PARTNERSHIP AGREEMENT

This Partnership Agreement (the "Agreement") is made and entered into as of [DATE] (the "Effective Date") by and between [PARTNER 1 NAME] ("Partner 1") and [PARTNER 2 NAME] ("Partner 2").

1. FORMATION: Partner 1 and Partner 2 hereby form a general partnership (the "Partnership") in accordance with the laws of the state of [STATE]. The Partnership shall be known as [PARTNERSHIP NAME].
2. PURPOSE: The Partnership is formed for the purpose of carrying on the business of [DESCRIBE BUSINESS ACTIVITY].
3. CAPITAL CONTRIBUTIONS: Partner 1 shall contribute [AMOUNT OR PERCENTAGE] to the capital of the Partnership, and Partner 2 shall contribute [AMOUNT OR PERCENTAGE] to the capital of the Partnership.
4. OWNERSHIP INTERESTS: Partner 1 shall own [PERCENTAGE] of the Partnership, and Partner 2 shall own [PERCENTAGE] of the Partnership.
5. PROFITS AND LOSSES: The profits and losses of the Partnership shall be divided between Partner 1 and Partner 2 in proportion to their respective ownership interests.
6. MANAGEMENT: Each partner shall have the right to participate in the management of the Partnership in proportion to their respective ownership interests. Decisions shall be made with the consent of both partners.
7. DISPUTE RESOLUTION: In the event of a dispute between the partners, the partners shall first attempt to resolve the dispute through good faith negotiations. If the partners are unable to resolve the dispute within [NUMBER] days, the dispute shall be submitted to mediation. If mediation is unsuccessful, the dispute shall be submitted to binding arbitration in accordance with the rules of the American Arbitration Association.
8. DISSOLUTION: The Partnership shall be dissolved upon the death, bankruptcy, or withdrawal of either partner, or upon mutual agreement of both partners. Upon dissolution, the assets of the Partnership shall be distributed between Partner 1 and Partner 2 in proportion to their respective ownership interests.
9. GOVERNING LAW: This Agreement shall be governed by and construed in accordance with the laws of the state of [STATE].

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above written.

[Partner Signature] [Print Name] [Date]

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