

**[Date]**

**[Landlord Name]**  
[Landlord Address]

**[Tenant/Assignor Name]**  
[Tenant Address]

**RE: Conflict of Interest Waiver regarding Lease Assignment for [Property Address]**

Dear [Landlord Name] and [Tenant Name],

This letter confirms that **[Law Firm/Attorney Name]** (the "Firm") has been requested to represent both **[Landlord Name]** ("Landlord") and **[Tenant Name]** ("Tenant") in connection with the preparation and execution of a Lease Assignment and Consent Agreement for the premises located at **[Property Address]**.

The Firm has informed both parties that a potential conflict of interest exists because the interests of the Landlord and the Tenant may be adverse in negotiating the terms of the assignment, the release of liability, and future obligations under the Lease.

By signing this letter, both Landlord and Tenant acknowledge the following:

- The Firm has disclosed the nature of the dual representation and the risks involved.
- Both parties have been advised of their right to seek independent legal counsel.
- Information shared by one party with the Firm regarding this specific matter may not be privileged from the other party.
- In the event of a direct dispute or litigation between Landlord and Tenant arising from this assignment, the Firm may be required to withdraw from representing either party.

The parties hereby waive any conflict of interest arising from the Firm's simultaneous representation in this specific transaction and authorize the Firm to proceed.

Sincerely,

[Attorney Signature]  
[Law Firm Name]

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**AGREED AND ACCEPTED:**

**LANDLORD:**

By: \_\_\_\_\_  
Name: [Print Name]  
Date: \_\_\_\_\_

**TENANT:**

By: \_\_\_\_\_  
Name: [Print Name]  
Date: \_\_\_\_\_