

Saltmarsh

Saltmarsh, Cleaveland & Gund
CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS

January 19, 2010

Mr. Eric Nickelsen, Chairman Audit and Finance Committee
Florida Institute for Human and Machine Cognition
40 South Alcaniz
Pensacola, Florida 32502

Dear Mr. Nickelsen:

Thank you for the opportunity to present our fee proposal to continue to provide auditing services to Florida Institute for Human and Machine Cognition (IHMC). As you know, Saltmarsh Cleaveland & Gund has been one of Florida's leading locally owned professional service providers for over 60 years. Working with a large not-for-profit and governmental clientele, we understand the environment in which you operate and have many years of experience serving clients just like you. This level of understanding takes years to develop. We hope you will consider these factors in your review of our fee proposal.

We will spare no effort – now or in subsequent years – to find common ground for providing the level of services you require, at a reasonable cost.

Based on our ongoing relationship with IHMC, we estimate that our audit fee for the year ending June 30, 2010 will not exceed \$42,000. This is a 2% increase over the June 30, 2009 audit fee. This fee estimate is based on the understanding that the overall condition of the financial and accounting records is excellent and that we will receive the support from your personnel necessary for the preparation of requested schedules and other supporting documentation. Whenever possible, we will use your personnel to assist us. This effort can reduce our time requirements and help you hold down audit fees. However, if significant additional time is necessary, we will discuss it with you and arrive at a new fee estimate before we incur the additional costs.

We will also continue to prepare the Federal Form 990 - (Return of Organization Exempt from Income) with supporting schedules for the year ended June 30, 2010 for IHMC. Our proposed tax fee for these services will be based upon the amount of time required at standard billing rates plus out-of-pocket expenses, except that we agree it will not exceed \$2,500. This is the same fee billed for preparation of the June 30, 2009 Form 990.

In addition, the above proposals are based on a three-year contract with Saltmarsh and will remain at the stated fee amounts for each year ending June 30, 2010, 2011 and 2012.

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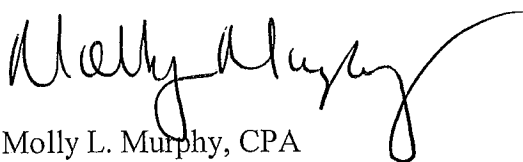
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In summary, we believe that Saltmarsh meets and exceeds the qualifications you need and expect from your audit service provider. Our qualifications include:

- A dedicated team of audit professionals providing a level of skill and experience that is unsurpassed
- Our strong reputation with the not-for-profit and governmental communities, covering more than 60 years
- Our commitment to the highest standards of quality and professionalism, as evidenced by our successful peer reviews

We appreciate the opportunity to present this fee proposal and trust that you will find it complete and responsive to your request. We would be extremely proud to continue to serve FIHMC as your independent auditors.

Sincerely,

A handwritten signature in black ink, appearing to read 'Molly Murphy', with a long, sweeping horizontal line extending to the right.

Molly L. Murphy, CPA
Shareholder