

**Date:** [Insert Date]

**To:**

[Partner Name 1]

[Partner Name 2]

[Partner Name 3]

**Re: Joint Representation and Conflict of Interest Waiver regarding the formation of [Proposed Partnership Name]**

Dear [Partner Names],

This letter confirms that you have requested [Law Firm/Attorney Name] to represent all of you collectively in connection with the formation of [Proposed Partnership Name] (the "Partnership") and the drafting of the Partnership Agreement.

### **1. Joint Representation**

In this matter, we will be representing the interests of each of you jointly. Our goal is to assist you in reaching a common agreement regarding the structure and operation of your business.

### **2. Potential Conflicts of Interest**

While you currently share a common goal, your individual interests may differ regarding profit distributions, management control, withdrawal rights, and liability. In a joint representation, if a dispute arises between you, we may be unable to continue representing any of you in this specific matter. You should consider whether you wish to seek independent legal counsel to review the agreement on your individual behalf.

### **3. Confidentiality and Privilege**

In a joint representation, there is no expectation of confidentiality between the clients. Any information provided to us by one partner regarding the formation of the partnership will be shared with the other partners. However, the attorney-client privilege will still apply against third parties.

### **4. Withdrawal**

If a conflict develops that cannot be resolved, or if one partner asks us to withhold material information from the others, we will be required to withdraw from representing all of you in this matter.

### **5. Waiver and Consent**

By signing below, you acknowledge that you have been advised of the potential conflicts, have had the opportunity to consult with independent counsel, and waive any conflict of interest arising from our joint representation of all partners in the formation of this Partnership.

Sincerely,

[Attorney Name]  
[Law Firm Name]

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### **Acknowledgment and Consent**

I have read this letter, understand the risks associated with joint representation, and hereby consent to the joint representation by [Law Firm/Attorney Name].

\_\_\_\_\_  
[Partner Name 1 Signature] | Date

\_\_\_\_\_  
[Partner Name 2 Signature] | Date

\_\_\_\_\_  
[Partner Name 3 Signature] | Date