

[Law Firm Name]
[Address]
[City, State, Zip Code]

[Date]

[Client Name or Lead Counsel Name]
[Address]
[City, State, Zip Code]

Re: Engagement for Local Counsel Services - [Property Name/Address]

Dear [Name],

This letter confirms the engagement of [Law Firm Name] ("Local Counsel") to represent [Client Name] ("Client") as special local counsel in connection with the real estate transaction involving the property located at [Property Address] (the "Transaction").

1. Scope of Services

The scope of our representation is limited to providing local advice regarding [State/City] law, which may include:

- Reviewing and commenting on closing documents for compliance with local law.
- Reviewing title insurance commitments and surveys.
- Issuing a local counsel legal opinion letter.
- Assisting with local entity authorization and good standing requirements.
- Advising on local recordation taxes and filing requirements.

We are not serving as lead counsel or tax counsel for this Transaction.

2. Fees and Billing

Our fees will be based on [hourly rates / a fixed fee of \$_____]. The Client shall also be responsible for out-of-pocket expenses such as filing fees, courier charges, and search fees. Invoices will be issued [monthly / at closing] and are due within [Number] days of receipt.

3. Retainer

We require an initial retainer of \$[Amount] before commencing work. This amount will be applied to the final invoice, and any unused portion will be refunded.

4. Conflicts of Interest

Based on the information provided, we have performed a conflict check and have identified no current conflicts regarding this representation. Please notify us immediately if additional parties are joined to the Transaction.

5. Termination

Either party may terminate this relationship at any time upon written notice, subject to our obligations under the Rules of Professional Conduct.

Please indicate your acceptance of these terms by signing below and returning a copy of this letter.

Sincerely,

[Attorney Name]
[Law Firm Name]

Agreed and Accepted:

By: _____
Name: [Name of Authorized Signer]
Title: [Title]
Date: _____