

KeyCarbon Services Agreement and Price List

Instructions: **To complete this document**, fill out your name in section 20 “Signing The Agreement”, save it, then email it to support@keycarbon.com.

Please download the **latest version** of this document from: <http://keycarbon.com/tinyu/sr/>.

Parties

- 1.1 The “Reseller” – for the exact name, see the base of this document.
- 1.2 KeyCarbon, with website www.keycarbon.com website (hereafter referred to as “KeyCarbon”).

RRP (Recommended Retail Price) Pricing

2. RRP Pricing

Type of Pricing	RRP	Product Homepage
KeyCarbon USB (desktop keylogger)		
KeyCarbon USB Home (KCU401)	\$187	Click for product homepage.
KeyCarbon USB Corporate (KCU403)	\$267	Click for product homepage.
KeyCarbon USB Forensic (KCU405)	\$337	Click for product homepage.
KeyCarbon Raptor (laptop and desktop hardware keylogger)		
KeyCarbon Raptor Home (KLAP601)	\$247	Click for product homepage.
KeyCarbon Raptor Corporate (KLAP602)	\$347	Click for product homepage.
KeyCarbon Raptor Forensic (KLAP613)	\$447	Click for product homepage.
PCI-to-Mini-PCI adaptor card (KPCIAD24) (addon to the KLAPxxx products).	\$40	Click for product homepage.

Figure 1 – Base Product Pricing

Bulk Pricing

3. How to purchase units in bulk

- 3.1 If you choose to pre-purchase in bulk, we can hold the units for you and drop ship each unit on demand, or we can ship all of the units directly to you.

Minimum Size of Invoice	Discount from RRP
\$4,000 (units of any type/cost can be present in the order)	53% (eg: \$88 for a KCU401, \$125 for a KCU403, \$158 for a KCU405, etc) *
\$1,000 (units of any type/cost can be present in the order)	37% (eg: \$118 for a KCU401, \$168 for a KCU403, \$212 for a KCU405, etc) *
\$0	32% (eg: \$127 for a KCU401, \$182 for a KCU403, \$229 for a KCU405, etc) *

Figure 2 – Bulk Discounts

* (optional) An additional 2% discount is available; see “Copyright Notice” section.

* (optional) A spreadsheet showing this working is available from the website, see “Notice 1” above.

Dropship (Single Unit Pricing)

4. How to ship single units via drop shipping

Dropship item	Discount from RRP
Single unit dropshipped via PayPal (send payment to paypal@keycarbon.com)	32% (ie: \$127 for a KCU401) *

Figure 3 – 32% discount for any single unit dropshipped (for additional rebates see figure 4 below).

* (optional) An additional 2% discount is available; see “Copyright Notice” section.

4.1 Instant rebates. Rebate is paid on request, via PayPal. Note that these rebates only refer to drop ship invoices @ 32% discount. A rebate may only be applied once.

Total invoices over the last 60 days	Instant Rebate (via PayPal)
\$4000 (ie: ~32 units of KCU401)	\$960 (equivalent to receiving each KCU401 for \$97) *
\$1000 (ie: ~8 units of KCU401)	\$80 (equivalent to receiving each KCU401 for \$117) *

Figure 4 – Volume based instant rebates for dropshipping.

* (optional) An additional 2% rebate is available; see “Copyright Notice” section.

How to perform a drop shipment

- All drop shipments are sent from Utah, by a large 16 year old logistics company that handles thousands of products on a daily basis.
- Send the payment, via www.paypal.com, to paypal@keycarbon.com. For more payment methods, see the section entitled “Payment Methods” (below).

Shipping Prices

5. List of shipping prices

- A list of current shipping prices is outlined in the attached document entitled “KeyCarbon Shipping Prices.pdf”.

Copyright Notice

6. How to get an additional 2% off each units price

- If the distributor links to www.keycarbon.com from the product page **an additional 2% will be taken off each unit’s price**. This link is only for SEO purposes, can be in a small font at the base of the page, and will consist of the words “Unit design (c)2008 [KeyCarbon](http://www.keycarbon.com)(tm).”.

7. How to list yourself on www.keycarbon.com

- www.keycarbon.com will link to, and list the applicant as an “official reseller” on its official resellers page, if:
 - The reseller links to www.keycarbon.com from any searchable point on their website with the words: “All KeyCarbon units (c)2008 [KeyCarbon](http://www.keycarbon.com)(tm).”.

Returns Guarantee (between KeyCarbon and Reseller)

8. Why we allow no-questions-asked product returns

- If you purchase any units from us, you can **return them for a refund** at any stage.
- If a customer orders an incorrect unit from you, you can return the unit to us for a refund.
- The reason why we do this? We get a 22% boost in sales because of this policy, and only have an increase in returns of between 2% and 3%.

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Warranty (between KeyCarbon and end user)

9. Product Warranty

- 9.1 KeyCarbon will offer a 12-month product replacement warranty on the product. Start of warranty period is the sale date of the product from the Reseller.
- 9.2 For warranty claims, The Reseller will attach proof of sale date to the product before returning it, either in the form of a credit card receipt or sales receipt.
- 9.3 Replacement warranty on the product applies in the case of normal use, excluding abuse or intentional damage.
- 9.4 For more information, see <http://www.keycarbon.com/guarantee/>.

Reserved Units

10. How to reserve units by pre-purchasing units in bulk

- 10.1 If devices are pre-purchased in bulk, and held by KeyCarbon to be dropshipped, the items are held in the buyers name. The items are guaranteed to be available; ie: stock will not be shipped to another dealer.

Leadtimes

11. Manufacturers lead times

- 11.1 The maximum lead time for any bulk shipment, above 9 units, is 4 weeks.

Payment Methods

12. How to pay via PayPal

- 12.1 Send the payment via www.PayPal.com to paypal@keycarbon.com.

13. How to pay via Credit Card (Visa/Mastercard/Discover)

- 13.1 Browse to the link <https://secure.keycarbon.com/order/?custom=true>
 - 13.2 Enter the total in the “Custom Charge” in \$1 increments. You can round any amount down to the nearest \$1.
 - a. Note that due to credit card processing limitations, the maximum charge using this method is \$US699. If you attempt a larger value, it will appear to fail – and if you email us, we can charge the full amount in increments using a manual method.
 - 13.3 Please put your name in the “Notes” section so that we can authorize the delivery.
- ### 14. How to perform a wire transfer
- 14.1 See <http://www.keycarbon.com/invoice/>, use the username “invoice” and the password “invoice”.

Terms and Conditions

15. Terms and Conditions for Distribution

- 15.1 KeyCarbon may choose, at its discretion, to withdraw the right to distribute/resell, refuse to supply further product, and mandate that the distributor withdraw the product from their website within 20 days, if any of the following clauses are not adhered to:
 - a. The full product name will be displayed on any marketing materials. Variants of the product name, designed to conceal the product origin, such as “Carbon Keylogger”, will not be accepted.
 - b. The full product code will be displayed on any marketing materials. For example, each page dealing with the “KeyCarbon USB Home” must include the product code “KCU401” along with the

product. This means that technical documentation and firmware upgrades are available to the end user.

- c. Any request to update an out of date website is honoured within 10 working days.
- d. An online auction site such as eBay will not be used. If you wish to sell on an online auction site, you may apply for an exemption by emailing support@keycarbon.com. Detection of this practice is straightforward, as every product has a trackable serial number on the packaging.

Product Support

16. Product Support

16.1 The following product support options for end users of the KeyCarbon products will be provided by KeyCarbon:

- a. A product manual available in electronic format.
- b. Online FAQ for the product hosted by www.keycarbon.com.
- c. Email; all internet based support will have a one working day turnaround time.
- d. Telephone via a toll free line; for the toll free number see <http://www.keycarbon.com/corporate/>.

Required Shipping Information

17. Information required for shipping

- a. For dropshipped orders, the Reseller agrees to provide customer delivery information, including an address and a phone number. No other information is required.

Term of Agreement

18. Agreement Length and Right of Renewal

18.1 This agreement is a “3-1-1-3 agreement”, 3 months trial, followed by 1 year, with right of renewal every year for two additional years, then 3 months to sign a new renewal at the end.

Negotiation

19. Selected parts of this agreement are negotiable

19.1 If you wish to negotiate any part of this agreement, please feel free to contact us.

Signature

20. Signing the Agreement

20.1 To sign, choose one of the following two options:

- a. Option 1 (recommended): Fill out the date, type your name, save the document, then email the same document to support@keycarbon.com.
- b. Option 2: Sign and fax this document to +1(877)794-7683 or +1(714)450-3983. Replace the “+” digit in the phone number with your “international access code”, see [Wikipedia](#) for more information. Send an email to support@keycarbon.com stating that you have faxed the agreement.

Date

(Signed) KeyCarbon

(Signed) Reseller

Appendix A: Technical

21. **KeyCarbon Product Specifications**

21.1 Product specifications and descriptions may change. For the latest KeyCarbon product specifications, see www.keycarbon.com.

22. **Firmware Upgrades**

22.1 All KeyCarbon USB products can be firmware upgraded. This allows new features and/or fixes to be uploaded into the product, if the user downloads a Windows™ utility. See [Wikipedia](https://en.wikipedia.org/wiki/Firmware) for more information on “firmware upgrades”.

23. **Patents and Licensing**

23.1 Selected KeyCarbon™ units are either patented or patent pending.

Appendix B: Website

24. **Web Content**

24.1 Please feel free to use any pictures, documentation, or flash demonstrations from the www.keycarbon.com website.

24.2 The content of the website will be integrated with the look and feel of your own site.