SYLLABUS

SALES: LAW 7451
FALL 2002
PROFESSOR BUDNITZ
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Required Texts: Sales, Benfield & Hawkland (Third Edition)

Selected Commercial Statutes (West 2001 or 2002)

Supplementary materials available from the Printshop, 6 Decatur St. (referred to as "Supp." herein). The Supplementary Materials also are on the Web site for this course. There will be additional material assigned during the semester.

General Instructions: Ignore references in casebook to ISGC and Article 2A. Check the course web site for changes in assignments and other matters pertaining to the course.

			Pages
I.	**Introduction**		
	A.	Background and history of the UCC	2-12
	B.	Application of Article 2	12-13
		P. 12, application discussion begins at 2d from last ¶	20-32
		Pp. 25-27, omit Notes 5 & 6, Problems 1 & 2	Supp. 1-14
		P. 32, omit Note 2	Supp. 16
		Supp. 14, top ¶ only; we'll read rest of case in II.B.	
II.	**Formation of the Sales Contract**		
	A.	Introduction	35
	B.	Offer and Acceptance	35-44
		P. 44, omit final paragraph	Supp.17-35
		We will not discuss EDI, Supp. 36-39, in class. We will discuss the	14-15
		material beginning with Offer & Acceptance, pp. 40-46.	36-46

C.	Statute of Frauds		46-47
	Pp. 47, omit Decatur Coop		58-64
	P. 64, omit Notes 4 & 5 and Problem		Supp. 47-58
	We will not discuss Supp. 58 in class.		
D.	Battle of the Forms		64-74
	P. 74, omit Note, except first paragraph		Supp. 59-60
E.	Contract Modification		75-89
	P. 88, omit Hypo and International Sale of Goods		
III.	**Terms of the Sales Contract**		
A.	Terms of the Agreement		
	1.	Unconscionability-consumer cases	96-98
		Pp. 98-99, omit Campbell Soup	99-110
			Supp. 61-66
	2.	Unconscionability-commercial cases	110-120
		P. 123, omit Note 3	123-126
		P. 124, omit Note 5	
	3.	Hierarchy of Agreement's Components	126-130
			Supp. 67-68
B.	Terms Outside the Agreement		
	Introduction		143-146
	1.	Price	151
		P. 151, read Note 2, first two paragraphs only	Supp. 69-70
			154-155
	2.	Quantity	163-164
	3.	Payment	165
			Supp. 71
	4.	Delivery	165-166

170-171
Supp. 72-73

5. Risk of Loss 171-172
P. 178, omit Note 2 178
P. 189, read Note 3 only 189
Supp. 74-75

IV. Warranty

A. Introduction 203-204

B. Express Warranties 216-221
P. 221, Problem 4: assume contract states the crane can lift 30 tons Supp. 76-78

C. Implied Warranties of Merchantability & Fitness 230-235
P. 252, omit Note 238-244
P. 262, omit Illinois statute 252-255
Supp. 79-80

D. Warranty Disclaimer 269-277
P. 277, omit *Fernandez* case 290
P. 290, omit all except Note 2. See §2-719(3) & Comment 3 Supp. 81-82

E. Privity and Warranty (Optional. Will not be discussed in class) Supp. 83-84

V. Buyer's Remedies

A. Introduction 342

B. Right to Reject, Cure, Revoke

1. Substantive Right 346-348
P. 346, last ¶ only
P. 348, top carryover ¶ only

2. Procedure for Rejection, Duties After Rejection 364-368
P. 364, read Note only Supp. 85-86
P. 366, omit Problem
P. 368, omit Problems 1 & 2

	3.	Cure	369-374
		P. 380, omit Problem	379-381
			Supp. 87
	4.	Revocation of Acceptance	386-392
		P. 392, omit Problem	Supp. 88-90
C.	Remedies Where Buyer Has No Goods		
	1.	Right to Get the Goods	393-397
		P. 397, omit Note	
	2.	Damages	399-400
		P. 400, omit Valley Die	408
		P. 408, Problem 2: see §2-712, Comment 2	Supp. 91-92
		P. 408, omit Problems 1 & 3	
D.	Buyer's Remedies-Goods Buyer Keeps		Read UCC §2-607(3)(a)
E.	Contractual Limitations on Damages		421-430
VI.	**Seller's Remedies**		
A.	Introduction		431
B.	Wrongful Rejection or Repudiation		
	1.	Action For The Price	434-435
		P. 435, omit Problem 3 and Note	Supp.93-94
	2.	Action For Damages	436
		P. 446, omit Questions	446-452
		P. 451, omit Note	
		P. 452, read 2d from last ¶ only	
VII.	Sample Exam		Supp. 95-96

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MISCELLANEOUS

Course objectives: Gain an understanding of the rules, concepts, and policies involved in transactions for the sale of goods under the Uniform Commercial Code.

Attendance: Regular attendance is required. In the event a student has more than two unexcused absences, the Instructor may deduct points from the final grade or require a forced withdrawal from the course.

Class rescheduling There will be no class Monday, Sept. 2, Labor Day, or Monday, Sept. 16. We will have a make-up class for the Sept. 16 class at 6:00 p.m. on the College's make-up day, Tuesday, November 26.

Grading Policy: Students are required to take a three hour exam. Students may take into the exam the casebook, their book containing the Uniform Commercial Code and Comments, the photocopied Supplementary Materials, handouts, and their notes and outlines. Students may not bring into the exam any commercial outlines, nutshells, hornbooks, and the like.

Prerequisites: Completion of all first year full-time courses.

Office hours: Mondays from 3:00 to 5:30 pm, and Tuesdays and Thursdays from 10:00 a.m. to noon and at other times as necessary. If these times are not convenient, contact me and we will arrange to meet at another time. Call or e-mail in advance to make sure I do not have a conflict. Office phone: 404-651-2135. E-mail: mbudnitz@gsu.edu

Make-up Exam: Arranged through the Office of the Associate Dean in accordance with policies stated in the College of Law Bulletin.

Caveat: The course syllabus provides a general plan for the course; deviations may be necessary.