(Date of Letter)

(Name of Company)

(Vice President of Company with Whom Contract is Made)

(Room, Floor or P.O. Box)

(Street Address)

(City, State and Zip Code)

RE: Notice of Contract Repudiation

Dear Vice President of   (Division with whom
contract is made):

     As you know, a contract was entered into between your company and the
undersigned on behalf of   (entity or parties for whom
contract was entered) on the   day of   (month/year).
Without explaining in specific detail, you will note that the general purpose of
the contract was for:

(explanation of the contract purpose).

     Since the date of the contract, it has been brought to my attention that
the contract   (could not/should not/will not) be
performed for the following reason:

(explanation as to why contract could not, should not or will not be performed).
For this reason, continuation of the contract terms would be futile, and it is
in the best interest of all parties to the contract that the contract be
repudiated and/or rescinded immediately. CONTINUANCE OF ANY PERFORMANCE UNDER
THE CONTRACT WILL FURTHER COMPLICATE THE PROBLEMS THAT HAVE ALREADY BEEN CREATED
FOR THE REASON NOTED ABOVE; THEREFORE, ANY FURTHER ACTIVITY UNDER THE CONTRACT
OR ATTEMPTS TO CONTINUE UNDER THE TERMS OF THE CONTRACT SHALL BE NULLIFIED AND
WILL NOT BE HONORED FOR THE REASON SET FORTH ABOVE. Each party to the contract
has certain rights that are set forth in the terms of the contract and certain
other rights that exist under state law. The existence of those rights and the
enforcement of those rights are available and will be enforced for the
protection of
(name of party whose interest this letter is intended to protect).

Your immediate response to the foregoing is essential. Kindly acknowledge your
intentions to the undersigned within the next _____ days.

Very truly yours,

(Signature)

(Address)

(City, State and Zip Code)

(Phone Number)