

Initial Business Planning Worksheet

Duvall Law Firm, LLC
Planning & Protecting for the Future

IF POSSIBLE, PLEASE RETURN THE COMPLETED WORKSHEET TO OUR OFFICE
PRIOR TO YOUR APPOINTMENT VIA MAIL OR FAX.

Business Information

Current or Proposed Business Name _____

Type: To be discussed Limited liability company C Corporation S-Corporation General Partnership
 Limited Partnership/LLP/LLLP Nonprofit Sole proprietorship Other: _____

Tax structure of existing business: _____
 S Corporation C Corporation Partnership Subchapter K Disregarded Entity

Formation State: _____

Street Address _____ City _____ State _____ Zip _____

Telephone _____ E-mail Address _____

Reason for Business Planning Inquiry

Important Questions

| (Please check "Yes" or "No" for your answer) | Yes | No |
|---|--------------------------|--------------------------|
| Should business activities be limited to specified business purpose, such as provision of professional services? <i>Describe</i> _____ | <input type="checkbox"/> | <input type="checkbox"/> |
| Does or will this business conduct activities in states other than the state in which it is formed? <i>List</i> _____ | <input type="checkbox"/> | <input type="checkbox"/> |
| Do you know of any actual or potential litigation against the company or any of its owners? <i>Describe</i> _____ | <input type="checkbox"/> | <input type="checkbox"/> |
| Do you know of any actual or potential tax, bankruptcy, or administrative proceedings against the company or any of its owners? <i>Describe</i> _____ | <input type="checkbox"/> | <input type="checkbox"/> |
| Does or will this business have different classes of equity that entitle the owners to different voting or economic rights? | <input type="checkbox"/> | <input type="checkbox"/> |

Other Advisors

| Name | Telephone |
|---------------------------------|-----------|
| Current Attorney (if any) _____ | _____ |
| Accountant _____ | _____ |
| Financial Advisor _____ | _____ |
| Life Insurance Agent _____ | _____ |

Ownership Information

Full Name _____

Type: Individual Business or organization

If individual: Prefer to be called _____ US Citizen? _____ Residence County _____

If business: Business Type _____ Formation State _____

Street Address _____

City _____ State _____ Zip _____

Telephone _____ E-mail Address _____

Role: Owner Manager/Director Officer Other: _____

Full Name _____

Type: Individual Business or organization

If individual: Prefer to be called _____ US Citizen? _____ Residence County _____

If business: Business Type _____ Formation State _____

Street Address _____

City _____ State _____ Zip _____

Telephone _____ E-mail Address _____

Role: Owner Manager/Director Officer Other: _____

Full Name _____

Type: Individual Business or organization

If individual: Prefer to be called _____ US Citizen? _____ Residence County _____

If business: Business Type _____ Formation State _____

Street Address _____

City _____ State _____ Zip _____

Telephone _____ E-mail Address _____

Role: Owner Manager/Director Officer Other: _____

Full Name _____

Type: Individual Business or organization

If individual: Prefer to be called _____ US Citizen? _____ Residence County _____

If business: Business Type _____ Formation State _____

Street Address _____

City _____ State _____ Zip _____

Telephone _____ E-mail Address _____

Role: Owner Manager/Director Officer Other: _____

Discussion Items

Use this section to indicate your areas of concern that you would like to discuss in our consultation:

| Description | Check All That Apply |
|---|--------------------------|
| Assistance with selecting the correct form of entity for business liability, personal asset protection, and strategic tax planning purposes. | <input type="checkbox"/> |
| Preparation or review of entity formation documents, including certificates of incorporation, certificates of rights, preferences and designations, articles of incorporation, bylaws and organizational minutes, shareholder agreements and operating agreements. | <input type="checkbox"/> |
| Negotiating and drafting buy-sell agreements to address what happens if a co-owner dies or leaves a business, including cross-purchase and entity-purchase agreements or other forms of buy-out agreements. | <input type="checkbox"/> |
| Negotiation and drafting of asset purchase agreements, stock purchase agreements or other merger and acquisition agreements and ancillary documents. | <input type="checkbox"/> |
| Executive employment agreements, consulting agreements, stock option plans and stock option awards, equity incentive plans, stock appreciation rights and phantom stock agreements, non-compete agreements, proprietary inventions and non-disclosure agreements, and non-qualified deferred compensation agreements. | <input type="checkbox"/> |
| Plan for the transfer and survival of a family business. | <input type="checkbox"/> |
| Software and technology licenses, content licenses, software development agreements, turnkey computer systems installation agreements, web hosting agreements, web development agreements, and application service provider agreements. | <input type="checkbox"/> |
| Leases and sub-leases of commercial office space. | <input type="checkbox"/> |
| Protecting personal (non-business) assets from lawsuits or creditors. | <input type="checkbox"/> |
| Preserving the privacy of affairs in case of disability or at time of death from business competitors, predators, dishonest persons and curiosity seekers. | <input type="checkbox"/> |
| Preparation of tax opinions or seeking private letter rulings in connection with tax-free reorganizations or other tax-sensitive business structures. | <input type="checkbox"/> |
| Borrowing and lending documents, including commercial loan agreements, private indebtedness, security agreements, collateral assignments and pledge agreements. | <input type="checkbox"/> |
| Sales agreements, sales representative and agency agreements, distribution agreements, value-added reseller agreements, incentive compensation plans. | <input type="checkbox"/> |
| Estate planning, including avoiding or reducing your estate taxes, avoiding probate, or reducing administration costs at time of your death. | <input type="checkbox"/> |

Duvall Law Firm, LLC ♦
Suite 303

166 Defense Highway
Annapolis, Maryland 21401

Phone: (410) 721-1660 ♦ Fax: (410) 721-7660

© 2017 Duvall Law Firm, LLC

Business Operations

Number of employees, subcontractors, etc.: _____

Who are your key employees? _____

What major contracts do you have in place? _____

Business Documents

Please bring all of the following that you have to the meeting:

Operating Agreement

Member Agreements

Minutes of Manager's meetings for last five years

Minutes of Member's meetings for last five years

Managers' Resolutions for the last five years

Members' Resolutions for the last five years

Asset list and ownership documents

Tax returns for last two years

Most current profit and loss statement or balance sheet

Management structure (use back of this sheet if necessary)

List of current members, membership interests, and any voting restrictions

Duvall Law Firm, LLC ♦

Suite 303

166 Defense Highway

Annapolis, Maryland 21401

Phone: (410) 721-1660 ♦ Fax: (410) 721-7660

© 2017 Duvall Law Firm, LLC