

WEINBERG PARTNERS, LTD.

CPAs & International Tax Advisors

Date:

Company Name:

Stock Exchange & Ticker Symbol:

Name of CEO:

Date:

This engagement letter outlines the terms and the public company taxation services we will provide to the entity listed above, and, if applicable, its consolidated subsidiaries.

- We will prepare all required U.S. and applicable state corporation or consolidated corporation income tax returns for the fiscal year(s) indicated above, with all applicable informational disclosures, including but not limited to shareholder ownership, foreign ownership, foreign operations, and U.S. operations for a foreign corporation.

The preparation of tax returns does not include any procedures designated to discover fraud, defalcation, or other irregularities, should any exist. The returns will be prepared from information you provide to us and what is reported on the SEC website related to your mandatory reporting to the SEC. The tax returns will be prepared in accordance with the appropriate federal and state income tax laws and regulations, and we may request additional information, such as supplemental schedules from you to support our tax return positions, or provide the detail necessary to comply with IRS regulations. You have the final responsibility for your income tax return. Therefore, you should review all returns carefully before signing and filing.

The IRS permits you to authorize us to discuss aspects of your return with them and your consent granting us such authority is evidenced on the tax return. We will "check that box" authorizing potential discussions with the IRS unless you tell us otherwise.

We will use our judgment in taking tax return positions where law is unclear, or subject to interpretation, and, unless otherwise instructed by you, we will resolve such issues to your favor and within the boundaries and adherence of professional standards.

Weinberg Partners, Ltd.
Certified Public Accountants & Chartered Accountants

1180 N Center Drive, Suite 100, Las Vegas, Nevada 89144
Phone: 702.761.6800 Fax: 847.821.1110

250 Parkway Drive, Suite 150, Lincolnshire, Illinois 60069
Phone: 847.821.1100 Fax: 847.821.1110

American Institute of CPAs | Canadian Institute of Chartered Accountants

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Our Fees for these services, per year, are \$10,000 for a stand-alone U.S. public company, plus \$750 for each state tax return prepared; an additional \$2,500 for each subsidiary included in a consolidated filing; an additional \$2,500 for foreign ownership disclosures; an additional \$2,500 for each foreign country you did business in; and an additional \$3,000 for a foreign corporation required to file a U.S. corporation tax return. A Retainer of \$5,000 is required to commence the engagement and our wire instruction is as follows:

Weinberg Partners, Ltd.
Routing: 271972899
Account: 7100026240
Bank Financial FSB
Phone: 800.894.6900
Address: 21110 S Western Avenue, Olympia Fields, Illinois 60461

Our fees are due and payable at the completion of tax returns and/or upon presentation of our Invoice.

Please fill out the Public Company Tax Services Engagement Letter below and email to paul@weinbergpartners.com or fax to [847.821.1110](tel:847.821.1110)

Signature of Authorized Representative Date

Print Name

Acknowledged:

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