
Date

Mr. Stephen Sunderland
Optimal Spaces Inc.
112 West 34th Street, 18th floor
New York, NY 10120

Dear Mr. Sunderland:

We agree to pay Optimal Spaces Inc. \$250.00/hour for brokerage services. We agree to a retainer for the minimum of 4 hours. Optimal Spaces will only incur additional hours at the direct request of the client.

This agreement shall be effective for one year from the date above written and may be canceled by either party after six (6) months by giving the other party thirty (30) days prior written notice of cancellation by Certified Mail, Return Receipt Requested.

We agree to refer all inquiries, proposals and offers, during the term of this agreement to Optimal Spaces Inc., including those from brokers, lessees, lessors and owners.

We understand that notwithstanding the expiration or termination of this agreement, for a period of six months, we shall recognize, protect and act solely through Optimal Spaces Inc. as broker with respect to any space or property which you submitted to us, directly or indirectly, or for which negotiations, conversations or dealing were had during the term of this agreement. In such case we agree to protect Optimal Spaces's right to its commission and negotiate for such property solely through Optimal Spaces. Within thirty days of the expiration or other termination of this agreement, Optimal Spaces agrees to provide us with a list with respect to the properties for which it is protected.

This agreement, which constitutes the entire agreement between us, may not be discharged or modified except by an agreement in writing signed by both parties hereto.

Agreed & Accepted:

By: _____

By: _____

Stephen Sunderland
Senior Managing Director