



MASUR GRIFFITTS +

NEW YORK
65 Reade Street
New York, NY 10007

LOS ANGELES
1447 2nd Street
Santa Monica, CA 90401

Re: Engagement for Legal Services

Thank you for consulting our firm regarding matters relating to your business opportunities. This letter sets forth our understanding regarding our services to you and your related entities, which may include general legal counsel, strategy, and support, or any other services you request that we may legally provide.

The attorney-client privilege and our ethical duties ensure that without your prior approval, we may not disclose any confidential information regarding you or your business activities unless required by law. If during the course of our engagement an actual or apparent conflict of interest arises, our ethical duties may require us to withdraw from representing you in a particular matter or entirely. We will inform you if we become aware of any such conflict.

Our policy is to maintain a retainer account balance to be applied to charges to be accrued. All fees, expenses and related costs associated with our services will be itemized on regular invoices. You may contact us at any time to discuss our current fee structure in advance of invoicing. The total cost of services will depend largely on the time and resources required for any particular matter. You or we may terminate this relationship for any reason with prior written notice. Any fees, expenses or related costs incurred up to the date of termination will remain due and payable. Retainers are fully refundable once all outstanding charges have been paid, and any unearned portion of your retainer account balance will be returned at your request.

We each agree to resolve any dispute regarding our fees by arbitration in accordance with the New York State Fee Dispute Resolution Program (FDRP) pursuant to Part 137 of the Rules of the Chief Administrator of the Courts, with which you agree to familiarize yourself, or alternatively by small claims arbitration.

Statement of Client's Rights

*Section 1210.1 of the Joint Rules of the Appellate Division amended April 15, 2013
(22 NYCRR §1210.1)*

1. You are entitled to be treated with courtesy and consideration at all times by your lawyer and the other lawyers and non-lawyer personnel in your lawyer's office.
2. You are entitled to have your attorney handle your legal matter competently and diligently, in accordance with the highest standards of the profession. If you are not satisfied with how your matter is being handled, you have the right to discharge your attorney and terminate the attorney-client relationship at any time. (Court approval may be required in some matters, and your attorney may have a claim against you for the value of services rendered to you up to the point of discharge.)
3. You are entitled to your lawyer's independent professional judgment and undivided loyalty uncompromised by conflicts of interest.
4. You are entitled to be charged reasonable fees and expenses and to have your lawyer explain before or within a reasonable time after commencement of the representation how the fees and expenses will be computed and the manner and frequency of billing. You are entitled to request and receive a written itemized bill from your attorney at reasonable intervals. You may refuse to enter into any arrangement for fees and expenses that you find unsatisfactory. In the event of a fee dispute, you may have the right to seek arbitration; your attorney will provide you with the necessary information regarding arbitration in the event of a fee dispute, or upon your request.
5. You are entitled to have your questions and concerns addressed promptly and to receive a prompt reply to your letters, telephone calls, emails, faxes, and other communications.
6. You are entitled to be kept reasonably informed as to the status of your matter and are entitled to have your attorney promptly comply with your reasonable requests for information, including your requests for copies of papers relevant to the matter. You are entitled to sufficient information to allow you to participate meaningfully in the development of your matter and make informed decisions regarding the representation.
7. You are entitled to have your legitimate objectives respected by your attorney. In particular, the decision of whether to settle your matter is yours and not your lawyer's. (Court approval of a settlement is required in some matters.)
8. You have the right to privacy in your communications with your lawyer and to have your confidential information preserved by your lawyer to the extent required by law.
9. You are entitled to have your attorney conduct himself or herself ethically in accordance with the New York Rules of Professional Conduct.
10. You may not be refused representation on the basis of race, creed, color, religion, sex, sexual orientation, age, national origin or disability.