

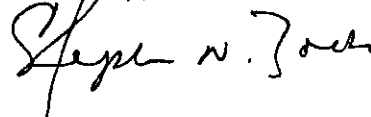
Mr. Robert Meyers
July 27, 2001
Page 2

Michael Kosnitzky is a minority shareholder of the firm (as am I) who sits on the board of the PHT. He, will not attend, or in any way be involved in any aspect of this case including the settlement conference. Mr. Kosnitzky is a transactional attorney that has never met anyone from Walbridge, and has no knowledge of the facts of this case. Mr. Kosnitzky will at no time be involved in this case.

Please advise this firm whether an ethical conflict exists simply by being copied on letters between attorneys for the PHT and Walbridge's in-house counsel. I will not be appearing before the PHT Board on behalf of Walbridge in this matter, since this case will be settled or suit will be filed. All communications with the board in either case will be by Mr. Hartog not the undersigned. Additionally, in the future, I will no longer be copied on correspondence between the PHT and Walbridge. Finally, Mr. Kosnitzky will abstain from voting or partaking in any hearings related to approval of the settlement.

Please provide me with an advisory opinion as to whether an ethical conflict exists in this matter. Your immediate attention to this matter will be appreciated since we await your response before attending the settlement conference on August 1, 2001.

Sincerely,



STEPHEN N. ZACK

SNZ:mm

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July 27, 2001

Via Facsimile and U. S. Mail

Mr. Robert Meyers
Executive Director
Miami Dade Commission on Ethics
19 West Flagler Street, Suite 220
Miami, Florida 33130

Re: Ethics Opinion/Zack Kosnitzky, P.A.

Dear Mr. Meyers:

By way of this letter, I hereby request an opinion regarding whether a conflict exists that may not be waived. The following are the pertinent facts:

My client, Walbridge Contracting Inc., ("Walbridge") entered into a construction contract with the Public Health Trust ("PHT") to build certain buildings on the Jackson Memorial Hospital property. Walbridge performed under the contract and now a dispute has arisen between it and the PHT regarding payment of certain claims with respect to the work that was performed.

Currently, a settlement conference is scheduled to take place between Walbridge and the PHT on August 1, 2001. Should this matter settle at that time, the attorneys for the PHT will take the matter before the PHT board for approval. If the matter does not settle, Walbridge will file suit against the PHT. In neither event will this firm appear before the PHT.

I have been advised by Miami-Dade County's attorney, Jack Hartog that he believes a "non-waivable" conflict exists. Mr. Hartog claims that this conflict arises due to the fact that I have been copied on letters from Walbridge's in-house counsel.

INQ 01-36

ZACK KOSNITZKY, P.A.
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FACSIMILE TRANSMISSION

DATE: FRIDAY, JULY 27, 2001

PLEASE DELIVER THE FOLLOWING TO:

NAME: ROBERT MEYERS

COMPANY: MIAMI-DADE COMMISSION ON ETHICS

RECIPIENT'S FACSIMILE No.: (305) 579-2656

RECIPIENT'S CONFIRMATION No.:

TOTAL NUMBER OF PAGES INCLUDING THIS PAGE: _____

THIS FACSIMILE IS FROM:

NAME: STEPHEN N. ZACK

REFERENCE No.: 14278.008

MESSAGE: *Please see attached.*

IF YOU HAVE ANY DIFFICULTY IN THE RECEIPT OF
THIS TRANSMISSION, PLEASE CALL (305) 539-8400
AND ASK FOR EXTENSION 239

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