

BASIC CONTRACT LAW

Seventh Edition

By

Lon L. Fuller

*Late Carter Professor of General Jurisprudence,
Harvard University*

Melvin Aron Eisenberg

*Koret Professor of Law,
University of California at Berkeley*

AMERICAN CASEBOOK SERIES®



**WEST
GROUP**

A THOMSON COMPANY

ST. PAUL, MINN., 2001

West Group has created this publication to provide you with accurate and authoritative information concerning the subject matter covered. However, this publication was not necessarily prepared by persons licensed to practice law in a particular jurisdiction. West Group is not engaged in rendering legal or other professional advice, and this publication is not a substitute for the advice of an attorney. If you require legal or other expert advice, you should seek the services of a competent attorney or other professional.

American Casebook Series, and the West Group symbol are registered trademarks used herein under license.

COPYRIGHT © 1946 LON L. FULLER

COPYRIGHT © 1947, 1964, 1972, 1981, 1990, 1996 WEST PUBLISHING CO.

COPYRIGHT © 2001 By WEST GROUP

610 Opperman Drive
P.O. Box 64526
St. Paul, MN 55164-0526
1-800-328-9352

All rights reserved

Printed in the United States of America

ISBN 0-314-23867-0



TEXT IS PRINTED ON 10% POST
CONSUMER RECYCLED PAPER



Table of Cases

The principal cases are in bold type. Cases cited or discussed in the text are roman type. References are to pages. Cases cited in principal cases and within other quoted materials are not included.

- Academy Chicago Publishers v. Cheever**, 144 Ill.2d 24, 161 Ill.Dec. 335, 578 N.E.2d 981 (Ill.1991), **542**
- Adams v. Clark, 239 N.Y. 403, 146 N.E. 642 (N.Y.1925), 607
- Adams v. Lindsell**, 1 Barn. & Ald. 681 (1818), **444**
- Advanced, Inc. v. Wilks, 711 P.2d 524 (Alaska 1985), 242
- Aetna Cas. and Sur. Co. v. Murphy**, 206 Conn. 409, 538 A.2d 219 (Conn.1988), **953**
- Agfa-Gevaert, A.G. v. A.B. Dick Co., 879 F.2d 1518 (7th Cir.1989), 639
- Aiello Const., Inc. v. Nationwide Tractor Trailer Training and Placement Corp.**, 122 R.I. 861, 413 A.2d 85 (R.I.1980), **244**, 246
- Akers v. J. B. Sedberry, Inc.**, 39 Tenn.App. 633, 286 S.W.2d 617 (Tenn.Ct.App.1955), **411**
- Aladdin Elec. Associates v. Town of Old Orchard Beach, 645 A.2d 1142 (Me.1994), 517
- Alaska Northern Development, Inc. v. Alyeska Pipeline Service Co., 666 P.2d 33 (Alaska 1983), 603
- Albre Marble & Tile Co. v. John Bowen Co.**, 338 Mass. 394, 155 N.E.2d 437 (Mass. 1959), **763**
- Alfred Marks Realty Co. v. Hotel Hermitage Co., 170 A.D. 484, 156 N.Y.S. 179 (N.Y.A.D. 2 Dept.1915), 785
- Algernon Blair, Inc., United States v.**, 479 F.2d 638 (4th Cir.1973), **349**
- Allen M. Campbell Co., General Contractors, Inc. v. Virginia Metal Industries, Inc., 708 F.2d 930 (4th Cir.1983), 442
- Aller v. Aller, 1878 WL 8329 (N.J.Sup.1878), 20
- Allied Canners & Packers, Inc. v. Victor Packing Co., 162 Cal.App.3d 905, 209 Cal.Rptr. 60 (Cal.App. 1 Dist.1984), 262
- Aluminum Co. of America v. Essex Group, Inc., 499 F.Supp. 53 (W.D.Pa.1980), 776
- American Home Imp., Inc. v. MacIver, 105 N.H. 435, 201 A.2d 886 (N.H.1964), 79
- American Trading & Production Corp. v. Shell Intern. Marine Limited, 453 F.2d 939 (2nd Cir.1972), 755
- Amoco Production Co. v. Western Slope Gas Co., 754 F.2d 303 (10th Cir.1985), 617
- Anderson v. Douglas & Lomason Co., 540 N.W.2d 277 (Iowa 1995), 538
- Angel v. Murray**, 113 R.I. 482, 322 A.2d 630 (R.I.1974), **137**, 149
- Anglia Television Ltd v Reed, 1972 WL 37139 (CA 1971), 344
- ARB (American Research Bureau), Inc. v. E-Systems, Inc., 663 F.2d 189, 214 U.S.App. D.C. 12 (D.C.Cir.1980), 605
- Ardente v. Horan**, 117 R.I. 254, 366 A.2d 162 (R.I.1976), **415**, 419
- AROK Const. Co. v. Indian Const. Services, 174 Ariz. 291, 848 P.2d 870 (Ariz.App. Div. 1 1993), 547
- A/S Apothekernes Laboratorium for Specialpraeparater v. I.M.C. Chemical Group, Inc., 873 F.2d 155 (7th Cir.1989), 561
- Ashland Management Inc. v. Janien, 604 N.Y.S.2d 912, 624 N.E.2d 1007 (N.Y.1993), 302
- Asmus v. Pacific Bell**, 96 Cal.Rptr.2d 179, 999 P.2d 71 (Cal.2000), **530**
- Austin v. Burge, 156 Mo.App. 286, 137 S.W. 618 (Mo.App.1911), 497
- Austin Instrument, Inc. v. Loral Corp.**, 324 N.Y.S.2d 22, 272 N.E.2d 533 (N.Y. 1971), **122**
- Austin Instrument, Inc. v. Loral Corp.**, 35 A.D.2d 387, 316 N.Y.S.2d 528 (N.Y.A.D. 1 Dept.1970), 110, **119**
- Australia, Commonwealth of v. Verwayen, 170 C.L.R. 394 (High Court of Appeals 1990), 27
- Avitzur v. Avitzur**, 459 N.Y.S.2d 572, 446 N.E.2d 136 (N.Y.1983), **167**
- Baby M. Matter of**, 109 N.J. 396, 537 A.2d 1227 (N.J.1988), **174**, 187
- BAII Banking Corp. v. UPG, Inc., 985 F.2d 685 (2nd Cir.1993), 1008
- Balfour v. Balfour, 2 K.B. 571 (1919), 174
- Bank of Kansas v. Hutchinson Health Services, Inc., 13 Kan.App.2d 421, 773 P.2d 660 (Kan.App.1989), 860
- Bank One, Texas, N.A. v. Taylor, 970 F.2d 16 (5th Cir.1992), 275
- Barbarossa & Sons, Inc. v. Iten Chevrolet, Inc., 265 N.W.2d 655 (Minn.1978), 778

- Bashir v. Moayed, 627 A.2d 997 (D.C.1993), 851
- Bastian v. Gafford**, 98 Idaho 324, 563 P.2d 48 (Idaho 1977), **515**
- Batsakis v. Demotsis**, 226 S.W.2d 673 (Tex. Civ.App.-El Paso 1949), **50, 54**
- Baxter Healthcare Corp. v. O.R. Concepts, Inc., 69 F.3d 785 (7th Cir.1995), 854
- Beachcomber Coins, Inc. v. Boskett, 166 N.J.Super. 442, 400 A.2d 78 (N.J.Super.A.D.1979), 713
- Beefy Trail, Inc. v. Beefy King Intern., Inc., 267 So.2d 853 (Fla.App. 4 Dist.1972), 344
- Berg v. Hudesman, 115 Wash.2d 657, 801 P.2d 222 (Wash.1990), 626
- Berg Agency v. Sleepworld-Willingboro, Inc., 136 N.J.Super. 369, 346 A.2d 419 (N.J.Super.A.D.1975), 546
- Berke Moore Co. v. Phoenix Bridge Co., 98 N.H. 261, 98 A.2d 150 (N.H.1953), 386
- Berwick & Smith Co. v. Salem Press, Inc.**, 331 Mass. 196, 117 N.E.2d 825 (Mass.1954), **397**
- Best v. United States Nat. Bank of Oregon**, 303 Or. 557, 739 P.2d 554 (Or.1987), **875**
- Bishop v. Eaton**, 161 Mass. 496, 37 N.E. 665 (Mass.1894), **467**
- Bloor v. Falstaff Brewing Corp.**, 601 F.2d 609 (2nd Cir.1979), **880**
- BMC Industries, Inc. v. Barth Industries, Inc., 160 F.3d 1322 (11th Cir.1998), 150
- Board of Control of Eastern Michigan University v. Burgess, 45 Mich.App. 183, 206 N.W.2d 256 (Mich.App.1973), 18
- Brinkison Ltd. v. Stahag Stahl und Stahlwarenhandel Sesselschaft mbH, All Eng.L.R. 293 (2982), 456
- British Waggon Co v Lea & Co, 1880 WL 14338 (QBD 1880), 851
- Britton v. Turner**, 6 N.H. 481 (N.H.1834), **353, 357**
- Broemmer v. Abortion Services of Phoenix, Ltd., 173 Ariz. 148, 840 P.2d 1013 (Ariz. 1992), 77
- Bruner v. Hines, 295 Ala. 111, 324 So.2d 265 (Ala.1975), 905
- Bunge Corp. v. Miller, 381 F.Supp. 176 (W.D.Tenn.1974), 780
- Bunge Corp. v. Recker, 519 F.2d 449 (8th Cir. 1975), 780
- Burgess v. Curly Olney's, Inc.**, 198 Neb. 153, 251 N.W.2d 888 (Neb.1977), **250**
- Burne v. Franklin Life Ins. Co., 451 Pa. 218, 301 A.2d 799 (Pa.1973), 959
- Caldwell v. Cline, 109 W.Va. 553, 156 S.E. 55 (W.Va.1930), 450
- Campbell v. Hostetter Farms, Inc., 251 Pa.Super. 232, 380 A.2d 463 (Pa.Super.1977), 780
- Carlill v Carbolic Smoke Ball Co**, 1892 WL 9612 (CA 1892), **464**
- Carr v. Maine Cent. R. R., 78 N.H. 502, 102 A. 532 (N.H.1917), 24
- Caspi v. Microsoft Network, L.L.C.**, 323 N.J.Super. 118, 732 A.2d 528 (N.J.Super.A.D.1999), **498**
- Cassidy Podell Lynch, Inc. v. SnyderGeneral Corp., 944 F.2d 1131 (3rd Cir.1991), 148
- Certified Question, In re, 432 Mich. 438, 443 N.W.2d 112 (Mich.1989), 528
- Chambers v. Valley Nat. Bank of Arizona, 721 F.Supp. 1128 (D.Ariz.1988), 900
- Channel Home Centers, Div. of Grace Retail Corp. v. Grossman**, 795 F.2d 291 (3rd Cir.1986), **553**
- Chaplin v. Hicks, 2 K.B. 786 (1911), 306, 307
- Chase Precast Corp. v. John J. Paonessa Co., Inc.**, 409 Mass. 371, 566 N.E.2d 603 (Mass.1991), **786**
- Chateaugay Corp., In re, 162 B.R. 949 (Bkrcty. S.D.N.Y.1994), 655
- Chernick v. United States, 178 Ct.Cl. 498, 372 F.2d 492 (Ct.Cl.1967), 738
- Chimart Associates v. Paul, 498 N.Y.S.2d 344, 489 N.E.2d 231 (N.Y.1986), 739
- Chouinard v. Chouinard, 568 F.2d 430 (5th Cir.1978), 55
- C. Itoh & Co. (America) Inc. v. Jordan Intern. Co., 552 F.2d 1228 (7th Cir.1977), 662
- City of (see name of city)**
- City School Dist. of City of Elmira v. McLane Const. Co., Inc., 85 A.D.2d 749, 445 N.Y.S.2d 258 (N.Y.A.D. 3 Dept.1981), 240
- Clark v. West**, 193 N.Y. 349, 86 N.E. 1 (N.Y. 1908), **143**
- Cochran v. Taylor, 273 N.Y. 172, 7 N.E.2d 89 (N.Y.1937), 19
- Cole-McIntyre-Norfleet Co. v. Holloway**, 141 Tenn. 679, 214 S.W. 817 (Tenn.1919), **493**
- Colfax Envelope Corp. v. Local No. 458-3M, Chicago Graphic Communications Intern. Union, AFL-CIO, 20 F.3d 750 (7th Cir. 1994), 375
- Colley v. Bi-State, Inc., 21 Wash.App. 769, 586 P.2d 908 (Wash.App. Div. 3 1978), 780
- Columbia Hyundai, Inc. v. Carll Hyundai, Inc., 326 S.C. 78, 484 S.E.2d 468 (S.C.1997), 645
- Colvig v. RKO General, Inc., 232 Cal.App.2d 56, 42 Cal.Rptr. 473 (Cal.App. 1 Dist.1965), 285, 286
- Commonwealth v. (See name of commonwealth)**
- Community College of Beaver County v. Community College of Beaver County, Soc. of the Faculty (PSEA/NEA), 473 Pa. 576, 375 A.2d 1267 (Pa.1977), 638
- Comunale v. Traders & General Ins. Co., 50 Cal.2d 654, 328 P.2d 198 (Cal.1958), 224
- Contemporary Mission, Inc. v. Famous Music Corp., 557 F.2d 918 (2nd Cir.1977), 304, 852
- Continental Sand & Gravel, Inc. v. K & K Sand & Gravel, Inc., 755 F.2d 87 (7th Cir.1985), 249
- Copeland v. Beard**, 217 Ala. 216, 115 So. 389 (Ala.1928), **826**
- Creusot-Loire Intern., Inc. v. Coppus Engineering Corp., 585 F.Supp. 45 (S.D.N.Y. 1983), 1015
- Crook v. Mortenson-Neal, 727 P.2d 297 (Alaska 1986), 548
- Culton v. Gilchrist, 92 Iowa 718, 61 N.W. 384 (Iowa 1894), 422
- Dadourian Export Corp. v. United States, 291 F.2d 178 (2nd Cir.1961), 374

- Dale R. Horning Co., Inc. v. Falconer Glass Industries, Inc., 730 F.Supp. 962 (S.D.Ind. 1990), 656
- Danann Realty Corp. v. Harris, 184 N.Y.S.2d 599, 157 N.E.2d 597 (N.Y.1959), 608
- Daniels v. Newton, 114 Mass. 530 (Mass.1874), 989
- Darner Motor Sales, Inc. v. Universal Underwriters Ins. Co.**, 140 Ariz. 383, 682 P.2d 388 (Ariz.1984), **679**, 691
- Davies v. Martel Laboratory Services, Inc., 189 Ill.App.3d 694, 136 Ill.Dec. 951, 545 N.E.2d 475 (Ill.App. 1 Dist.1989), 48
- Day v. Caton**, 119 Mass. 513 (Mass.1876), **512**, 514
- De Cicco v. Schweizer, 221 N.Y. 431, 117 N.E. 807 (N.Y.1917), 463
- Delchi Carrier SpA v. Rotorex Corp.**, 71 F.3d 1024 (2nd Cir.1995), **253**
- Demasse v. ITT Corp., 194 Ariz. 500, 984 P.2d 1138 (Ariz.1999), 536
- Denney v. Reppert, 432 S.W.2d 647 (Ky.1968), 112
- D & G Stout, Inc. v. Bacardi Imports, Inc.**, 923 F.2d 566 (7th Cir.1991), **39**, 44, 45
- Dial, United States v., 757 F.2d 163 (7th Cir. 1985), 730
- Diamond Fruit Growers, Inc. v. Krack Corp.**, 794 F.2d 1440 (9th Cir.1986), **657**
- Dick v. United States, 113 Ct.Cl. 94, 82 F.Supp. 326 (Ct.Cl.1949), 446, 447, 451
- Dickinson v. Dobbs**, 2 Ch.Div. 463 (1876), **423**
- Dills v. Town of Enfield, 210 Conn. 705, 557 A.2d 517 (Conn.1989), 750
- Dorton v. Collins & Aikman Corp., 453 F.2d 1161 (6th Cir.1972), 655, 656
- Dougherty v. Salt**, 227 N.Y. 200, 125 N.E. 94 (N.Y.1919), **6**, 9, 36
- Doyle v. South Pittsburgh Water Co., 414 Pa. 199, 199 A.2d 875 (Pa.1964), 826
- Drennan v. Star Paving Co.**, 51 Cal.2d 409, 333 P.2d 757 (Cal.1958), **436**
- Dunbar v. Steiert, 31 Ariz. 403, 253 P. 1113 (Ariz.1927), 81
- EarthInfo, Inc. v. Hydrosphere Resource Consultants, Inc.**, 900 P.2d 113 (Colo. 1995), **211**, 346
- Eastern Air Lines, Inc. v. Gulf Oil Corp., 415 F.Supp. 429 (S.D.Fla.1975), 776
- Eastern S. S. Lines v. United States, 125 Ct.Cl. 422, 112 F.Supp. 167 (Ct.Cl.1953), 239
- Electrical Const. & Maintenance Co., Inc. v. Maeda Pacific Corp., 764 F.2d 619 (9th Cir. 1985), 484
- Elsinore Union Elementary School Dist. of Riverside County v. Kastorff**, 54 Cal.2d 380, 6 Cal.Rptr. 1, 353 P.2d 713 (Cal.1960), **715**
- Embry v. Hargadine, McKittrick Dry Goods Co.**, 127 Mo.App. 383, 105 S.W. 777 (Mo.App.1907), **375**
- Entores Ld. v. Miles Far East Corp., 2 Q.B. 327 (1985), 456
- Equitable Trust Co. of New York v. Western Pac. Ry. Co., 244 F. 485 (S.D.N.Y.1917), 990
- Erie R. Co. v. City of Buffalo, 180 N.Y. 192, 73 N.E. 26 (N.Y.1904), 333
- Ertel v. Radio Corp. of America, 261 Ind. 573, 307 N.E.2d 471 (Ind.1974), 838
- Evening News Ass'n v. Peterson**, 477 F.Supp. 77 (D.D.C.1979), **840**
- Everett, City of v. Sumstad's Estate, 95 Wash.2d 853, 631 P.2d 366 (Wash.1981), 704
- Eytan v. Bach, 374 A.2d 879 (D.C.1977), 730
- Fairbanks, Morse & Co. v. Consolidated Fisheries Co., 190 F.2d 817 (3rd Cir.1951), 72
- Fairmount Glass Works v. Grunden-Martin Woodenware Co., 106 Ky. 659, 51 S.W. 196 (Ky.1899), 410
- Falck v Williams, 1899 WL 11686 (PC 1899), 374
- Falconer v. Mazess, 403 Pa. 165, 168 A.2d 558 (Pa.1961), 450
- Farm Bureau Mut. Ins. Co. v. Sandbulte, 302 N.W.2d 104 (Iowa 1981), 692
- Feinberg v. Pfeiffer Co.**, 322 S.W.2d 163 (Mo.App.1959), **28**
- Fera v. Village Plaza, Inc., 396 Mich. 639, 242 N.W.2d 372 (Mich.1976), 303
- Firestone & Parson, Inc. v. Union League of Philadelphia, 672 F.Supp. 819 (E.D.Pa. 1987), 702
- Fisher v Bell, 1960 WL 18689 (DC 1960), 409
- Flambeau Products Corp. v. Honeywell Information Systems, Inc.**, 116 Wis.2d 95, 341 N.W.2d 655 (Wis.1984), **129**, 136
- Flesner v. Technical Communications Corp., 410 Mass. 805, 575 N.E.2d 1107 (Mass. 1991), 108
- Flower City Painting Contractors, Inc. v. Gumina Const. Co., 591 F.2d 162 (2nd Cir. 1979), 401
- Foakes v Beer**, 1884 WL 18995 (HL 1884), **116**, 118
- Foley v. Interactive Data Corp., 254 Cal.Rptr. 211, 765 P.2d 373 (Cal.1988), 224, 529
- Foltz v. First Trust & Savings Bank of Pasadena, 86 Cal.App.2d 59, 194 P.2d 135 (Cal. App. 2 Dist.1948), 21
- Forman v. Benson, 112 Ill.App.3d 1070, 68 Ill.Dec. 629, 446 N.E.2d 535 (Ill.App. 2 Dist. 1983), 945
- Fortune v. National Cash Register Co.**, 373 Mass. 96, 364 N.E.2d 1251 (Mass.1977), **895**
- Fowler v. Insurance Co. of North America**, 155 Ga.App. 439, 270 S.E.2d 845 (Ga. App.1980), **760**, 763
- Fox v. Webb, 268 Ala. 111, 105 So.2d 75 (Ala. 1958), 241
- Frank's Maintenance & Engineering, Inc. v. C. A. Roberts Co., 86 Ill.App.3d 980, 42 Ill.Dec. 25, 408 N.E.2d 403 (Ill.App. 1 Dist.1980), 79
- Frigalment Importing Co. v. B.N.S. Intern. Sales Corp.**, 190 F.Supp. 116 (S.D.N.Y.1960), **370**, 374
- Fursmidt v. Hotel Abbey Holding Corp., 10 A.D.2d 447, 200 N.Y.S.2d 256 (N.Y.A.D. 1 Dept.1960), 946
- Garb-Ko, Inc. v. Lansing-Lewis Services, Inc., 167 Mich.App. 779, 423 N.W.2d 355 (Mich. App.1988), 710

- Garden State Plaza Corp. v. S. S. Kresge Co., 78 N.J.Super. 485, 189 A.2d 448 (N.J.Super.A.D.1963), 621
- Gardner Zemke Co. v. Dunham Bush, Inc.**, 115 N.M. 260, 850 P.2d 319 (N.M.1993), **647**, 655, 656
- Gartner v. Eikill, 319 N.W.2d 397 (Minn.1982), 711
- General Time Corp. v. Eye Encounter, Inc., 50 N.C.App. 467, 274 S.E.2d 391 (N.C.App.1981), 456
- Georgia Power Co. v. Cimarron Coal Corp., 526 F.2d 101 (6th Cir.1975), 775
- Gerson Elec. Const. Co. v. Honeywell, Inc., 117 Ill.App.3d 309, 72 Ill.Dec. 851, 453 N.E.2d 726 (Ill.App. 1 Dist.1983), 39
- Getty Terminals Corp. v. Coastal Oil New England, Inc., 995 F.2d 372 (2nd Cir.1993), 611
- Gillman v. Chase Manhattan Bank, N.A., 537 N.Y.S.2d 787, 534 N.E.2d 824 (N.Y.1988), 79
- Glass Service Co., Inc. v. State Farm Mut. Auto. Ins. Co., 530 N.W.2d 867 (Minn.App.1995), 410
- Global Octanes Texas, L.P. v. BP Exploration & Oil Inc., 154 F.3d 518 (5th Cir.1998), 322
- Goldstick v. ICM Realty, 788 F.2d 456 (7th Cir.1986), 39
- Gordinier v. Aetna Cas. & Sur. Co., 154 Ariz. 266, 742 P.2d 277 (Ariz.1987), 691
- Graham v. Scissor-Tail, Inc., 171 Cal.Rptr. 604, 623 P.2d 165 (Cal.1981), 77
- Gray v. Martino**, 103 A. 24 (N.J.Sup.1918), 109, **110**
- Great American Ins. Co. v. C. G. Tate Const. Co., 303 N.C. 387, 279 S.E.2d 769 (N.C.1981), 959
- Greguhn v. Mutual of Omaha Ins. Co., 23 Utah 2d 214, 461 P.2d 285 (Utah 1969), 996
- Griffith v. Brymer**, 19 T.L.R. 434 (1903), **700**
- Griswold v. Haven, 25 N.Y. 595 (N.Y.1862), 25
- Grossman Holdings Ltd. v. Hourihan, 414 So.2d 1037 (Fla.1982), 241
- Grouse v. Group Health Plan, Inc.**, 306 N.W.2d 114 (Minn.1981), **106**, 108, 109
- Groves v. John Wunder Co., 205 Minn. 163, 286 N.W. 235 (Minn.1939), 239
- Gruen Industries, Inc. v. Biller, 608 F.2d 274 (7th Cir.1979), 584
- Gurfein v. Werbelovsky, 97 Conn. 703, 118 A. 32 (Conn.1922), 97
- Guy v. Liederbach, 501 Pa. 47, 459 A.2d 744 (Pa.1983), 813
- Hadley v. Baxendale**, 9 Exch. 341 (1854), 218, **287**, 291, 294, 295, 297
- Haines v. City of New York**, 396 N.Y.S.2d 155, 364 N.E.2d 820 (N.Y.1977), **391**
- Hale v. Groce**, 304 Or. 281, 744 P.2d 1289 (Or.1987), **809**
- Hamer v. Sidway**, 124 N.Y. 538, 27 N.E. 256 (N.Y.1891), **46**
- Hancock Bank & Trust Co. v. Shell Oil Co.**, 365 Mass. 629, 309 N.E.2d 482 (Mass.1974), **49**
- Harmon Cable Communications of Nebraska Ltd. Partnership v. Scope Cable Television, Inc., 237 Neb. 871, 468 N.W.2d 350 (Neb.1991), 934
- Harrington v. Taylor, 225 N.C. 690, 36 S.E.2d 227 (N.C.1945), 160
- Harris v. Time, Inc., 191 Cal.App.3d 449, 237 Cal.Rptr. 584 (Cal.App. 1 Dist.1987), 99
- Hartford-Connecticut Trust Co. v. Divine, 97 Conn. 193, 116 A. 239 (Conn.1922), 20
- Hatley v. Stafford, 284 Or. 523, 588 P.2d 603 (Or.1978), 596
- Hawkins v. McGee**, 84 N.H. 114, 146 A. 641 (N.H.1929), **194**, 197, 198, 200
- Hayes v. Plantations Steel Co., 438 A.2d 1091 (R.I.1982), 33
- H. B. Deal & Co. v. Head, 221 Ark. 47, 251 S.W.2d 1017 (Ark.1952), 824
- Hector Martinez and Co. v. Southern Pac. Transp. Co., 606 F.2d 106 (5th Cir.1979), 295
- Heideck v. Kent General Hosp., Inc., 446 A.2d 1095 (Del.Supr.1982), 527
- Helle v. Landmark, Inc., 15 Ohio App.3d 1, 472 N.E.2d 765 (Ohio App. 6 Dist.1984), 98
- Herbert Clayton & Jack Waller, Ltd. v. Oliver, 1930 App.Cas. 209 (H.L.), 285
- Herzog v. Irace**, 594 A.2d 1106 (Me.1991), **835**
- Hill v. Gateway 2000, Inc., 105 F.3d 1147 (7th Cir.1997), 669
- Hill v. Jones**, 151 Ariz. 81, 725 P.2d 1115 (Ariz.App. Div. 1 1986), **723**
- Hill v. Waxberg, 16 Alaska 477, 237 F.2d 936 (9th Cir.1956), 516
- Hilton Hotels Corp. v. Butch Lewis Productions, Inc., 107 Nev. 226, 808 P.2d 919 (Nev.1991), 880
- Hobbs v. Massasoit Whip Co., 158 Mass. 194, 33 N.E. 495 (Mass.1893), 496
- Hochster v. De La Tour**, 2 Ellis & Bl. 678 (Q.B.1853), **985**
- Hoffman v. Horton, 212 Va. 565, 186 S.E.2d 79 (Va.1972), 430
- Hoffman v. Red Owl Stores, Inc.**, 26 Wis.2d 683, 133 N.W.2d 267 (Wis.1965), **576**
- Holman Erection Co. v. Orville E. Madsen & Sons, Inc.**, 330 N.W.2d 693 (Minn.1983), **476**, 483
- Hotchkiss v. National City Bank of New York, 200 F. 287 (S.D.N.Y.1911), 384
- Household Fire & Carriage Acc. Ins. Co. v. Grant, 4 Exch. Div. 216 (1879), 446
- Howard v. Federal Crop Ins. Corp.**, 540 F.2d 695 (4th Cir.1976), **931**
- Hoyt R. Matise Co. v. Zurn, 754 F.2d 560 (5th Cir.1985), 419
- H.P. Droher and Sons v. Toushin, 250 Minn. 490, 85 N.W.2d 273 (Minn.1957), 239
- H.R. Moch Co. v. Rensselaer Water Co., 247 N.Y. 160, 159 N.E. 896 (N.Y.1928), 824, 826
- Humphreys v. Bellaire Corp., 966 F.2d 1037 (6th Cir.1992), 109
- Hunt Foods & Industries, Inc. v. Doliner**, 26 A.D.2d 41, 270 N.Y.S.2d 937 (N.Y.A.D. 1 Dept.1966), **601**, 603
- Hurst v. W.J. Lake & Co., 141 Or. 306, 16 P.2d 627 (Or.1932), 399
- Hutchison v. Tompkins, 259 So.2d 129 (Fla.1972), 316
- Hyman v. Cohen, 73 So.2d 393 (Fla.1954), 316, 317

- Ideal Electronic Sec. Co., Inc., United States ex rel. Modern Elec., Inc. v., 81 F.3d 240, 317 U.S.App.D.C. 145 (D.C.Cir.1996), 517
 Ilemar Corp. v. Krochmal, 405 N.Y.S.2d 444, 376 N.E.2d 917 (N.Y.1978), 967
 Independent Mechanical Contractors, Inc. v. Gordon T. Burke & Sons, Inc., 138 N.H. 110, 635 A.2d 487 (N.H.1993), 297
 Industrial Electric-Seattle, Inc. v. Bosko, 67 Wash.2d 783, 410 P.2d 10 (Wash.1966), 485
In re (see name of party)
 Interform Co. v. Mitchell, 575 F.2d 1270 (9th Cir.1978), 603
International Filter Co. v. Conroe Gin, Ice & Light Co., 277 S.W. 631 (Tex.Com. App.1925), 469
 International Financial Services, Inc. v. Franz, 534 N.W.2d 261 (Minn.1995), 322
 Iowa Elec. Light and Power Co. v. Atlas Corp., 467 F.Supp. 129 (N.D.Iowa 1978), 776
Iron Trade Products Co. v. Wilkoff Co., 272 Pa. 172, 116 A. 150 (Pa.1922), 870
 Irwin, United States v., 354 F.2d 192 (2nd Cir.1965), 112

Jacob & Youngs v. Kent, 230 N.Y. 239, 129 N.E. 889 (N.Y.1921), 902
 James T. Taylor & Son, Inc. v. Arlington Independent School Dist., 160 Tex. 617, 335 S.W.2d 371 (Tex.1960), 723
 Jarboe v. Landmark Community Newspapers of Indiana, Inc., 644 N.E.2d 118 (Ind.1994), 44
 Jardine Estates, Inc. v. Donna Brook Corp., 42 N.J.Super. 332, 126 A.2d 372 (N.J.Super.A.D.1956), 906
 Jericho Sash & Door Co. v. Building Erectors, Inc., 362 Mass. 871, 286 N.E.2d 343 (Mass. 1972), 270
 John Hancock Mut. Life Ins. Co. v. Dietlin, 97 R.I. 515, 199 A.2d 311 (R.I.1964), 419
 Johnson v. Calvert, 19 Cal.Rptr.2d 494, 851 P.2d 776 (Cal.1993), 187
 Johnson v. Curran, 633 P.2d 994 (Alaska 1981), 603
 Johnson v. Mobil Oil Corp., 415 F.Supp. 264 (E.D.Mich.1976), 78
 Johnson v. Morton Thiokol, Inc., 818 P.2d 997 (Utah 1991), 538
 Johnson v. National Beef Packing Co., 220 Kan. 52, 551 P.2d 779 (Kan.1976), 527
 Joseph Martin, Jr., Delicatessen, Inc. v. Schumacher, 436 N.Y.S.2d 247, 417 N.E.2d 541 (N.Y.1981), 551

 Kabil Developments Corp. v. Mignot, 279 Or. 151, 566 P.2d 505 (Or.1977), 386
Kanavos v. Hancock Bank & Trust Co., 395 Mass. 199, 479 N.E.2d 168 (Mass.1985), 967
 Keller v. Holderman, 11 Mich. 248 (Mich. 1863), 368
 Kellett Aircraft Corp., In re, 186 F.2d 197 (3rd Cir.1950), 275
 Kendall v. Ernest Pestana, Inc., 220 Cal.Rptr. 818, 709 P.2d 837 (Cal.1985), 847
Kenford Co., Inc. v. Erie County, 502 N.Y.S.2d 131, 493 N.E.2d 234 (N.Y.1986), 299, 301, 302, 305, 307, 308

 Kershaw v. Tracy Collins Bank & Trust Co., 561 P.2d 683 (Utah 1977), 514
K & G Const. Co. v. Harris, 223 Md. 305, 164 A.2d 451 (Md.1960), 971
KGM Harvesting Co. v. Fresh Network, 42 Cal.Rptr.2d 286 (Cal.App. 6 Dist.1995), 258
 Kibler v. Caplis, 140 Mich. 28, 103 N.W. 531 (Mich.1905), 449
 Kirke La Shelle Co. v. Paul Armstrong Co., 263 N.Y. 79, 188 N.E. 163 (N.Y.1933), 872
Kirksey v. Kirksey, 8 Ala. 131 (Ala.1845), 23, 24, 25
Klockner v. Green, 54 N.J. 230, 254 A.2d 782 (N.J.1969), 460
 Klose v. Sequoia Union High School Dist., 118 Cal.App.2d 636, 258 P.2d 515 (Cal.App. 1 Dist.1953), 483
Koch v. Koch, 95 N.J.Super. 546, 232 A.2d 157 (N.J.Super.A.D.1967), 164
 Koehring Co. v. Glowacki, 77 Wis.2d 497, 253 N.W.2d 64 (Wis.1977), 645
 Koufos v. C.Zarnikow, Ltd (The Heron II), A.C. 350 (H.L. 1967), 293
 Krauss v. Greenberg, 137 F.2d 569 (3rd Cir. 1943), 297
Krell v Henry, 1903 WL 12966 (CA 1903), 781
Kreyer v. Driscoll, 39 Wis.2d 540, 159 N.W.2d 680 (Wis.1968), 906
 Kukuska v. Home Mut. Hail-Tornado Ins. Co., 204 Wis. 166, 235 N.W. 403 (Wis.1931), 495, 498

 Lach v. Cahill, 138 Conn. 418, 85 A.2d 481 (Conn.1951), 939
Laclede Gas Co. v. Amoco Oil Co., 522 F.2d 33 (8th Cir.1975), 102, 334
 La Cumbre Golf and Country Club v. Santa Barbara Hotel Co., 205 Cal. 422, 271 P. 476 (Cal.1928), 785
 L. Albert & Son v. Armstrong Rubber Co., 178 F.2d 182 (2nd Cir.1949), 345
 La Mourea v. Rhude, 209 Minn. 53, 295 N.W. 304 (Minn.1940), 826
 Langel v. Betz, 250 N.Y. 159, 164 N.E. 890 (N.Y.1928), 856
Larese v. Creamland Dairies, Inc., 767 F.2d 716 (10th Cir.1985), 845
Lawrence v. Fox, 20 N.Y. 268 (N.Y.1859), 796, 800
 Lawson v. Martin Timber Co., 238 La. 467, 115 So.2d 821 (La.1959), 396
 Lee Oldsmobile, Inc. v. Kaiden, 32 Md.App. 556, 363 A.2d 270 (Md.App.1976), 315
Lefkowitz v. Great Minneapolis Surplus Store, Inc., 251 Minn. 188, 86 N.W.2d 689 (Minn.1957), 406
Lenawee County Bd. of Health v. Messerly, 417 Mich. 17, 331 N.W.2d 203 (Mich. 1982), 705
 Lewis v. Browning, 103 Mass. 173 (1881), 449
 Linder v. Commissioner of Internal Revenue, 68 T.C. 792 (U.S.Tax Ct.1977), 20
 Lindner v. Mid-Continent Petroleum Corp., 221 Ark. 241, 252 S.W.2d 631 (Ark.1952), 97
Lingenfelder v. Wainwright Brewing Co., 103 Mo. 578, 15 S.W. 844 (Mo.1891), 109, 113, 118

- Livingstone v. Evans, 4 D.L.R. 769 (1925), 421
Lloyd v. Murphy, 25 Cal.2d 48, 153 P.2d 47
(Cal.1944), 786
- London Bucket Co. v. Stewart**, 314 Ky.
832, 237 S.W.2d 509 (Ky.1951), **325**
- Lonergan v. Scolnick**, 129 Cal.App.2d 179,
276 P.2d 8 (Cal.App. 4 Dist.1954), **404**
- Long Island R. Co. v. Northville Industries
Corp., 393 N.Y.S.2d 925, 362 N.E.2d 558
(N.Y.1977), 996
- Loranger Const. Corp. v. E. F. Hauserman Co.,
376 Mass. 757, 384 N.E.2d 176 (Mass.1978),
485
- Louise Caroline Nursing Home, Inc. v.
Dix Const. Corp.**, 362 Mass. 306, 285
N.E.2d 904 (Mass.1972), **226**
- Louisville Tin & Stove Co. v. Lay, 251 Ky. 584,
65 S.W.2d 1002 (Ky.1933), 496
- Lucy v. Zehmer**, 196 Va. 493, 84 S.E.2d 516
(Va.1954), **364**
- Macke Co. v. Pizza of Gaithersburg, Inc.**,
259 Md. 479, 270 A.2d 645 (Md.1970), **848**
- Mactier's Adm'rs v. Frith, 1830 WL 3072 (N.Y.
1830), 454
- Madsen v. Murrey & Sons Co., Inc., 743 P.2d
1212 (Utah 1987), 274
- Marcovich Land Co. v. J. J. Newberry Co., 413
N.E.2d 935 (Ind.App. 4 Dist.1980), 757
- Market Street Associates Ltd. Partner-
ship v. Frey**, 941 F.2d 588 (7th Cir.1991),
886
- Marks v. Gates, 154 F. 481 (9th Cir.1907), 79
- Martinez v. Socoma Companies, Inc.**, 113
Cal.Rptr. 585, 521 P.2d 841 (Cal.1974), **814**
- Masterson v. Sine**, 68 Cal.2d 222, 65 Cal.
Rptr. 545, 436 P.2d 561 (Cal.1968), **597**
- Mattei v. Hopper, 51 Cal.2d 119, 330 P.2d 625
(Cal.1958), 97
- Matter of (see name of party)**
- Maxon Corp. v. Tyler Pipe Industries, Inc., 497
N.E.2d 570 (Ind.App. 2 Dist.1986), 655
- Maxton Builders, Inc. v. Lo Galbo, 509
N.Y.S.2d 507, 502 N.E.2d 184 (N.Y.1986),
926
- Maxwell v. Fidelity Financial Services,
Inc.**, 184 Ariz. 82, 907 P.2d 51 (Ariz.1995),
75
- McCartney v. Badovinac, 62 Colo. 76, 160 P.
190 (Colo.1916), 941
- MCC-Marble Ceramic Center, Inc., v. Cer-
amica Nuova d'Agostino, S.p.A.**, 144
F.3d 1384 (11th Cir.1998), **379**
- McDonald v. Mobil Coal Producing, Inc., 820
P.2d 986 (Wyo.1991), 539
- McGee v. United States Fidelity & Guaranty
Co., 53 F.2d 953 (1st Cir.1931), 197
- McLaughlin v. Union-Leader Corp., 99 N.H.
492, 116 A.2d 489 (N.H.1955), 286
- McQuaid v. Michou, 85 N.H. 299, 157 A. 881
(N.H.1932), 198
- Mellon Bank, N.A. v. Aetna Business Credit,
Inc., 619 F.2d 1001 (3rd Cir.1980), 617
- Merritt Hill Vineyards Inc. v. Windy
Heights Vineyard, Inc.**, 472 N.Y.S.2d
592, 460 N.E.2d 1077 (N.Y.1984), **926**
- Metro Novelty Mfg. Co., United States v., 125
F.Supp. 713 (S.D.N.Y.1954), 722
- Meyers v. Selznick Co., 373 F.2d 218 (2nd
Cir.1966), 639
- Miami Coca-Cola Bottling Co. v. Orange Crush
Co., 296 F. 693 (5th Cir.1924), 93
- Midwest Mobile Diagnostic Imaging, L.L.C. v.
Dynamics Corp. of America, 965 F.Supp.
1003 (W.D.Mich.1997), 919
- Miller v. Byrne, 916 P.2d 566 (Colo.App.1995),
224
- Mills v. Wyman**, 20 Mass. 207 (Mass.1825),
153, 156
- Mineral Park Land Co. v. Howard, 172 Cal.
289, 156 P. 458 (Cal.1916), 747
- Minor v. Minor, 184 Cal.App.2d 118, 7 Cal.
Rptr. 455 (Cal.App. 1 Dist.1960), 995
- Mishara Const. Co., Inc. v. Transit-Mixed Con-
crete Corp., 365 Mass. 122, 310 N.E.2d 363
(Mass.1974), 767
- Missouri Public Service Co. v. Peabody
Coal Co.**, 583 S.W.2d 721 (Mo.App. W.D.
1979), **768**
- Mitchell v. Lath**, 247 N.Y. 377, 160 N.E. 646
(N.Y.1928), **587**
- Modern Elec., Inc., United States ex rel. v.
Ideal Electronic Sec. Co., Inc., 81 F.3d 240,
317 U.S.App.D.C. 145 (D.C.Cir.1996), 517
- Moolenaar v. Co-Build Companies, Inc., 354
F.Supp. 980 (D.Virgin Islands 1973), 552
- Moorgate Mercantile Co Ltd v Twitchings,
1975 WL 44948 (CA 1975), 27
- Morin Bldg. Products Co., Inc. v. Bay-
stone Const., Inc.**, 717 F.2d 413 (7th Cir.
1983), **941**
- Morrison v. Thoeke, 155 So.2d 889 (Fla.App. 2
Dist.1963), 451
- Moulton v. Kershaw, 59 Wis. 316, 18 N.W. 172
(Wis.1884), 410
- Mr. Eddie, Inc. v. Ginsberg, 430 S.W.2d 5
(Tex.Civ.App.-Eastland 1968), 283
- Nanakuli Paving and Rock Co. v. Shell
Oil Co., Inc.**, 664 F.2d 772 (9th Cir.1981),
628
- Nassau Trust Co. v. Montrose Concrete Prod-
ucts Corp., 451 N.Y.S.2d 663, 436 N.E.2d
1265 (N.Y.1982), 148
- Nebraska Seed Co. v. Harsh, 98 Neb. 89, 152
N.W. 310 (Neb.1915), 409
- Neeld v. American Hockey League, 439 F.Supp.
459 (W.D.N.Y.1977), 286
- Neiss v. Ehlers, 135 Or.App. 218, 899 P.2d 700
(Or.App.1995), 585
- Nelson v. Hazel, 91 Idaho 850, 433 P.2d 120
(Idaho 1967), 360
- Neri v. Retail Marine Corp.**, 334 N.Y.S.2d
165, 285 N.E.2d 311 (N.Y.1972), **265**
- Nicholson v. United Pacific Ins. Co., 219 Mont.
32, 710 P.2d 1342 (Mont.1985), 224
- Nicosia v. Wakefern Food Corp., 136 N.J. 401,
643 A.2d 554 (N.J.1994), 539
- Norcon Power Partners, L.P. v. Niagara
Mohawk Power Corp.**, 682 N.Y.S.2d 664,
705 N.E.2d 656 (N.Y.1998), **1009**
- Norrington v. Wright, 115 U.S. 188, 6 S.Ct. 12,
29 L.Ed. 366 (1885), 911
- Norse Petroleum A/S v. LVO Intern., Inc., 389
A.2d 771 (Del.Super.1978), 456
- Nursing Care Services, Inc. v. Dobos**, 380
So.2d 516 (Fla.App. 4 Dist.1980), **506**

- Obde v. Schlemeyer, 56 Wash.2d 449, 353 P.2d 672 (Wash.1960), 728
- Ocean Tramp Tankers Corp v V/O Sovfracht (The Eugenia), 1963 WL 21068 (CA 1963), 747
- Ogden, Town of v. Earl R. Howarth & Sons, Inc., 58 Misc.2d 213, 294 N.Y.S.2d 430 (N.Y.Sup.1968), 825
- Oliver v. Campbell, 43 Cal.2d 298, 273 P.2d 15 (Cal.1954), 351
- Oloffson v. Coomer**, 11 Ill.App.3d 918, 296 N.E.2d 871 (Ill.App. 3 Dist.1973), **997**, 1000
- Oppenheimer & Co., Inc. v. Oppenheim, Appel, Dixon & Co.**, 636 N.Y.S.2d 734, 660 N.E.2d 415 (N.Y.1995), **921**
- Ortez v. Bargas, 29 Haw. 548 (Hawai'i Terr. 1927), 20
- Osteen v. Johnson**, 473 P.2d 184 (Colo.App. 1970), **347**
- Oswald v. Allen, 417 F.2d 43 (2nd Cir.1969), 374
- O. W. Grun Roofing & Const. Co. v. Cope, 529 S.W.2d 258 (Tex.Civ.App.-San Antonio 1975), 909
- Pacific Gas & Elec. Co. v. G. W. Thomas Drayage & Rigging Co.**, 69 Cal.2d 33, 69 Cal.Rptr. 561, 442 P.2d 641 (Cal.1968), **618**, 623
- Paffhausen v. Balano, 708 A.2d 269 (Me.1998), 517
- Panhandle Agri-Service, Inc. v. Becker, 231 Kan. 291, 644 P.2d 413 (Kan.1982), 252, 296
- Parker v. Twentieth Century-Fox Film Corp.**, 89 Cal.Rptr. 737, 474 P.2d 689 (Cal. 1970), **277**
- Patterson v. Meyerhofer**, 204 N.Y. 96, 97 N.E. 472 (N.Y.1912), **868**
- Paul v. Lanckenau Hosp., 524 Pa. 90, 569 A.2d 346 (Pa.1990), 109
- Pavel Enterprises, Inc. v. A.S. Johnson Co., Inc., 342 Md. 143, 674 A.2d 521 (Md.1996), 440, 485
- Paymaster Oil Mill Co. v. Mitchell, 319 So.2d 652 (Miss.1975), 780
- Payne v. Cave, 3 Term R. 148 (1789), 427**
- Peevyhouse v. Garland Coal & Min. Co.**, 382 P.2d 109 (Okla.1962), **228**, 235, 237, 238, 239
- Pembroke v. Caudill, 160 Fla. 948, 37 So.2d 538 (Fla.1948), 316, 317
- People v. (see name of opposing party)**
- Perma Research & Development Co. v. Singer Co., 410 F.2d 572 (2nd Cir.1969), 301
- Petropoulos v. Lubienski, 220 Md. 293, 152 A.2d 801 (Md.1959), 247
- Petterson v. Patberg, 248 N.Y. 86, 161 N.E. 428 (N.Y.1928), 434
- Phillips v. Moor**, 71 Me. 78 (Me.1880), **486**, 488
- Pine River State Bank v. Mettelle**, 333 N.W.2d 622 (Minn.1983), **517**, 527
- Pittsburgh-Des Moines Steel Co. v. Brookhaven Manor Water Co.**, 532 F.2d 572 (7th Cir.1976), **1003**
- Pittsley v. Houser, 125 Idaho 820, 875 P.2d 232 (Idaho App.1994), 73
- Polaroid Corp. v. Rollins Environmental Services (NJ), Inc.**, 416 Mass. 684, 624 N.E.2d 959 (Mass.1993), **473**
- Post v. Jones (The Richmond), 60 U.S. 150, 19 How. 150, 15 L.Ed. 618 (1856), 56
- Power Engineering & Mfg., Ltd. v. Krug Intern., 501 N.W.2d 490 (Iowa 1993), 790
- Preload Technology, Inc. v. A.B. & J. Const. Co., Inc., 696 F.2d 1080 (5th Cir.1983), 442
- Price v. Oklahoma College of Osteopathic Medicine and Surgery, 1986 OK CIV APP 25, 733 P.2d 1357 (Okla.App. Div. 4 1986), 420
- Printing Center of Texas, Inc. v. Supermind Pub. Co., Inc., 669 S.W.2d 779 (Tex.App.-Hous. (14 Dist.) 1984), 912
- ProCD, Inc. v. Zeidenberg**, 86 F.3d 1447 (7th Cir.1996), **663**
- Punkar v. King Plastic Corp., 290 So.2d 505 (Fla.App. 2 Dist.1974), 283
- Quinn v. Straus Broadcasting Group, Inc., 309 F.Supp. 1208 (S.D.N.Y.1970), 285
- Raffles v Wichelhaus**, 1864 WL 6161 (Unknown Court - UK 1864), **368**, 374, 385
- Ragosta v. Wilder**, 156 Vt. 390, 592 A.2d 367 (Vt.1991), **431**
- Ramirez v. Autosport, 88 N.J. 277, 440 A.2d 1345 (N.J.1982), 912
- Ramsey v. Ellis, 168 Wis.2d 779, 484 N.W.2d 331 (Wis.1992), 516
- Randolph v. Castle, 190 Ky. 776, 228 S.W. 418 (Ky.1921), 352
- Rassa v. Rollins Protective Services Co., 30 F.Supp.2d 538 (D.Md.1998), 322
- Raydon Exploration, Inc. v. Ladd, 902 F.2d 1496 (10th Cir.1990), 419
- Record Club of America, Inc. v. United Artists Records, Inc., 890 F.2d 1264 (2nd Cir.1989), 994
- R.E. Davis Chemical Corp. v. Disonics, Inc., 826 F.2d 678 (7th Cir.1987), 270
- Redgrave v. Boston Symphony Orchestra, Inc., 855 F.2d 888 (1st Cir.1988), 284, 285
- Rego v. Decker, 482 P.2d 834 (Alaska 1971), 546
- Resource Management Co. v. Weston Ranch and Livestock Co., Inc., 706 P.2d 1028 (Utah 1985), 78, 79
- Rhode Island State Dept. of Transp. v. Providence and Worcester R. Co., 674 A.2d 1239 (R.I.1996), 418
- Rhode Island Tool Co. v. United States, 130 Ct.Cl. 698, 128 F.Supp. 417 (Ct.Cl.1955), 446
- Rice v. Community Health Ass'n, 203 F.3d 283 (4th Cir.2000), 285
- Ricketts v. Scothorn, 57 Neb. 51, 77 N.W. 365 (Neb.1898), 24, 25, 26
- Ridgway v. Wharton, 6 Clark's H.L. Cases 238 (1856), 546
- R. J. Berke & Co., Inc. v. J. P. Griffin, Inc., 116 N.H. 760, 367 A.2d 583 (N.H.1976), 358
- Rockingham County v. Luten Bridge Co.**, 35 F.2d 301 (4th Cir.1929), **271**
- Rombola v. Cosindas, 351 Mass. 382, 220 N.E.2d 919 (Mass.1966), 304
- Rood v. General Dynamics Corp., 444 Mich. 107, 507 N.W.2d 591 (Mich.1993), 527

- Rouse v. United States**, 215 F.2d 872, 94 U.S.App.D.C. 386 (D.C.Cir.1954), **832**
- Royal-Globe Ins. Co. v. Craven, 411 Mass. 629, 585 N.E.2d 315 (Mass.1992), 961
- Rushlight Automatic Sprinkler Co. v. City of Portland, 189 Or. 194, 219 P.2d 732 (Or. 1950), 721
- Ruxley Electronics and Construction Ltd v Forsyth (HL 1995), 242
- Sabo v. Delman, 164 N.Y.S.2d 714, 143 N.E.2d 906 (N.Y.1957), 606, 607
- Safeco Ins. Co. of America v. City of White House, Tenn., 36 F.3d 540 (6th Cir.1994), 89
- Salesky v. Hat Corp. of America**, 20 A.D.2d 114, 244 N.Y.S.2d 965 (N.Y.A.D. 1 Dept. 1963), **829**
- Saliba-Kringlen Corp. v. Allen Engineering Co., 15 Cal.App.3d 95, 92 Cal.Rptr. 799 (Cal.App. 2 Dist.1971), 547
- Sally Beauty Co., Inc. v. Nexxus Products Co., Inc., 801 F.2d 1001 (7th Cir.1986), 853, 855
- Sanchez v. Life Care Centers of America, Inc., 855 P.2d 1256 (Wyo.1993), 538
- Sardo v. Fidelity & Deposit Co. of Md.**, 134 A. 774 (N.J.Err. & App.1926), **672**
- Sceva v. True, 53 N.H. 627 (N.H.1873), 508
- Schneberger v. Apache Corp., 890 P.2d 847 (Okla.1994), 236
- Schnell v. Nell**, 17 Ind. 29 (Ind.1861), **14**, 16, 17, 18
- Schroeder v. Fageol Motors, Inc., 86 Wash.2d 256, 544 P.2d 20 (Wash.1975), 79
- Schwartzreich v. Bauman-Basch, 231 N.Y. 196, 131 N.E. 887 (N.Y.1921), 128
- Scott v. Moragues Lumber Co.**, 202 Ala. 312, 80 So. 394 (Ala.1918), **87**, 88, 89
- Seacoast Gas Co., United States v., 204 F.2d 709 (5th Cir.1953), 994
- Seaver v. Ransom**, 224 N.Y. 233, 120 N.E. 639 (N.Y.1918), **800**
- Security Stove & Mfg. Co. v. American Ry. Express Co.**, 227 Mo.App. 175, 51 S.W.2d 572 (Mo.App.1932), **340**
- Seekings v. Jimmy GMC of Tucson, Inc., 130 Ariz. 596, 638 P.2d 210 (Ariz.1981), 78
- Seibel v. Layne & Bowler, Inc., 56 Or.App. 387, 641 P.2d 668 (Or.App.1982), 606
- Selland Pontiac-GMC, Inc. v. King, 384 N.W.2d 490 (Minn.App.1986), 779
- Semelhago v. Paramadevan, 136 D.L.R. 4th 1 (1996), 338
- Shadwell v. Shadwell, 30 L.J.C.P. 145 (1860), 111
- Shea-S&M Ball v. Massman-Kiewit-Early, 606 F.2d 1245, 196 U.S.App.D.C. 338 (D.C.Cir. 1979), 276
- Sherwood v. Walker**, 66 Mich. 568, 33 N.W. 919 (Mich.1887), **695**
- Siciliani v. Connolly, 651 A.2d 386 (Me.1994), 517
- Simmons v. United States, 308 F.2d 160 (4th Cir.1962), 463
- S. J. Groves & Sons Co. v. Warner Co., 576 F.2d 524 (3rd Cir.1978), 276, 298
- Slade's Case, 4 Coke 92b., p. 511
- Smith v. Beloit Corp., 40 Wis.2d 550, 162 N.W.2d 585 (Wis.1968), 284
- Smith v. Zimbalist, 2 Cal.App.2d 324, 38 P.2d 170 (Cal.App. 2 Dist.1934), 713, 714
- Smith-Pfeffer v. Superintendent of the Walter E. Fernald State School, 404 Mass. 145, 533 N.E.2d 1368 (Mass.1989), 108
- Soldau v. Organon Inc., 860 F.2d 355 (9th Cir.1988), 447
- Southern California Acoustics Co. v. C. V. Holder, Inc., 71 Cal.2d 719, 79 Cal.Rptr. 319, 456 P.2d 975 (Cal.1969), 483
- Southern Keswick, Inc. v. Whetherholt, 293 So.2d 109 (Fla.App. 2 Dist.1974), 283
- Sparks v. Gustafson, 750 P.2d 338 (Alaska 1988), 514
- Spaulding v. Morse**, 322 Mass. 149, 76 N.E.2d 137 (Mass.1947), **394**
- Speelman v. Pascal, 222 N.Y.S.2d 324, 178 N.E.2d 723 (N.Y.1961), 839
- Stanley Gudyka Sales Co., Inc. v. Lacy Forest Products Co., 915 F.2d 273 (7th Cir.1990), 983
- State v. — (see opposing party)**
- Stephens v. City of Memphis, 565 S.W.2d 213 (Tenn.Ct.App.1977), 464
- Step-Saver Data Systems, Inc. v. Wyse Technology, 939 F.2d 91 (3rd Cir.1991), 656
- Steuart v. McChesney**, 498 Pa. 45, 444 A.2d 659 (Pa.1982), **611**, 637
- Stokes v. Moore, 262 Ala. 59, 77 So.2d 331 (Ala.1955), 332
- Suffolk Sports Center, Inc. v. Belli Construction Corp., 628 N.Y.S.2d 952 (1995), 224
- Sugarhouse Finance Co. v. Anderson, 610 P.2d 1369 (Utah 1980), 140
- Sullivan v. O'Connor, 363 Mass. 579, 296 N.E.2d 183 (Mass.1973), 202
- Swanson v. Liquid Air Corp., 118 Wash.2d 512, 826 P.2d 664 (Wash.1992), 528, 539
- Swift & Co. v. Smigel, 115 N.J.Super. 391, 279 A.2d 895 (N.J.Super.A.D.1971), 423
- Swinton v. Whitinsville Sav. Bank, 311 Mass. 677, 42 N.E.2d 808 (Mass.1942), 728
- Taylor v. Merchants' Fire Ins. Co., 50 U.S. 390, 9 How. 390, 13 L.Ed. 187 (1850), 449
- Taylor v. Caldwell**, 3 Best & S. 826 (Q.B. 1863), **740**, 743
- Taylor v. Johnston, 123 Cal.Rptr. 641, 539 P.2d 425 (Cal.1975), 994
- Teachers Ins. and Annuity Ass'n of America v. Tribune Co.**, 670 F.Supp. 491 (S.D.N.Y.1987), **562**
- Teradyne, Inc. v. Teledyne Industries, Inc., 676 F.2d 865 (1st Cir.1982), 269
- Textron, Inc. v. Aetna Cas. & Sur. Co., 638 A.2d 537 (R.I.1994), 419
- Thermo Electron Corp. v. Schiavone Const. Co., 958 F.2d 1158 (1st Cir.1992), 993
- Thompson v. St. Regis Paper Co., 102 Wash.2d 219, 685 P.2d 1081 (Wash.1984), 526, 528
- Thos. J. Dyer Co. v. Bishop Intern. Engineering Co.**, 303 F.2d 655, 21 O.O.2d 235 (6th Cir.1962), **948**
- Ticketmaster Corp. v. Tickets.Com, Inc., 2000 WL 525390 (C.D.Cal.2000), 502
- Times-Mirror Co. v. Superior Court in and for Los Angeles County, 3 Cal.2d 309, 44 P.2d 547 (Cal.1935), 26, 27

- Toussaint v. Blue Cross & Blue Shield of Michigan, 408 Mich. 579, 292 N.W.2d 880 (Mich. 1980), 527, 528
- Town of (see name of town)**
- Transatlantic Financing Corp. v. United States**, 363 F.2d 312, 124 U.S.App.D.C. 183 (D.C.Cir.1966), **751**, 756
- Transwestern Pipeline Co. v. Monsanto Co., 53 Cal.Rptr.2d 887 (Cal.App. 2 Dist.1996), 662
- Travelers Indem. Co. v. Maho Mach. Tool Corp., 952 F.2d 26 (2nd Cir.1991), 276
- Travelers Ins. Co. v. Bailey**, 124 Vt. 114, 197 A.2d 813 (Vt.1964), **734**
- Trident Center v. Connecticut General Life Ins. Co., 847 F.2d 564 (9th Cir.1988), 622, 624
- Trinidad Bean and Elevator Co. v. Frosh, 1 Neb.App. 281, 494 N.W.2d 347 (Neb.App. 1992), 1000
- T.W. Oil, Inc. v. Consolidated Edison Co. of New York, Inc.**, 457 N.Y.S.2d 458, 443 N.E.2d 932 (N.Y.1982), **914**
- Two Wheel Corp., People v., 530 N.Y.S.2d 46, 525 N.E.2d 692 (N.Y.1988), 61
- Union Carbide Corp. v. Oscar Mayer Foods Corp., 947 F.2d 1333 (7th Cir.1991), 655, 656
- Unique Systems, Inc. v. Zotos Intern., Inc., 622 F.2d 373 (8th Cir.1980), 993
- United California Bank v. Eastern Mountain Sports, Inc., 546 F.Supp. 945 (D.Mass. 1982), 859
- United & Globe Rubber Mfg. Cos. v. Conard, 78 A. 203 (N.J.Err. & App.1910), 20
- United Sec. Corp. v. Anderson Aviation Sales Co., Inc., 23 Ariz.App. 273, 532 P.2d 545 (Ariz.App. Div. 1 1975), 81
- United States v. — (see opposing party)**
- United States ex rel. v. — (see opposing party and relator)**
- United States for Use of Palmer Const., Inc. v. Cal State Elec., Inc., 940 F.2d 1260 (9th Cir.1991), 358
- United States Naval Institute v. Charter Communications, Inc.**, 936 F.2d 692 (2nd Cir.1991), **207**
- Universal Builders Corp. v. United Methodist Convalescent Homes of Connecticut, Inc., 7 Conn.App. 318, 508 A.2d 819 (Conn.App. 1986), 1015
- Vanadium Corp. of America v. Fidelity & Deposit Co. of Md.**, 159 F.2d 105 (2nd Cir.1947), **936**
- Van Gulik v. Resource Development Council for Alaska, Inc., 695 P.2d 1071 (Alaska 1985), 307
- Van Steenhouse v. Jacor Broadcasting of Colorado, Inc., 958 P.2d 464 (Colo.1998), 285
- Van Wagner Advertising Corp. v. S & M Enterprises, 501 N.Y.S.2d 628, 492 N.E.2d 756 (N.Y.1986), 332
- Van Zee v. Witzke, 445 N.W.2d 34 (S.D.1989), 201
- Venture Associates Corp. v. Zenith Data Systems Corp., 96 F.3d 275 (7th Cir.1996), 575
- Victoria Laundry (Windsor) Ltd. v. Newman Indus. Ltd., 2 K.B. 528 (1949), 291, 294
- Vincenzi v. Cerro, 186 Conn. 612, 442 A.2d 1352 (Conn.1982), 906
- Vines v. Orchard Hills, Inc., 181 Conn. 501, 435 A.2d 1022 (Conn.1980), 358
- Vitex Mfg. Corp. v. Caribtex Corp., 377 F.2d 795 (3rd Cir.1967), 248
- Vogt v. Madden**, 110 Idaho 6, 713 P.2d 442 (Idaho.App.1985), **489**
- Wainscott v. Ossenkop, 633 P.2d 237 (Alaska 1981), 692
- Walgreen Co. v. Sara Creek Property Co., B.V.**, 966 F.2d 273 (7th Cir.1992), **327**
- Walker & Co. v. Harrison**, 347 Mich. 630, 81 N.W.2d 352 (Mich.1957), **976**
- Walters v. Marathon Oil Co., 642 F.2d 1098 (7th Cir.1981), 44, 45
- Warfield v. Baltimore Gas and Elec. Co., 307 Md. 142, 512 A.2d 1044 (Md.1986), 20
- Wasserman's Inc. v. Township of Middletown**, 137 N.J. 238, 645 A.2d 100 (N.J. 1994), **308**
- Watkins v. Paul, 95 Idaho 499, 511 P.2d 781 (Idaho 1973), 338
- Watkins & Son v. Carrig, 91 N.H. 459, 21 A.2d 591 (N.H.1941), 140
- Weathersby v. Gore, 556 F.2d 1247 (5th Cir. 1977), 336
- Weaver v. American Oil Co.**, 257 Ind. 458, 276 N.E.2d 144 (Ind.1971), **676**
- Webb v. McGowin**, 232 Ala. 374, 168 So. 199 (Ala.1936), **160**
- Webb v. McGowin**, 27 Ala.App. 82, 168 So. 196 (Ala.App.1935), **157**
- Wegematic Corp., United States v.**, 360 F.2d 674 (2nd Cir.1966), **748**
- Weintraub v. Krobatsch, 64 N.J. 445, 317 A.2d 68 (N.J.1974), 728
- Weisbrod v. Weisbrod, 27 Cal.App.2d 712, 81 P.2d 633 (Cal.App. 4 Dist.1938), 21
- Wells v. Holiday Inns, Inc., 522 F.Supp. 1023 (W.D.Mo.1981), 410
- West Coast Airlines, Inc. v. Miner's Aircraft & Engine Service, Inc., 66 Wash.2d 513, 403 P.2d 833 (Wash.1965), 703, 704
- Western Coach Corp. v. Roscoe, 133 Ariz. 147, 650 P.2d 449 (Ariz.1982), 81
- Westlake v. Adams, C.P., 5 C.B. (N.S.) 248 (1858), 46
- Westmount Country Club v. Kameny, 82 N.J.Super. 200, 197 A.2d 379 (N.J.Super.A.D.1964), 311
- Westside Galvanizing Services, Inc. v. Georgia-Pacific Corp., 921 F.2d 735 (8th Cir.1990), 345
- White v. Berrenda Mesa Water Dist., 7 Cal. App.3d 894, 87 Cal.Rptr. 338 (Cal.App. 5 Dist.1970), 722
- White v. Roche Biomedical Laboratories, Inc., 807 F.Supp. 1212 (D.S.C.1992), 109
- Whitehead v. Villapiano, 16 N.J.Super. 415, 84 A.2d 731 (N.J.Super.A.D.1951), 20
- Wholesale Sand & Gravel, Inc. v. Decker**, 630 A.2d 710 (Me.1993), **991**
- Wickham & Burton Coal Co. v. Farmers' Lumber Co.**, 189 Iowa 1183, 179 N.W. 417 (Iowa 1920), **90**
- Wickliffe Farms, Inc. v. Owensboro Grain Co., 684 S.W.2d 17 (Ky.App.1984), 780, 781

- Wilcox Oil Co. v. Lawson, 341 P.2d 591 (Okla. 1959), 238
- Wilder v. Cody Country Chamber of Commerce, 933 P.2d 1098 (Wyo.1997), 285
- William Mushero, Inc. v. Hull, 667 A.2d 853 (Me.1995), 517
- Williams v. Favret, 161 F.2d 822 (5th Cir. 1947), 483
- Williams v. Walker-Thomas Furniture Co.**, 350 F.2d 445, 121 U.S.App.D.C. 315 (D.C.Cir.1965), **62**, 80
- Winslow v. Mell, 48 Wash.2d 581, 295 P.2d 319 (Wash.1956), 939
- Wired Music, Inc. v. Clark, 26 Ill.App.2d 413, 168 N.E.2d 736 (Ill.App. 2 Dist.1960), 247
- Wisconsin Knife Works v. National Metal Crafters, 781 F.2d 1280 (7th Cir.1986), 611
- Woburn Nat. Bank v. Woods, 77 N.H. 172, 89 A. 491 (N.H.1914), 383
- Wolowitz, State v., 96 A.D.2d 47, 468 N.Y.S.2d 131 (N.Y.A.D. 2 Dept.1983), 79
- Wood v. Boynton, 64 Wis. 265, 25 N.W. 42 (Wis.1885), 701
- Wood v. Lucy, Lady Duff-Gordon**, 222 N.Y. 88, 118 N.E. 214 (N.Y.1917), **99**
- World Enterprises, Inc. v. Midcoast Aviation Services, Inc., 713 S.W.2d 606 (Mo.App. E.D.1986), 79
- Zabriskie Chevrolet, Inc. v. Smith, 99 N.J.Super. 441, 240 A.2d 195 (N.J.Super.L.1968), 918
- Zigas v. Superior Court, 120 Cal.App.3d 827, 174 Cal.Rptr. 806 (Cal.App. 1 Dist.1981), 822
- Zirk v. Nohr, 21 A.2d 766 (N.J.Err. & App. 1941), 20
- Zulla Steel, Inc. v. A & M Gregos, Inc., 174 N.J.Super. 124, 415 A.2d 1183 (N.J.Super.A.D.1980), 979

Table of Uniform Commercial Code Citations

UNIFORM COMMERCIAL CODE	This Work	UNIFORM COMMERCIAL CODE	This Work
Sec.	Page	Sec.	Page
Art. 1	72	2-207, Comment 4	655
Art. 1	873	2-208	402
1-103	759	2-209	22
1-106	262	2-209	142
1-106(1)	305	2-209	148
1-107	21	2-209	149
1-107	148	2-209	150
1-107	150	2-209	610
1-201	663	2-209	611
1-201(3)	402	2-209(1)	149
1-201(11)	402	2-209(1)	150
1-201(19)	872	2-209(1)	610
1-201(19)	873	2-209(2)	149
1-201(20)	866	2-209(2)	609
1-201(27)	427	2-209(2)	610
1-203	872	2-209(2)	611
1-203	873	2-209(2)—(4)	149
1-203	912	2-209(3)	149
1-205	402	2-209(4)	149
1-207	133	2-209(4)	150
Art. 2	72	2-209(4)	609
Art. 2	142	2-209(4)	611
Art. 2	873	2-209(5)	148
2-102	72	2-209(5)	149
2-103(1)(b)	872	2-209(5)	150
2-103(1)(b)	873	2-209(5)	609
2-103(1)(b)	912	2-209(5)	611
2-104(1)	873	2-210	854
2-105(1)	72	2-210(1)	853
2-201	644	2-210(2)	845
2-201(1)	642	2-210(3)	845
2-202	601	2-210(4)	855
2-202	604	2-302	50
2-202	606	2-302	65
2-203	20	2-302	71
2-204	549	2-302	75
2-204	644	2-302	606
2-205	22	2-305	549
2-205	441	2-305	873
2-206(1)	450	2-305, Comment 3	873
2-206(1)	459	2-306	101
2-206(1)	460	2-306	886
2-206(2)	469	2-306(1)	102
2-207	421	2-308	549
2-207	644	2-309	549
2-207	645	2-310(2)	856
2-207	655	2-311(1)	873
2-207(1)	655	2-313	713
2-207(1)	656	2-314	713
2-207(2)	655	2-315	713
2-207(2)(a)	655	2-316	606
2-207(2)(b)	655	2-318	814
2-207(2)(c)	655	2-328	428
2-207(3)	663	2-328(2)	430

UNIFORM COMMERCIAL CODE		UNIFORM COMMERCIAL CODE	
Sec.	This Work Page	Sec.	This Work Page
2-507	966	2-712	997
2-508	910	2-713	249
2-508	912	2-713	997
2-508(1)	912	2-714	249
2-508(2)	912	2-715(1)	249
2-509	488	2-715(2)	296
2-509	760	2-716	333
2-510	760	2-716(1)	337
2-511	966	2-718(1)	317
2-601	910	2-718(2)—(3)	360
2-601	911	2-719	322
2-601	912	2-719	334
2-608	910	2-719(1)(a)	322
2-608	911	2-719(2)	322
2-609	1002	2-719(c)	80
2-609	1008	2-719, Comment 1	334
2-609	1015	2-723	249
2-609(4)	1015	2-723	258
2-610	997	2-723	997
2-611	997	2-724	249
2-612	910	2-724	258
2-612	912	Art. 3	72
2-612(2)	912	Art. 3	861
2-612(3)	912	3-103(4)	133
2-613	759	3-104	133
2-614	759	3-104	866
2-614(1)	753	3-106	866
2-615	759	3-201	866
2-615	776	3-302	866
2-615	780	3-305	866
2-615	790	3-311	133
2-615, Comment 6	767	3-311	136
2-616	759	3-605	21
2-702(1)	1002	Art. 4	861
2-703	258	Art. 5	861
2-704(1)	258	Art. 8	861
2-704(2)	277	Art. 9	72
2-705(1)	1002	Art. 9	839
2-706	258	Art. 9	857
2-708	258	Art. 9	858
2-708(1)	997	Art. 9	859
2-708(2)	269	9-109(d)	857
2-708(2)	270	9-318(3)	838
2-709	258	9-318(4)	848
2-709	333	9-403	866
2-710	258	9-404	859
2-711	260	9-404	866
2-711	997	9-404(a)	859
2-711(1)	249	9-404(a)(2)	860
2-712	249	9-405	859

Table of Uniform Consumer Credit Code Citations

UNIFORM CONSUMER CREDIT CODE		UNIFORM CONSUMER CREDIT CODE	
Sec.	This Work Page	Sec.	This Work Page
1.301	71	5.108	71

*

Table of Citations to the Restatement of Contracts

Principal citations only.

RESTATEMENT 1ST CONTRACTS		RESTATEMENT 2ND CONTRACTS	
Sec.	This Work Page	Sec.	This Work Page
133	804	89	137
227	363	90	28
228	595	152	704
231	626	153	723
237	595	154	704
239	595	159	729
240	595	161	729
406	128	175	54
		176	54
		201	378
		204	394
		205	872
		209	596
		210	596
		211	679
		212	626
		213	596
		215	596
		216	596
		219—223	402
		220	400
		221	399
		222	399
		227	935
		227	947
		229	958
		230	960
		233	965
		234	965
		237	970
		241	980
		242	980
		250	996
		251	1002
		253	996
		256	996
		261	756
		261	758
		271	961
		302	795
		302	805
		304	805
		311	832
		313	814
		315	805
		317	845
		318	852
		322	847
		322	848

RESTATEMENT 2ND CONTRACTS	
Sec.	This Work Page
1	7
17	7
20	378
24	403
28(1)(b)	428
30	450
32	460
33	549
34	549
37	422
39	420
41	414
42	425
45	431
49	450
54	469
56	472
59	421
60	450
63—67	450
63(b)	453
69	492
70	488
71	7
71	50
72	50
73	111
73	129
79	50
82	152
83	152
84	147
84	962
86	161
87(2)	442