**LETTER OF INDEMNIFICATION**

**DIRECT PURCHASE**

The County does hereby undertake to indemnify [ENTER NAME OF PRINCIPAL], in its capacity as Construction Manager/Design Builder/General Contractor(CM/DB/GC) from any and all liability for unpaid sales tax which the CM/DB/GC may suffer as a result of claims, demands, costs or judgments against the CM/DB/GC, made by or in favor of the State of Florida on occasion by any claim on account of failure of the CM/DB/GC to pay Florida State taxes on materials purchased by County under this Purchase Order. The County agrees to defend against any such claims or actions brought against the CM/DB/GC whether rightfully or wrongfully brought or filed. The CM/DB/GC agrees that it will promptly notify the County in writing of any such claim, demand or action.

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| **ORANGE COUNTY, FLORIDA** |  |
|  |  |
| **SIGNATURE DATE** |  |
| [SIGNATORY NAME AND TITLE] |  |
| **TYPE NAME AND TITLE** |  |