

HUTH & PRATT

ATTORNEYS AT LAW

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BRANDAN J. PRATT, J.D.
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October 21, 2013

Eliot Bernstein
2753 N.W. 34th St.
Boca Raton, Florida 33434-3459
VIA HAND DELIVERY

Re: Engagement of Huth & Pratt

Dear Client Name:

We are pleased to represent you in your capacity as natural guardian over your minor children (Joshua, Jacob and Daniel) and as trustee of the trusts established for their benefit pursuant to the terms of the estate planning documents of your deceased parents. This letter sets forth the terms of our engagement.

Legal Fees

Our legal fees will be based upon the amount of time expended and charged at current hourly rates. Attorney rates currently vary from \$305 to \$350 and our paralegal rates currently range from \$75 to \$130. I will be the primary attorney working on this case, and my current hourly rate is \$305. Each year we consider whether firm economics require us to raise our hourly rates. If such is done during our representation, the rates applicable in this case will be raised, as well. The hourly rates quoted herein will be guaranteed for 18 months. It is understood that the hourly time charges include, but are not limited to: court appearances, telephone conferences, office conferences, legal research, depositions, review of file materials and documents sent and received; preparation for trials, hearings, depositions and conferences; drafting of pleadings, instruments, office memoranda and correspondence.

Costs

Additionally, you will be responsible for all costs incurred on your behalf which typically include court costs, deposition costs, travel expenses, and standard office costs such as postage, photo copying, as well as other costs incurred in this matter. Copying services will be charged at a rate of .25 per page. Postage costs will apply for all items mailed, ranging from the normal first class postage rates up to and including any additional postal service charges. Facsimile costs will be billed based upon the number of pages and recipients in each instance. In addition, you will be responsible for advancing or reimbursing us for any direct out-of-pocket expenditures, for example, title search fees, filing fees, recording fees, court reporting fees, transcript costs, etc. Please note that due to circumstances beyond our control, costs incurred by the firm may not be processed by our vendors until after your final statement has been mailed to you for payment, therefore, you may be billed subsequently for any costs not previously included on your final statement.

Retainer

We will require a retainer in the amount of **\$15,000.00** payable to Huth & Pratt, to cover legal fees and costs as they are incurred. All retainers will be deposited in the Firm's trust account and will be applied toward the fees and costs incurred in this matter. We will bill against the retainer on a monthly basis; however, you will be billed for any fees and costs that exceed the retainer. In addition, should the retainer

be exhausted, payment of an additional retainer in an amount equal to or greater than the initial retainer may be requested and required before representation can continue. Upon completion of our representation, any balance will be returned to you after all legal fees are paid and all costs to the Firm have been reimbursed.

Billing

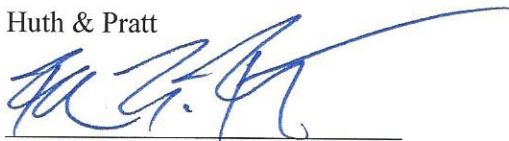
The firm will bill you on a monthly basis and payment is due upon receipt of our statement. Our statements will include the date each service is rendered, the initials of the attorney or paralegal providing the service, a brief narrative description of the service and the amount of time expended. Please make your checks payable to Huth & Pratt. Any unpaid balance that remains outstanding after 30 days will incur a 1% monthly finance charge on the unpaid balance. Furthermore, if our fees are not paid timely, we may terminate our services and withdraw from any proceeding or case then pending. Further, although you may be hiring the Firm in a representative capacity, you agree to be personally liable for the legal fees and costs incurred.

Additionally, should it become necessary, you agree to pay any costs and attorneys' fees incurred by this Firm in collecting any unpaid and outstanding balances owed, including fees and costs incurred in any legal or arbitration proceeding. Furthermore, should the Firm's services be terminated during a time when fees or costs are owed to the Firm, you hereby agree that in order to secure the Firm's right to payment, the Firm may impose a retaining lien on your documents, original papers or other items that may be in your file or which you have submitted to the Firm. Such retaining lien is intended to and actually secures the Firm's right to payment of its fees and costs. You agree to the Firm's right to impose on any monies or proceeds to which you may be entitled, through settlement or otherwise, a charging lien to secure and collect the Firm's unpaid fees or costs. You also agree that any monies or proceeds to which you may be entitled that result of the Firm's representation may be made payable to the Firm's trust account. Any monies or proceeds deposited into the Firm's trust account will be treated as a retainer. Venue for proceedings brought by the Firm to collect its fees and costs or to enforce the liens described herein, including arbitration, shall be in Palm Beach County, Florida.

Please sign this letter acknowledging and accepting the terms of our representation, and return it to me along with your check in the amount of \$15,000.00. We appreciate the opportunity to represent you in this matter and look forward to working with you.

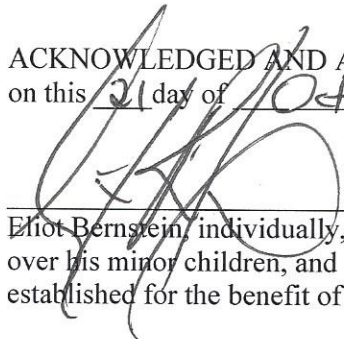
Very truly yours,

Huth & Pratt



By: Brandan J. Pratt, Esq.

ACKNOWLEDGED AND AGREED
on this 21 day of October, 2013



Eliot Bernstein, individually, as natural guardian
over his minor children, and as trustee of the trusts
established for the benefit of his minor children