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July 27, 2010

VIA HAND DELIVERY

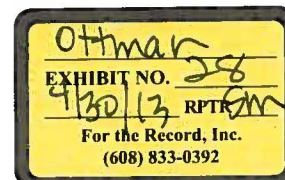
Tad Ottman
Office of State Senator Scott Fitzgerald
Room 202 South, State Capitol
Madison, WI 53703

Re: Confidentiality and Nondisclosure Related to Reapportionment

Dear Mr. Ottman:

Michael Best & Friedrich LLP ("MB&F") is currently engaged to represent the Senate Republican Leadership ("Republican Leaders") in connection with matters relating to the reapportionment of the Wisconsin Senate, Assembly and Congressional Districts arising out of the 2010 census (the "Representation"). This letter will confirm our understanding concerning work performed by you in connection with the Representation. All work performed by you in connection with the Representation shall be for the sole purpose of assisting MB&F in rendering legal advice to the Republican Leaders. Said work contemplates services of a character and quality that are adjunct to our services as lawyers and you shall perform said work at our direction. Accordingly, all communications between you and MB&F, as well as communications with the Republican Leaders, and work performed by you in connection with the Representation, shall be confidential and made solely for the purpose of assisting counsel in rendering legal advice.

You will not discuss with or otherwise disclose to anyone, or with any entity, other than MB&F and the Republican Leaders, without our written authorization, the nature or content of any oral or written communications or of any information or work performed related to the Representation. You will not disclose or permit inspection of any papers or documents related to the Representation without our written authorization in advance. All work papers, records or other documents or other things regardless of their nature and the source from which they emanate, which are related to the Representation, shall be held by you solely for our convenience and subject to our own qualified right to instruct you with respect to possession and control. Any work papers or materials prepared by you, or under your direction, belong to the Republican Leaders pursuant to the Representation, and every page must be sealed or otherwise stamped "Attorney/Client Work-Product Privilege Confidential."





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In order to confirm the foregoing understanding, please sign on the line indicated below. If you have any questions, please call me at the above number.

Sincerely,

MICHAEL BEST & FRIEDRICH LLP

Eric M. McLeod

EMM/skt

APPROVED AND AGREED UPON:

Tad Ottman

Date: July 27, 2010.