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LAW OFFICES DYKEMA GOSSETT

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Re: Adoption Services

Dear _____

Thank you very much for selecting our firm to provide legal assistance to you in adopting a newborn through a direct placement adoption in Michigan. This letter outlines the basic business terms of our engagement. If you have questions concerning any of the information provided in this letter, please do not hesitate to ask.

We will represent you in the adoption of an infant expected to be born to _____. Our representation will consist of advising you regarding and assisting in managing your adoption plan, preparing and filing all court pleadings applicable to adoptive parents in a Michigan direct placement adoption, and arranging court hearings, and appearing in court regarding the adoption.

Dykema Gossett requires a prepaid fee of \$3,500 for adoption services prior to commencing work on an adoption plan. We apply this prepaid amount to our bills as they are incurred at our current hourly rate. If the prepaid amount exceeds the final total hourly fees and disbursements for our services, we will refund the balance to you. If our hourly fees and disbursements exceed the prepaid amount, we will request a second prepaid amount, and so on until our work is concluded.

We bill for adoption services on an hourly basis. My current billable rate for calendar 2003 is \$225. This hourly rate is subject to change, and typically changes annually. In order to contain costs, we may use the services of a paralegal assistant whose current billable rate is lower, or our clerical/administrative support staff for whom we do not bill at all. Judgments as to which staff is most appropriate in a particular instance are based solely on the nature and complexity of the specific task at hand. Our charges include phone calls, correspondence, document preparation, document review, travel time, legal research, court appearances, and related services.

We also bill for out-of-pocket disbursements that we may advance on your behalf. These expenses generally include, where applicable, such items as long-distance telephone charges, computer research terminal time and printing costs, photocopying, hand-delivery and courier services, extraordinary mailing charges, facsimile transmission charges, and filing, recording, certification and registration fees charged by courts or governmental agencies. In circumstances where substantial costs are involved, we will ask that you pay third parties directly. Although costs are generally included in a monthly invoice, we reserve the right to bill for costs as they are incurred.

A monthly invoice will be furnished which will describe the legal services rendered and include an itemized description of charges and out-of-pocket costs paid by us on your behalf. We will apply the prepaid amount against our incurred fees. We reserve the right to suspend work for you if you do not replenish prepaid amounts upon request and insufficient funds are on hand at Dykema Gossett to cover our hourly fees and disbursements.

Payment of our incurred fees and out-of-pocket expenses is due whether or not the birth mother places her child with you, and whether or not an adoption is finalized.

Finally, we wish to clarify the scope of our representation and its effect upon our relationships with other existing and future firm clients. Because we are representing you in your individual capacity strictly for the purposes of an adoption, the scope of our services is defined and limited. Accordingly, we reserve the right in the future to represent other clients that may have interests adverse to yours in any matter other than an adoption, including without limitation health care clients.

I am delighted that you have chosen to refer this matter to Dykema Gossett. Our goal is always to provide excellent service to our clients and to be responsive to their needs. Please be sure to let us know how we can best assist you in the adoption process.

Your signatures at the bottom of this engagement letter signify your agreement with the business terms contained in the letter. Please keep one copy for yourself and provide one signed copy for our office along with your prepaid amount.

Cordially,

DYKEMA GOSSETT PLLC

Joanne R. Lax