

The Law Office
Of
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Fee Schedule
New Virginia Stock Corporation
2021

Greetings and thank you for your contact to my law practice.

The following schedule sets forth a Standard Fee for the incorporation and organization of a new Virginia stock corporation.

The Standard Fee (which includes legal fees and costs) is intended to reflect the overall value of the services rendered, as well as the anticipated time and effort involved.

Once the Corporation has been incorporated and organized, and for your consideration, I also have provided information about ongoing legal services I offer when serving as Registered Agent for the Corporation (**Section IV, below**).

I.
Legal Services Covered by Standard Fee

A. Initial consultation, to include review of client's business and financial information and purpose of Corporation, as well as discussion and recommendation of proper business structure and operating advantages thereto.

B. Additional consultation about operation of the Corporation, including initial capitalization; shareholder interests, ownership configuration; management responsibilities; banking resolutions; other state registration and local license requirements; and corporate formation and organization documents.

C. Preparation of the following corporate documents: Articles of Incorporation; Form 2848, Power of Attorney; Form SS-4, Application for Employer Identification Number; Form 2553, Application for S Election (if applicable or by Corporation's Accountant); Subscriptions for Stock; Organizational Meeting Consent of Directors and Shareholders; Bylaws;

Shareholder Agreement (multiple shareholders, only); Assignments (as applicable); Certificates of Assumed Name (as applicable).

D. Delivery of executed original corporate documents, sequentially organized, in personalized Minute Book for the Corporation.

The Standard Fee includes the cost of the initial consultation. If, however, the client declines the engagement, there is a charge of \$250 for the consultation payable at that time.

Expenses incurred for filing and recording fees, messenger service, express mail, and similar charges are included as costs in the Standard Fee. Travel within the Greater Richmond area, long distance telephone calls, and photocopying are provided without charge.

II.
Standard Fee for Formation and Organization
of
New Virginia Stock Corporation

Legal Fees

One Shareholder	\$ 500
Two Shareholders (Related Parties)	\$ 750
Two Shareholders (Unrelated Parties)	\$1,500
Each Additional Shareholder, Add	\$ 500

Costs

Filing Fee: State Corporation Commission	\$ 100
Materials, Stock, Minute Book, Mailings	\$ 125
Certificate of Assumed Name	\$ 25

If you decide to engage my legal services to form and organize your new stock corporation, I request full payment of the Standard Fee be remitted at the first meeting.

The Standard Fee is earned and non-refundable when the Articles of Incorporation are filed with the State Corporation Commission ("SCC") and a working draft of the Corporation's organization documents is presented to you.

Within seven to ten business days of our first meeting, a working draft of the Corporation's organization documents will be prepared and made available to you for your review and comment; they will be sent to you by

email, fax, or U.S. mail, whichever is most convenient for you; a telephone conference will be scheduled shortly thereafter to discuss any comments you may have about the draft documents.

I ask that you plan to schedule a second meeting within two weeks of our first meeting, so that you may execute the Corporation's documents, or I can arrange separate electronic transmittal and return of the signature pages for execution if more convenient for you.

Except in unusual circumstances discussed and approved beforehand, all representations starting new stock corporations are expected to be completed within two to four weeks of our first meeting. Once the draft organizational documents are delivered to you, if more than thirty (30) days pass without their completion and signature because of additional time requested by the client, then additional legal fees may be charged in an amount determined by me, or the representation may be terminated without completing or signing the documents and with all fees deemed earned and paid and not refundable.

Please bring your calendar with you to our first meeting so we may schedule the subsequent meetings and conferences at that time.

I look forward to the opportunity to assist you with this important representation

IV. Registered Agent for the Corporation

Every Virginia stock corporation must have a Registered Agent, whether a lawyer or a Director or Officer of the Corporation, the Registered Agent also having to be resident in Virginia.

If so named in the Articles of Incorporation, or if so appointed thereafter, then I serve as Registered Agent for the Corporation and I'm pleased to do so.

Serving as Registered Agent is an undertaking, a responsibility, and a legal service for which I charge legal fees and I'm going to ask the Corporation to make a decision about my continued service.

Here're the particulars about the service, about what I offer the Corporation as Registered Agent.

A. Registered Agent Service for the Corporation. As Registered Agent, I'll act as "gatekeeper" for any process or official notices

served on the Corporation and advise you of actions required. During the course of the year, I'll send you the Corporation's Annual Report and Annual Registration Fee Assessment that I'll receive from the SCC as Registered Agent, with instructions about executing the respective documents, paying the SCC, filing with the SCC, and placing the documents in the Corporation's Minute Book which I will have previously sent to you.

I'll also continue to follow up with you if the SCC contacts me about missing or delinquent filings or payments, all to ensure the Corporation remains in current compliance with its filing and payment requirements under Virginia law.

Note: If legal work for the Corporation other than serving as Registered Agent is needed or requested, such as reviewing or preparing documents, handling a matter, delivering some other legal service, and you want to engage me, then (i) I would advise you of same, (ii) there would be additional fees for those legal services I render, (iii) and I would quote a legal fee for such services, for your approval, before undertaking them.

Note: Similarly, if a legal service for the Corporation is needed or requested that I cannot provide, because outside my practice expertise, then I'll advise you of such and assist in securing or referring other counsel to the Corporation for that purpose.

B. Fees and Costs; Billings and Payments. If the Corporation desires that I continue to serve as Registered Agent, or that I newly serve as Registered Agent, then the annual legal fee for my Registered Agent Service is **\$400.00**, which I bill in two installments each year.

On **January 1st** each year, I'll send the Corporation a First Billing Statement for **\$200.00**, requesting payment by **January 10th** – then, on **July 1st** each year, I'll send the Corporation a Second Billing Statement for **\$200.00**, requesting payment by **July 10th**.

I'll also email you a notice about each upcoming Registered Agent Billing thirty days or so before, so I can keep you informed about it.

With each Billing Statement for Registered Agent Services, I'll send along a stamped self-addressed return envelope in which the Corporation can place payment to me for your return mailing convenience.

Note: For legal services I deliver other than as Registered Agent, my billing rate is \$200 per hour; I can usually give a range of what time may be incurred and what legal fees may be charged for a particular matter, based on my judgment and experience handling such, and I ask for retainers for

that purpose; I also charge for costs that may be incurred, whether for filing fees, mailings, materials, so forth, in an amount I'll provide beforehand, including that I may ask you to advance the payment of certain costs, depending on type and amount.

C. Cancelling or Changing the Registered Agent Service.

Please know that, at any time, you and the Corporation can cancel my representation and discharge me as Registered Agent: that's yours and the Corporation's prerogative for any reason you and the Corporation find satisfactory.

In a similar manner, I reserve the right to cancel and disengage as Registered Agent for the Corporation, if I decide such is necessary, the same, if done by me, to be done in an orderly manner, consistent with my responsibilities as a licensed Virginia lawyer.

D. How to Sign Up for Registered Agent Services. Within thirty (30) days of the Corporation's incorporation, I'll send you a letter asking you to let me know if you desire that I continue serving as Registered Agent for the Corporation, as outlined here, and I'll ask that you let me know within a couple of weeks thereafter.

If you no longer want me to serve as Registered Agent, or if I don't hear from you, then I'll send you the form you can file with the SCC to right away name another person to serve in that capacity as well as give you the SCC contact information if you want to make the Registered Agent change online.

E. Conclusion. As I look ahead, please know that I look forward to the opportunity to handle this important representation for you and the Corporation for many years to come. If I've served as the Corporation's Registered Agent from the beginning, or if I'm newly serving, it's been my privilege to do so: I want the Corporation to stay with me ... I hope the Corporation will.

Thank you.

With best personal regards, I remain

Very truly yours,

J. Steven Erie

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