



**Constantinople & Vallone Consulting LLC**

The Woolworth Building, 233 Broadway, Suite 830, New York, NY 10279

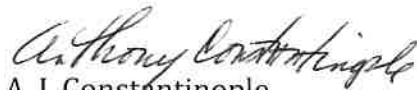
Chaim Berger  
Upgrade Resources, LLC  
1642 63rd Street  
Brooklyn, NY 11204

Dear Mr. Berger:

This memo shall confirm our understanding that Constantinople & Vallone Consulting LLC (C&V) has been retained for 2023 and 2024 to lobby on behalf of Upgrade Resources, LLC effective January 1, 2023 before the New York City Executive and Legislative branches and Agencies and New York State Executive and Legislative branches and Agencies. Constantinople & Vallone Consulting will be compensated by receiving \$6,000 per month plus reasonable expenses for such representation.


Please confirm your understanding of the foregoing by signing and returning the original copy of this letter to the undersigned.

Very truly yours,

  
A. J. Constantinople  
Constantinople & Vallone Consulting LLC

AGREED AND ACCEPTED;

Upgrade Resources, LLC

By:   
Chaim Berger  
President