

INBOUND & STARTUP AND FRACTIONAL GENERAL COUNSEL LEGAL SERVICES

Inbound & Startup Legal Services. Kurtin PLLC offers a program of Inbound & Startup alternative fee basis legal services for the formation, organization, financing, and operations of U.S. startups and subsidiaries and affiliates of non-U.S.-based companies or investment funds. The services cover any legal or regulatory requirement a new business, fund, family office, trust or other enterprise is likely to face, while the menu of basic and additional services allows both “à la carte” selection of services needed and predictability of costs. Services may be offered on a flat fee, hourly fee, or partial success fee basis. We will also arrange a custom package of requested services at a discount to their combined separate pricing on request.

Fractional General Counsel Legal Services. We also offer Fractional General Counsel services intended for enterprises and funds more mature than startup stage, but not yet far enough along for full time or fully staffed in-house counsel, which nevertheless have ongoing and recurring legal needs. Fractional General Counsel services are offered on a monthly or quarterly retainer basis at several different levels, keyed to a discounted blended hourly rate based on expected needs, while services themselves can be offered based on either the blended hourly rate or on a flat fee basis. In many cases, the Fractional General Counsel program will be an appropriate follow-on for enterprises and funds that have graduated from the Inbound & Startup Legal Services program.

Inbound & Startup and Fractional General Counsel Legal Services are fully attorney-counseled and individually customized legal services. Further information is available at +1.212.554.3373 or info@kurtinlaw.com.

1. Industry Focus

- **Biotechnology & Life Sciences**, including pharmaceuticals, vaccines, genetic therapies, chemicals and medical devices development, manufacture, supply, licensing, tolling and distribution.
- **Communications & Media**, including satellite, terrestrial and submarine broadband 4G/5G telecommunications and digital media network deployment, services, content and equipment development, manufacture, sale, licensing and distribution.
- **Information Technologies & Internet**, including software, artificial intelligence (AI), machine learning (ML) and robotics; fintech, cryptocurrencies, blockchain, digital assets and decentralized autonomous organizations; quantum computing; virtual reality/augmented reality (VR/AR); bioinformatics; semiconductors and hardware; data privacy, cybersecurity and data mining; Internet and Web services development, manufacture, sale, licensing and distribution.
- **Satellites & Space**, including traditional and “new space” satellite services, prime and subsystem satellite, launch vehicle and space system deployment, licensing, manufacture, launch services and ground services.
- **Venture Capital & Private Equity**, including private equity, venture capital, hedge fund, family office and trust fund formation, simple and “master feeder” onshore/offshore structuring, fund administration and compliance, management, operations and investments.

2. Inbound & Startup Basic Services

Formation and Organization of Company or Fund

- Company or fund formation, including advice on choice of type of business entity (corporation, limited liability company, partnership, limited partnership, unincorporated division or affiliate); choice of U.S. or offshore jurisdiction; advice on tax structuring, local jurisdiction legal and regulatory regime and other issues affecting formation and jurisdiction decisions; master feeder and other onshore/offshore structures.
- Company organization and allocation of rights and responsibilities, including corporate charters, shareholders agreements, partnership agreements, limited liability company operating agreements, registration rights agreements, and buy-sell agreements.
- Corporate governance and board of directors and officers counseling.

Employment and Business Infrastructure

- Key employee contracts, benefits and insurance.
- Stock option, stock grant and other equity-based compensation plans.
- Business visa applications.
- Counseling and training on U.S. workplace rules, including discrimination and harassment.
- Office leasing.
- Outsourcing of tax, accounting, payroll and other services.

3. Financing and Other Additional Services

Raising Capital

- Private placements and securities offerings exempt from registration under the Securities Act of 1933, including Regulation D, Reg. A/A+, Reg. S and Crowdfunding.
- Financing by seed, angel, venture capital, private equity, or strategic investors and lenders.
- SPACs (Special Purpose Acquisition Companies) IPOs and Business Combinations (“De-SPACing”).
- Negotiation of investor board representation, registration rights, and other rights and preferences.
- Mezzanine lending, bank loan credit facilities and bridge financing.

Intellectual Property Protection and Monetization

- Intellectual property protection, licensing, assignment and monetization.
- Biotechnology, pharmaceutical, chemicals and software licensing and services.
- Digital media content rights acquisition, licensing and distribution.
- Technology transfer and other university/research institution royalty-bearing transactions.
- “Deep Tech” financing for research-intensive projects with longer return-on-investment horizons.

Commercial Relationships

- Negotiation and documentation of principal business operations contracts with upstream vendors and suppliers and downstream customers, distributors and other intermediaries.
- Joint ventures and strategic alliances with business partners.
- Industry-specific and regulated commercial agreements in the Biotechnology & Life Sciences, Communications & Media, Information Technologies & Internet, Satellites & Space and Venture Capital & Private Equity sectors.

Regulatory Compliance and Defense

- Compliance with Committee on Foreign Investment in the United States (CFIUS), International Traffic in Arms Regulations (ITAR), Export Administration Regulations (EAR), Office of Foreign Assets Control (OFAC), Foreign Account Tax Compliance Act (FATCA) and Foreign Corrupt Practices Act (FCPA) rules and regulations.
- Industry-specific regulatory counseling in the Biotechnology & Life Sciences, Communications & Media, Information Technologies & Internet, Satellites & Space and Venture Capital & Private Equity sectors for regulatory compliance, licensing, licensing exemptions, and defense against enforcement proceedings.
- Research & Development, Export Credit Agency and other tax credit applications.

Kurtin PLLC is a New York City-based law firm focused on corporate, commercial and regulatory representation in the Biotechnology & Life Sciences, Communications & Media, Information Technologies & Internet, Satellites & Space and Venture Capital & Private Equity sectors. Among our key values, none rank higher than creative and individualized solutions to business issues, absolute client discretion and unsurpassed responsiveness. Since our founding in 2008, we have represented clients in over forty countries on six continents and across the United States on transactional and dispute resolution matters. For further information about our professional services, please visit our website at <https://kurtinlaw.com/> and contact us at +1.212.554.3373 or info@kurtinlaw.com. To subscribe to our publications, please email publications@kurtinlaw.com with the message “subscribe” and your coordinates.

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