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

[Date]

[Client Name]
[Client Address]
[City, State, Zip Code]

RE: Engagement for Legal Services - Commercial Real Estate Asset Purchase Agreement

Dear [Client Name],

This letter confirms the terms upon which [Law Firm Name] ("the Firm") will represent [Client Name] ("the Client") in connection with the preparation, negotiation, and execution of a Commercial Real Estate Asset Purchase Agreement for the property located at [Property Address/Description].

1. Scope of Services
The Firm will provide the following services:
- Drafting and revising the Asset Purchase Agreement (APA).
- Conducting legal due diligence review.
- Negotiating terms with the Seller and their counsel.
- Coordinating the closing process and preparing closing documents.

2. Fees and Billing
Our professional fees for this matter will be based on [choose one: an hourly rate of $___ / a flat fee of $___]. In addition to fees, the Client is responsible for out-of-pocket expenses such as filing fees, courier charges, and search fees. Invoices will be sent [Monthly/at Closing] and are due within [Number] days of receipt.

3. Retainer
The Firm requires an initial retainer of $[Amount] before work commences. This amount will be held in our trust account and applied toward final fees and costs.

4. Client Responsibilities
The Client agrees to provide all necessary financial information, property records, and timely feedback to ensure deadlines are met.

5. Termination
Either party may terminate this engagement upon written notice. The Client remains responsible for all fees and costs incurred up to the date of termination.

Please sign and return a copy of this letter to indicate your acceptance of these terms.

Sincerely,

[Attorney Name]
[Law Firm Name]

Agreed and Accepted:

_____
[Client Name]
Date: _____