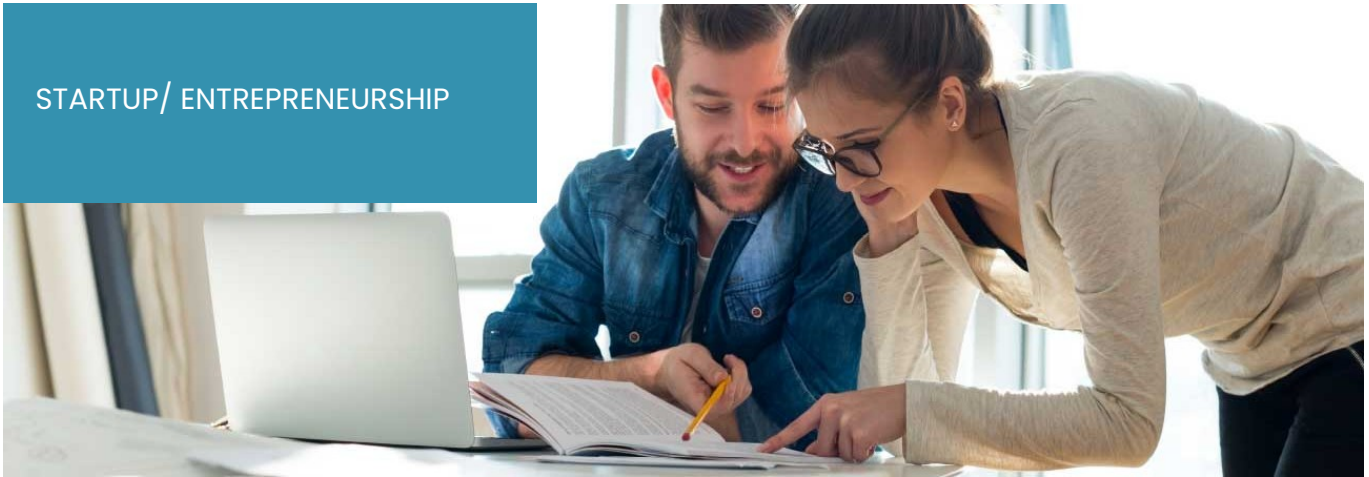


STARTUP/ ENTREPRENEURSHIP



OVERVIEW

It's a long way from idea to viable business enterprise – and longer still to become a profitable and thriving company. Practical, cost-effective, and efficient legal counsel can make that path easier, helping entrepreneurs make decisions that can mitigate risk, protect assets, safeguard intellectual property, and establish sound business practices.

Foulston Siefkin has a long record of serving small businesses with big ideas – many of which become large national or international companies. Even companies that are now household names once had to struggle with the challenges of building a business. That's when the experience of a law firm and team familiar with startups and new enterprises can really make a difference.

From idea through entity selection and business formation to intellectual property, employment agreements and policies and real estate decisions, our lawyers understand the steps necessary to help a startup succeed. Later-stage matters might include private equity and debt financing, negotiating strategic partnerships, supply chain management and contracts, mergers and acquisitions, public offerings, private placement of securities, and management succession planning. All along the way, Foulston's team can help a young company or entrepreneur navigate a sometimes-rocky path.

Additionally, Foulston is a founding member of the Matchstick Alliance, a coalition of four companies who joined together to deliver support and resources to the entrepreneurship community. These four companies: Foulston, AGH, High Touch Technologies, and Gardner Design, work with qualified, vetted startups who need legal, accounting/consulting, technology, and/or marketing services. The Matchstick Alliance invests in these startups with a delayed-fee structure and an integrated service model.

Foulston's start-up/entrepreneurship group includes attorneys who practice in a broad range of areas typically needed for growing businesses, including tax and business, labor and employment, intellectual property, executive compensation and employee benefits, business valuation, and real estate. Our

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attorneys also work with business owners handling personal legal services, which might range from simple wills to adoptions, complex estate planning, and investments.

AREAS OF REPRESENTATION

- Business valuation
- Buy-sell agreements
- Charitable giving
- Commercial loan financing
- Employee benefits
- Employment contracts
- ESOP
- Estate & financial planning & probate
- Family business succession
- General corporate matters
- Intellectual property
- Joint ventures
- Management succession
- Management training & leadership
- Mergers & acquisitions
- Non-compete agreements
- Private placement of securities
- Real estate
- Shareholder relations
- Stock purchase
- Taxation

EXPERIENCE

- Opined upon taxability of contingent-consideration sale of interests in internet start-up company.
- Negotiated and closed numerous tax-free forward and reverse triangular mergers involving public and privately held banks, hospitals, oil and gas companies and restaurants.
- Advised various businesses on entity structuring and tax disclosures for offering memoranda and filings in connection with public and private securities offerings.
- Provided tax assistance in formation of off-shore biotech startup company.

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