



09 August 2007

Mr. Joe Mattingley
General Manager
Galena Territory Association, Inc.
2000 Territory Drive
Galena, IL 61036

Re: Facilities Assessment of the Original Clubhouse and Pool
Galena Territory Association, Inc. (GTA) Owner Club Complex

Dear Joe:

As arranged with Dave Olenburg of GTA, Williams Associates and our team of consultants will be on site Wednesday 15th of August to begin our assessment of your Owner Club Facility. This Letter of Proposal serves as our agreement to perform this Due Diligence / Existing Condition Study.

SCOPE OF SERVICES

A. Due Diligence / Existing Condition Study

The scope of our Due Diligence / Existing Condition investigation will include examining the existing original clubhouse and pool and existing in its current condition while the pool is in operation. We have assembled our aquatic, electrical and mechanical engineers to visit this site comprising of full engineering / architectural team to assess and evaluate all the existing conditions that we find at the facility. This will include an in depth review of all the systems and as-built conditions. Our findings are then will be incorporated into the written report that will be presented to you.

Our assessment of the existing facility will include:

- a. Architectural review.
- b. Basic handicapped accessibility observed.
- c. Basic code issues observed.
- d. The review of all structural elements.
- e. Review by our mechanical / electrical engineer all mechanical, electrical and plumbing elements.
- f. Review by our aquatic engineer all elements and features of all pool systems and features including the filtration pumps, gutters, piping controls, pools, decks, etc.

Please have copies of existing documents available for our use on site and to take office back to office with us. We will ask that appropriate operations staff tour the facility with us and be prepared to discuss on site issues they may have.

Our written report will include the following:

1. Executive summary.
2. Architectural building review including ADA and code issues, and structural assessment.
3. Mechanical, plumbing and engineering review by WT Engineering.
4. Aquatic review by Williams Aquatics.
5. Existing condition photographs

Proposed Fees

We will provide all of the due diligence existing study services listed above on a lump sum fee basis of Five Thousand Dollars (\$5,000) based on the rate table listed below.

RATE TABLE

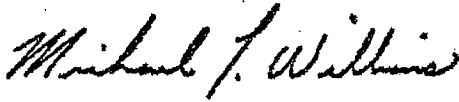
Principal II.....	\$ 165.00/Hour
Principal I.....	\$ 147.00/Hour
Senior Associate	\$ 133.00/Hour
Associate / Project Manager	\$ 120.00/Hour
Architect III	\$ 107.00/Hour
Architect II	\$ 96.00/Hour
Architect I	\$ 88.00/Hour
Project Coordinator IV.....	\$ 80.00/Hour
Project Coordinator III	\$ 70.00/Hour
Project Coordinator II	\$ 60.00/Hour
Project Coordinator I.....	\$ 52.00/Hour
Project Technician II.....	\$ 40.00/Hour
Project Technician I.....	\$ 31.00/Hour
Construction Principal	\$ 140.00/Hour
Construction Administrator II	\$ 130.00/Hour
Construction Administrator I	\$ 120.00/Hour
Estimator	\$ 125.00/Hour
Marketing Coordinator.....	\$ 120.00/Hour
Graphics Coordinator	\$ 87.00/Hour
Accounting.....	\$ 88.00/Hour
Administrative.....	\$ 88.00/Hour
Secretarial	\$ 80.00/Hour
Clerical	\$ 57.00/Hour
Director of Interior Design.....	\$ 110.00/Hour
Interior Designer V	\$ 84.00/Hour
Interior Designer IV	\$ 70.00/Hour
Interior Designer III	\$ 56.00/Hour
Interior Designer II	\$ 44.00/Hour
Interior Designer I	\$ 32.00/Hour

At this time we have not included attendance at meetings. If requested we will provide these Additional Services on a fee hourly basis at the listed rates. Our engineering consultants have

billable rates that are comparable to ours. We shall mark up our consultants invoice for Additional Services times at a 1.15 multiplier.

Williams Architects will invoice you on a monthly basis for the work accomplished in the prior month. Payments are due within 30 days. If you are in agreement with the terms and conditions with of this Letter of Agreement, please sign and date below and return a copy to our office at your earliest convenience. We are available to begin this project on the 15th of August. Thank you again for this wonderful opportunity to provide architectural services to the Galena community. If you have any additional questions or comments, please do not hesitate to contact our office.

Cordially,

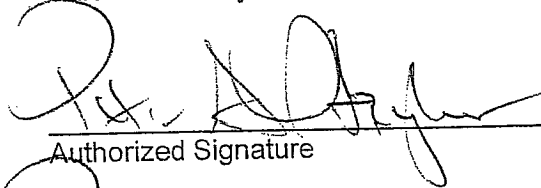


Michael T. Williams, AIA
Principal

xc: Steve M. Mihelich / Williams Architects
Sonja L. Sporleder / Williams Architects

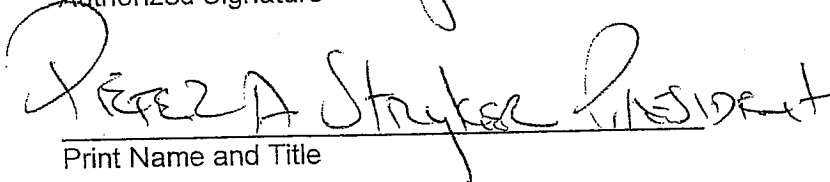
Approved by:

Galena Territory Association, Inc.



Authorized Signature

8/14/07
Date



Print Name and Title

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