grote Molen products on, or associates Grote Molen with, any open auction sites without specific permission (E-Bay as an example) will be in violation of this policy. If you desire to advertise on any open auction forum please submit a request by email or fax. This includes any discontinued product that is new and has not been previously sold. Additionally, selling Grote Molen products to any individuals or companies that resell these products on any open auction site will be a violation of this policy.

ST 101

ST00621
04-26-04

Idaho State Tax Commission
SALES TAX RESALE OR EXEMPTION CERTIFICATE

| | | | | | |
|---------------|-------|----------|--------------|-------|----------|
| Seller's Name | | | Buyer's Name | | |
| Address | | | Address | | |
| City | State | Zip Code | City | State | Zip Code |

1. Buying for Resale. I will sell, rent or lease the goods I am buying in the regular course of my business.

- a. Primary nature of business _____ Describe products sold/leased/rented _____
- b. Check the block that applies: Idaho registered retailer, seller's permit number _____
 Wholesale only, no retail sales (required - see instructions)
 Out-of-state retailer, no Idaho business presence

2. Producer Exemptions. I will put the goods purchased to an exempt use in the business indicated below.

Check the block that applies and complete the required information.

- Logging Exemption
 Broadcasting Exemption
 Publishing Free Newspapers
 Production Exemption - check one: Farming Ranching Manufacturing Processing Fabricating Mining

List the products you produce: _____

3. Exempt Buyer. All purchases are exempt. Check the block that applies.

- | | | | |
|----------------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------|---------------------------------------------------------|
| <input type="checkbox"/> American Indian Tribe | <input type="checkbox"/> Emergency Medical Service Agency | <input type="checkbox"/> Idaho Government Entity | <input type="checkbox"/> State/Federal Credit Union |
| <input type="checkbox"/> American Red Cross | <input type="checkbox"/> Federal Government | <input type="checkbox"/> Nonprofit Canal Company | <input type="checkbox"/> Qualifying Health Organization |
| <input type="checkbox"/> Amtrak | <input type="checkbox"/> Forest Protective Association | <input type="checkbox"/> Nonprofit Hospital | <input type="checkbox"/> Volunteer Fire Department |
| <input type="checkbox"/> Blind Services Foundation, Inc. | <input type="checkbox"/> Idaho Community Action Agency | <input type="checkbox"/> Nonprofit School | |
| <input type="checkbox"/> Center for Independent Living | <input type="checkbox"/> Idaho Foodbank Warehouse, Inc. | <input type="checkbox"/> Senior Citizen Center | |

4. Contractor Exemptions. This exemption claim applies to the following invoice, purchase order, or job number.

- a. Invoice, purchase order or job number to which this claim applies _____
- b. City and state where job is located _____
- c. Project owner name _____
- d. This exempt project is: (check appropriate box)
 In a nontaxing state. (Only materials that become part of the real property qualify.)
 An agricultural irrigation project.
 For production equipment owned by a producer who qualifies for the production exemption.

5. Other Exempt Goods and Buyers (see instructions).

- | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> Aircraft used to transport passengers or freight for hire | <input type="checkbox"/> Other goods or entity exempt by law under the following statute _____ (required - see instructions) |
| <input type="checkbox"/> Aircraft purchased by nonresident for out-of-state use | <input type="checkbox"/> Pollution control equipment required by law |
| <input type="checkbox"/> American Indian buyer holding Tribal I.D. No. _____. The goods must be delivered within the boundaries of the reservation. | <input type="checkbox"/> Qualifying medical items to be administered/distributed by a licensed practitioner |
| <input type="checkbox"/> Church buying goods for food bank or to sell meals to members | <input type="checkbox"/> Research and development goods for use at INEEL |
| <input type="checkbox"/> Food bank or soup kitchen buying food or food service goods | <input type="checkbox"/> Snow making or grooming equipment, or aerial tramway component |
| <input type="checkbox"/> Heating fuel and other utilities | |
| <input type="checkbox"/> Livestock sold at a public livestock market | |

Buyer: Read and sign. I certify that all statements I have made on this form are true and correct to the best of my knowledge. I understand that falsification of this certificate for the purpose of evading payment of tax is a misdemeanor. Other penalties may also apply.

| | |
|----------------------------------------------------------------|-------|
| Buyer's Signature | Title |
| Buyer's Federal EIN or Driver's License No. and State of Issue | Date |

Attention Seller: Each of the exemptions a customer may claim on this form has special rules (see instructions on back). It is your responsibility to learn the rules and charge tax to any customers and on any goods that do not qualify for a claimed exemption and are taxable as a matter of law. You may accept this certificate from the buyer prior to the time of sale, at the time of sale, or at any reasonable time after the sale to document the exemption claim.

- * This form may be reproduced.
- * This form is valid only if all information is complete.
- * The seller must retain this form.
- * See instructions on back.

INSTRUCTIONS

1. Buying for Resale: The buyer must have an Idaho seller's permit number unless he is a wholesaler who makes no retail sales or an out-of-state retailer with no Idaho business presence (e.g. physical location, representatives or employees, etc.) An Idaho seller's permit number has up to nine digits followed by an "S." **Example: 123456-S.** If the number contains any other letter or is an inappropriate number, such as a federal Employer Identification Number, the certificate is not valid. If you wish to verify a seller's permit number, call any State Tax Commission office.

2. Producer Exemptions: Businesses that produce products for resale can buy goods that are directly and primarily used in the production process without paying tax. Loggers, publishers of free newspapers (with at least 10% editorial content) and broadcasters are granted a similar exemption. However, a seller must charge these buyers sales tax on any of the following:

- A hand tool with a unit cost of \$100 or less
- Transportation equipment and supplies
- Research equipment and supplies
- Goods used in selling/distribution
- Janitorial or cleaning equipment or supplies
- Maintenance or repair equipment and supplies
- Office equipment and supplies
- Any licensed motor vehicle or trailer and parts
- Aircraft and parts
- Recreation vehicle
- Goods that become improvements to real property (such as fence posts)

Note to seller: You may stamp or imprint a *Producer Exemption Claim* on the front of your invoice. If a customer fills in his exemption claim on a stamped or imprinted statement each time you make an exempt sale to him, you do not have to keep a Form ST-101 on file for the customer. Contact any Tax Commission Office to obtain the required language for the statement.

3. Exempt Buyers: These buyers are exempt from tax on all purchases.

Hospitals: Only licensed nonprofit hospitals qualify. Nursing homes or similar institutions do not.

Schools: Only nonprofit colleges, universities, primary and secondary schools qualify. Schools primarily teaching subjects like business, dance, mathematics, music, cosmetology, writing and gymnastics do not qualify. Auxiliary organizations, such as parent-teacher associations and alumni groups, do not qualify.

Centers for Independent Living: Only nonresidential centers run by disabled persons that provide independent living programs to people with various disabilities qualify.

Qualifying Health Organizations: Only these qualify --

- | | |
|--------------------------------------|---------------------------------------|
| American Cancer Society | Idaho Primary Care Association |
| American Diabetes Association | and its Community Health Centers |
| American Heart Association | Idaho Ronald McDonald House |
| The Arc, Inc. | Idaho Women's and Children's Alliance |
| Arthritis Foundation | March of Dimes |
| Children's Home Society of Idaho | Mental Health Association |
| Easter Seals | Muscular Dystrophy Foundation |
| Family Services Alliance of SE Idaho | National Multiple Sclerosis Society |
| Idaho Cystic Fibrosis Foundation | Rocky Mountain Kidney Association |
| Idaho Diabetes Youth Programs | Special Olympics Idaho |
| Idaho Epilepsy League | United Cerebral Palsy |
| Idaho Lung Association | |

Government: Only the federal government and Idaho state, county or city government qualify. Sales to other states and their political subdivisions are taxable.

4. Contractor Exemptions: Three exemptions apply to contractors. In each case, a contractor must list the job location, project owner, and whether the exemption claim applies to a specific invoice or purchase order, or to all purchases for a specific job number.

Nontaxing State: Construction materials for a job in a nontaxing state are exempt from Idaho sales tax. This exemption applies only to materials that will become part of real property and only if the contractor is not subject to a use tax or a similar tax in the other state. Jobs in Oregon, Montana and Alaska qualify, and some jobs in Washington.

Agricultural Irrigation: Irrigation equipment and materials for an agricultural irrigation project are exempt. Only agricultural irrigation projects qualify. For example, an irrigation system for a golf course or a residence would not qualify.

Production Equipment: A contractor who installs production equipment for a producer/manufacturer can buy the materials for the production equipment exempt from tax. This exemption does not apply to materials that become part of real property.

5. Other Exempt Goods and Buyers: If a buyer claims an exemption that is not listed on this form, he should mark the "other" block and must list the section of the law under which he is claiming the exemption or the certificate is not valid.

Aircraft Purchased by Nonresidents for Out-of-State Use: An aircraft sold to a nonresident is exempt if it will be immediately removed from Idaho and registered in another state and will not be stored or used in Idaho more than 90 days in any 12-month period. Aircraft kits and hang gliders do not qualify for this exemption.

A business is a "nonresident" if it has no business presence in Idaho. A business with property in Idaho, or employees working here, does not qualify for this exemption.

Aircraft Used to Transport Passengers or Freight for Hire: Only aircraft purchased by an airline, charter service, air ambulance service or air freight company qualify. Parts and repair and replacement materials for the exempt aircraft are also exempt. Examples of aircraft that don't qualify for this exemption are those used for recreational flights, aerial spraying, dumping or logging.

American Indian: Sales to an enrolled Indian tribal member are exempt if the seller delivers the goods to him within the reservation boundaries. The buyer's Tribal Identification Number is required.

Church: A church may buy food to sell meals to its members or qualifying goods for its food bank without paying tax. Churches must pay tax on all other goods they buy to use.

Food banks and Soup Kitchens: Food banks and soup kitchens may buy food or other goods used to grow, store, prepare or serve the food exempt from sales tax. The exemption does not include licensed motor vehicles or trailers.

Heating Fuels: Heating fuels such as wood, coal, petroleum, propane and natural gas are exempt when purchased to heat an enclosed building or a building under construction, or when used for cooking or water heating.

Livestock: Sales of cattle, sheep, mules, horses, swine and goats are exempt when sold at a public livestock market. Sales of other animals do not qualify for this exemption.

Medical Items: Only the following medical goods qualify if they will be administered or distributed by a licensed practitioner; drugs, oxygen, insulin, syringes, prosthetic devices, durable medical equipment, dental prosthesis, orthopedic appliances, urinary and colostomy supplies, enteral and parenteral feeding equipment and supplies, hemodialysis and peritoneal dialysis drugs and supplies, and chemicals and equipment used to test or monitor blood or urine of a diabetic.

Pollution Control Equipment: Equipment required by a state or federal agency and "dry to dry transfer systems" used by the dry cleaning industry qualify. Chemicals and supplies used for pollution control do not qualify. Equipment for licensed motor vehicles does not qualify.

Research and Development at INEEL: Only goods that are directly and primarily used in research, development, experimental and testing activities at the Idaho National Engineering and Environmental Laboratory qualify. Items that become a part of real property do not qualify.

Ski Resorts: The owner or operator of a downhill ski area with an aerial passenger tramway may buy parts, material and equipment that become a component part of the tramway and snowgrooming and snowmaking equipment for the slope exempt from tax. An aerial tramway includes chair lifts, gondolas, T-bar and J-bar lifts, platter lifts, rope tows and similar devices.

Grote Molen Inc., at its sole discretion, may terminate the business relationship and discontinue supply of products to any dealer deemed to be in violation of these policies.

This Authorized Dealer Agreement and these aforementioned policies constitute the entire agreement between the Authorized Dealer and Grote Molen Inc. No other promise, offer, representation, agreement or understanding of any kind shall be binding on Grote Molen Inc., unless made in writing and signed by an Authorized Officer of Grote Molen Inc.

This agreement shall be governed by the State of Idaho.

By signing below, I agree to all provisions within this Authorized Dealer Agreement, including the MAP Policy, Distribution Policy, Auction Policy and all other policies listed.

This Authorized Dealer Agreement will be effective only upon acceptance by Grote Molen Inc.

Date _____
Name _____
Business Name _____
Address _____
City _____ State _____ Zip _____
Signature _____ Date _____
(Authorized Company Officer)
Printed Name / Title _____ Phone _____
Company Website URL(s) _____

-----Do Not Write Below Dotted Line-----

Date Accepted _____ Dealer Account # _____

Signature _____ Title _____

Notes _____

