



TRUSTED LEGAL EXPERTISE

Corporate & Securities Law

Our experience and expertise cover the full range of contractual matters related to business.

We work with corporations and their officers, directors, and shareholders to ensure compliance with state and federal rules and regulations applicable to their business activities and industry, mergers and acquisitions, negotiation and drafting of credit facilities and financing transactions, procurement, licensing, management and auditing of intellectual property, including patents, trademarks, trade secrets, copyrights and related matters, including patents, trademarks, trade secrets, copyrights and related matters.

We also represent issuers and investors involved in many different segments of the economy in a wide variety of private offerings of securities. Our experience also includes preparing offerings of debt, equity and convertible securities, warrants, and bonds.

Our corporate securities practice includes:

- Advising clients regarding the advantages and disadvantages of going public
- Preparing a company for a private offering and assistance with preparing for a due diligence investigation
- Assisting with structuring the terms and conditions of the securities to be offered
- Planning and developing management and employee participation and incentive programs in connection with an offering
- Assistance with preparing offering documents

- Making appropriate filings under the Securities Act of 1933 and Securities Exchange Act of 1934
- Advising clients regarding reporting requirements under the Securities Exchange Act of 1934, disclosure matters, insider trading issues, and securities enforcement matters

Our services for non-profit organizations include entity creation, applications for tax exempt status (federal and state), assistance with annual and other filing requirements, assisting organizations and their officers and directors with compliance with federal and state regulations, protection of assets, endowment funds, unrelated business income and tax-exempt bond issuances. We also assist our clients with the formation of joint ventures, strategic alliances and affiliations, and entity dissolutions.

A few representative matters include:

- A \$10 Million private placement of common stock for Internet-related issuer of stored value card
- A \$2.5 Million private placement of subordinated notes for Internet-based compliance program developer
- A \$2.5 Million private placement of convertible preferred stock for an Internet-based animated book publisher
- A \$3 Million private placement of convertible preferred stock (in two tranches) for a wireless technology company

HFM's strong international practice supports cross-border transactions with Mexico, including representing clients making inbound investments and advising United States-based clients making outbound investments.

In addition, HFM's corporate finance and securities lawyers represent professional entertainers and athletes, including professional race car drivers and motorcycle racers in team formation, team contracts, sponsorship contracts, licensing transactions and book publication agreements. The Firm also represent broadcast personalities in contract negotiations, including agreements with agents.

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