

2011 HIRAM HARVEST EVENING MARKET

INDEMNIFICATION AND HOLD HARMLESS AGREEMENT

WHEREAS, Vendor desires to use space at certain property located at Ben Hill Strickland Sr. Memorial Park with an address of 372 Oak Street, Hiram, Ga., 30141 (the "Property") or Right-of-Way thereof;

NOW THEREFORE, in consideration of the issuance of **CITY OF HIRAM FARMERS MARKET VENDOR APPROVAL**, and use of said space by the Vendor, and other good and valuable consideration, the Vendor does hereby represent, warrant and agree as follows:

The Vendor shall indemnify and hold harmless the City, its Mayor, City Council, Officials, employees, and agents, from and against all claims, damages, losses, liabilities, and expenses including attorney's fees, for or on account of damage to property and/or death or bodily or other personal injury to any person or persons, arising out of or resulting from (i) Vendor's use of the City's Property and/or (ii) the acts or omissions of anyone directly or indirectly employed by Vendor or anyone for whose acts any of them may be liable.

Furthermore, the Vendor shall also indemnify and hold harmless the City, its Mayor, City Council, Officials, employees, and agents, from and against all claims, damages, losses, liabilities, and expenses including attorney's fees arising out of or resulting from Vendor's use of the City's Property, provided that any such claim, damage, loss, liability and/or expense:

- (1) is attributable to bodily injury, sickness disease or death, or to injury or destruction of real or tangible property, including the loss of use resulting therefrom, and
- (2) is caused (i) in whole or in part by any negligent act or omission of the Vendor, anyone directly or indirectly employed by them or anyone for whose acts or omissions any of them may be liable, regardless of whether or no any such negligence is contributory in nature or (ii) by the contributory negligence of any party indemnified hereunder.

The indemnification and hold harmless terms agreed to by Vendor herein forth above shall not apply to those liabilities, claims, damages, injuries, losses or expenses arising out of bodily injury to persons, death, or damage to property caused by the resulting from the sole negligence of the City, its Mayor, City Council, Officials, employees, and agents.

It is further agreed that if any provision of this Indemnification and Hold Harmless Agreement, or the application thereof to any person or circumstance, is found to be invalid by a court of competent jurisdiction in Paulding County, Georgia, the remainder of the provisions of this Agreement, or the application of such provisions to persons or circumstances other than those as to which it is found to be invalid, as the case may be, shall not be affected thereby.

VENDOR BUSINESS OR OWNER NAME

Signature

Date

Printed Name