Table of Contents

Article 1 General Provisions

Part 1 Short Title, General Construction, and Subject Matter Jurisdiction

26-1-1-0.2 Transactions entered into after July 1, 1964, and before January 1, 1986; status of certain perfected security interests *[New]*
26-1-1-0.3 Certain security interests considered perfected *[New]*
26-1-1-0.4 Status of certain financing statements and continuation statements; effectiveness of certain financing statements; requirement for new financing statements; status of records of certain real estate mortgages *[New]*
26-1-1-0.5 Status of certain security interests; conditions; lapsing of perfection; filing of financing statements *[New]*
26-1-1-0.6 Application of article to certain questions of priority; exceptions *[New]*
26-1-1-101 Short Title; Applicability *[Retitled]*
26-1-1-102 Purposes; Rules of Construction; Variation by Agreement
26-1-1-103 Supplementary General Principles of Law Applicable
26-1-1-105 Territorial Application of the Act; Parties to Choose Applicable Law
26-1-1-106 Remedies to Be Liberally Administered
26-1-1-107 Waiver or Renunciation of Claim or Right After Breach
26-1-1-108 Severability
26-1-1-108.1 Powers of Secretary of State; Filing; Acceptance of Payment for Fees Effective: July 1, 2026 *[Retitled]*
26-1-1-108.2 Effect of Article; Limitations *[New]*

Part 2 General Definitions and Principles of Interpretation

26-1-1-201 General Definitions
26-1-1-202 Prima Facie Evidence by Third Party Documents
26-1-1-203 Obligation of Good Faith
26-1-1-204 Time; Reasonable Time; "Seasonably"
26-1-1-205 Course of Dealing, Course of Performance, and Usage of Trade *[Retitled]*
26-1-1-206 Statute of Frauds for Kinds of Personal Property Not Otherwise Covered
26-1-1-207 Performance or Acceptance Under Reservation of Rights
26-1-1-208 Option to Accelerate at Will

26-1-1-301 Territorial applicability; parties' power to choose applicable law *[New]*
26-1-1-302 Subordination *[New]*
26-1-1.5-1 Use of forms *[New]*
26-1-1.5-2 Financing statement; financing statement amendment *[New]*

Article 2 Sales

Part 1 Short Title, General Construction and Subject Matter
26-1-2-102 Scope; Certain Security and Other Transactions Excluded from This Chapter
26-1-2-103 Definitions and Index of Definitions
26-1-2-104 Definitions; "Merchant"; "Between Merchants"; "Financing Agency"
26-1-2-105 Definitions; Transferability; "Goods"; "Future" Goods; "Lot"; "Commercial Unit"
26-1-2-106 Definitions; "Contract"; "Agreement"; "Contract for Sale"; "Sale"; "Present Sale"; "Conforming" to Contract; "Termination"; "Cancellation" [Amended]

Part 2 Form, Formation, and Readjustment of Contract
26-1-2-201 Formal Requirements; Statute of Frauds [Amended]
26-1-2-202 Final Written Expression; Parol or Extrinsic Evidence
26-1-2-203 Seals Inoperative [Amended]
26-1-2-204 Formation in General
26-1-2-205 Firm Offers
26-1-2-206 Offer and Acceptance in Formation of Contract
26-1-2-207 Additional Terms in Acceptance or Confirmation
26-1-2-208 Course of Performance or Practical Construction
26-1-2-209 Modification, Rescission and Waiver
26-1-2-210 Delegation of Performance; Assignment of Rights

Part 3 General Obligation and Construction of the Contract
26-1-2-301 General Obligations of Parties
26-1-2-302 Unconscionable Contract or Clause
26-1-2-305 Open Price Term
26-1-2-306 Output, Requirements and Exclusive Dealings
26-1-2-308 Absence of Specified Plan of Delivery
26-1-2-309 Absence of Specific Time Provisions; Notice of Termination
26-1-2-310 Open Time for Payment or Running of Credit; Authority to Ship Under Reservation
26-1-2-311 Options and Cooperation Respecting Performance
26-1-2-313 Express Warranties by Affirmation, Promise, Description, Sample
26-1-2-314 Implied Warranty; Merchantability; Usage of Trade

26-1-2-315 Implied Warranty; Fitness for Particular Purpose
26-1-2-316 Exclusion or Modification of Warranties
26-1-2-318 Third Party Beneficiaries of Warranties Express or Implied
26-1-2-319 F.O.B. and F.A.S. Terms
26-1-2-323 Form of Bill of Lading Required in Overseas Shipment; "Overseas"
26-1-2-326 Sale on Approval and Sale or Return; Consignment Sales and Rights of Creditors
26-1-2-328 Sale by Auction

Part 4 Title, Creditors, and Good Faith Purchasers
26-1-2-401 Passing of Title; Reservation of Security; Limited Application of This Section
26-1-2-402 Rights of Seller's Creditors Against Sold Goods
26-1-2-403 Power to Transfer; Good Faith Purchase of Goods; "Entrusting"

Part 5 Performance
26-1-2-501 Insurable Interest in Goods; Manner of Identification of Goods
26-1-2-502 Buyer's Right to Goods on Seller's Insolvency
26-1-2-503 Manner of Seller's Tender of Delivery
26-1-2-504 Shipment by Seller
26-1-2-505 Seller's Shipment Under Reservation
26-1-2-506 Rights of Financing Agency
26-1-2-508 Cure by Seller of Improper Tender or Delivery; Replacement
26-1-2-509 Risk of Loss in the Absence of Breach
26-1-2-511 Tender of Payment by Buyer; Payment by Check

Part 6 Breach, Repudiation, and Excuse
26-1-2-601 Buyer's Rights on Improper Delivery
26-1-2-602 Manner and Effect of Rightful Rejection
26-1-2-603 Merchant Buyer's Duties as to Rightfully Rejected Goods
26-1-2-604 Buyer's Options as to Salvage of Rightfully Rejected Goods
26-1-2-605 Waiver of Buyer's Objections by Failure to Particularize
26-1-2-606 What Constitutes Acceptance of Goods
26-1-2-607 Effect of Acceptance; Notice of Breach; Burden of Establishing Breach After Acceptance; Notice of Claim or Litigation to Person Answerable Over
26-1-2-608 Revocation of Acceptance in Whole or in Part
26-1-2-609 Right to Adequate Assurance of Performance
26-1-2-610 Anticipatory Repudiation
26-1-2-612 "Instalment Contract"; Breach
26-1-2-615 Excuse by Failure of Presupposed Conditions

Part 7 Remedies

26-1-2-702 Seller's Remedies on Discovery of Buyer's Insolvency
26-1-2-703 Seller's Remedies in General
26-1-2-705 Seller's Stoppage of Delivery in Transit or Otherwise
26-1-2-706 Seller's Resale Including Contract for Resale
26-1-2-708 Seller's Damages for Non-acceptance or Repudiation
26-1-2-709 Action for the Price
26-1-2-710 Seller's Incidental Damages
26-1-2-711 Buyer's Remedies in General; Buyer's Security Interest in Rejected Goods
26-1-2-712 "Cover"; Buyer's Procurement of Substitute Goods
26-1-2-713 Buyer's Damages for Non-delivery or Repudiation
26-1-2-714 Buyer's Damages for Breach in Regard to Accepted Goods
26-1-2-715 Buyer's Incidental and Consequential Damages
26-1-2-717 Deduction of Damages From the Price
26-1-2-718 Liquidation or Limitation of Damages; Deposits
26-1-2-719 Contractual Modification or Limitation of Remedy
26-1-2-721 Remedies for Fraud
26-1-2-723 Proof of Market Price; Time and Place
26-1-2-724 Admissibility of Market Quotations
26-1-2-725 Statute of Limitations in Contracts for Sale

ARTICLE 1 GENERAL PROVISIONS

PART 1. SHORT TITLE, GENERAL CONSTRUCTION, AND SUBJECT MATTER JURISDICTION

26-1-1-0.2. Transactions entered into after July 1, 1964, and before January 1, 1986; status of certain perfected security interests *[New]*

26-1-1-0.3. Certain security interests considered perfected *[New]*

26-1-1-0.4. Status of certain financing statements and continuation statements; effectiveness of certain financing statements; requirement for new financing statements; status of records of certain real estate mortgages *[New]*

26-1-1-0.5. Status of certain security interests; conditions; lapsing of perfection; filing of financing statements *[New]*

26-1-1-0.6. Application of article to certain questions of priority; exceptions *[New]*

26-1-1-101. Short Title; Applicability *[Retitled]*

26-1-1-102. Purposes; Rules of Construction; Variation by Agreement

26-1-1-103. Supplementary General Principles of Law Applicable

26-1-1-105. Territorial Application of the Act; Parties to Choose Applicable Law

26-1-1-106. Remedies to Be Liberally Administered

26-1-1-107. Waiver or Renunciation of Claim or Right After Breach

26-1-1-108. Severability

26-1-1-108.1. Powers of Secretary of State; Filing; Acceptance of Payment for Fees Effective: July 1, 2026 *[Retitled]*

26-1-1-108.2. Effect of Article; Limitations *[New]*

PART 2. GENERAL DEFINITIONS AND PRINCIPLES OF INTERPRETATION

26-1-1-201. General Definitions

26-1-1-202. Prima Facie Evidence by Third Party Documents

26-1-1-203. Obligation of Good Faith

26-1-1-204. Time; Reasonable Time; "Seasonably"

26-1-1-205. Course of Dealing, Course of Performance, and Usage of Trade *[Retitled]*

26-1-1-206. Statute of Frauds for Kinds of Personal Property Not Otherwise Covered

26-1-1-207. Performance or Acceptance Under Reservation of Rights

26-1-1-208. Option to Accelerate at Will

26-1-1-301. Territorial applicability; parties' power to choose applicable law *[New]*

26-1-1-302. Subordination *[New]*

26-1-1.5-1. Use of forms *[New]*
26-1-1.5-2. Financing statement; financing statement amendment *[New]*