

[Your Name/Law Firm Name]  
[Address Line 1]  
[Address Line 2]  
[City, State, Zip Code]  
[Email Address]  
[Phone Number]

[Date]

[Recipient Name]  
[Title]  
[Company Name]  
[Address Line 1]  
[Address Line 2]

**RE: Letter of Intent for Legal Representation in Intellectual Property Securitization**

Dear [Recipient Name],

This Letter of Intent ("LOI") outlines the proposed terms under which [Law Firm Name] ("Counsel") will provide legal services to [Client Name] ("Client") regarding the securitization of the Client's Intellectual Property (IP) portfolio.

**1. Scope of Services**

Counsel shall provide legal guidance and documentation for the structural transformation of IP assets into tradable financial instruments. This includes:

- Due diligence and valuation oversight of the IP portfolio.
- Structuring the Special Purpose Vehicle (SPV).
- Drafting transfer and license-back agreements.
- Ensuring compliance with securities laws and UCC filings.

**2. Proposed Fee Structure**

The parties agree to a [Fixed Fee / Hourly Rate / Contingency Based on Issue Size] structure. An initial retainer of \$[Amount] is required upon execution of a formal Engagement Agreement.

**3. Confidentiality**

Both parties agree to maintain strict confidentiality regarding the proprietary IP assets and the specific financial structures discussed during this preliminary phase.

**4. Non-Binding Nature**

This LOI serves as a statement of intent and does not constitute a binding legal contract for services. A formal engagement is subject to a conflict-of-interest check and the execution of a definitive Legal Services Agreement.

**5. Term and Termination**

This LOI shall expire on [Date] unless extended by mutual written consent or superseded by a formal agreement.

If these terms are acceptable, please sign and return a copy of this letter.

Sincerely,

[Signature]

[Printed Name]

[Title]

**Accepted and Agreed:**

\_\_\_\_\_  
[Name of Client Representative]

[Date]