



FOUNDERS LEGAL®  
BUSINESS & CORPORATE  
GROUP

FOUNDERS LEGAL  
BEKIARES ELIEZER LLP

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# ABOUT FOUNDERS LEGAL®



**FOUNDERS LEGAL®** (Bekiares Eliezer LLP) is a boutique law firm based in Atlanta, Georgia USA, that focuses exclusively on complex matters in the areas of Mergers & Acquisitions, Transactional, Securities, Data Privacy, and Intellectual Property law.

Founders Legal® employs the services of highly skilled and experienced attorneys who are specialized in their unique areas of practice.

As a law firm, Founders Legal® is dedicated to creating, utilizing, and continually iterating upon the latest software, technology, and processes to maximize efficiency and provide uncompromising value to its clients.

At Founders Legal®, it is our job to remove or minimize the legal obstacles that keep you from reaching your goals. Our professionals have helped clients grow and improve their operations with precise and practical advice for many years.

## WE SPECIALIZE IN

**BUSINESS & CORPORATE  
LAW**

**DATA PRIVACY  
LAW**

**INTELLECTUAL PROPERTY  
LAW**

# ABOUT FOUNDERS LEGAL®

## BUSINESS & CORPORATE LAW

Your ventures need a structure that meets your goals. Work with our specialized corporate group to properly structure your transactions and close your deals.

Our professionals have helped clients of varying sizes — from high-growth new enterprises to multinational corporations, improve their legal processes and close deals smoothly and efficiently.

## DATA PRIVACY LAW

Our team at Founders Legal® is well-attuned to the ever-changing landscape of data privacy laws, including GDPR and CCPA.

We work with organizations at all stages of the lifecycle from publicly traded to high-growth start-ups to those in the formation and product development phases, helping them mitigate data privacy-related risks.

## INTELLECTUAL PROPERTY LAW

Businesses of all sizes need smart and effective solutions to protect what, in many cases, is their most valuable asset — their intellectual property.

We have experience servicing a variety of clients including start-ups, small and medium businesses, fast-growing companies, global corporations, and engineering and design firms.

### SOME OF OUR SERVICES:

- CORPORATE COUNSEL
- SECURITIES & CAPITALIZATION
- MERGERS & ACQUISITIONS
- CONTRACT NEGOTIATIONS

### SOME OF OUR SERVICES:

- DATA PROCESSING AGREEMENTS
- CONTRACT REVIEW
- M&A DUE DILIGENCE
- COMPLIANCE GUIDANCE

### SOME OF OUR SERVICES:

- PATENTS & TRADEMARKS
- IP LICENSING
- SOFTWARE LICENSING
- TRADE SECRETS

# ABOUT BUSINESS & CORPORATE LAW

**Your ventures need a structure that meets your goals. Work with our specialized corporate group to properly structure your transactions and close your deals.**

## THE TENETS OF OUR BUSINESS & CORPORATE PRACTICE

**CORPORATE  
COUNSEL**

**MERGERS &  
ACQUISITIONS**

**SECURITIES &  
CAPITALIZATION**



Our team members hold multiple professional licenses, undergraduate and advanced degrees across numerous science, technology and business disciplines, and have practical experience working within a wide spectrum of industries.

We will be able to

- (1) quickly understand your business and its unique needs,
- (2) develop strategies to optimize your deals and contracting processes, and
- (3) implement plans tailored for your business, ensuring that your company continues to perform in a manner that meets the expectations of your organization and customers.

# ABOUT BUSINESS & CORPORATE SERVICES

## ENTITY STRUCTURING & GOVERNANCE

- Entity Selection and Business Formation (profit and non-profit) – Corporations (S, C & B-Corps), LLCs, Partnerships
  - Governing Document Drafting & Review – Articles, Bylaws, Operating Agreements, Partnership Agreements, Shareholders' Agreements
  - Founders & Employee Restricted Stock or Vesting Agreements
  - Preparation of Stock Option/Stock Issuance Plans and Agreements
  - Optimal Tax Planning and Preparation
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## BUSINESS OPERATIONS

- Comprehensive Contract Drafting, Review, & Negotiation
  - Mergers, Acquisitions or Sale of Business Transactions
  - Complex Commercial Liability Consulting
  - General Business Consulting
  - Corporate Dissolution and Winding-up
  - Software and Website Development Agreements
  - Website Terms of Use and Privacy Policies
  - Product Conditions of Use Agreements
  - Privacy and Security Laws
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## TRANSACTIONAL

- Mergers, Acquisitions or Sale of Business Transactions
  - Structuring of U.S. & International Business Transactions
  - Asset Purchase Agreements/Transactions
  - Stock Purchase Agreements/Transactions
  - Structuring of Domestic & International Business Transactions
  - Intellectual Property Licensing Agreements
  - Software Licensing Agreements
  - Sales and Distribution Agreements
  - Non-Disclosure, Confidentiality and Non-Disparagement Agreements
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## MERGERS & ACQUISITIONS

- Full end-to-end assistance Stock Transactions, Asset Purchase and Sale Transactions, and complex multi-step transactions and reorganizations.
  - Assistance with bid and no bid strategic negotiations and processes
  - Drafting and negotiation of strategic Term Sheets.
  - Assistance with electronic and physical due diligence establishment, solicitation and response.
  - Negotiation and preparation of definitive M&A transaction agreements.
  - Provision of all Closing and post-Closing M&A support.
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# ABOUT SECURITIES & CAPITALIZATION

## CAPITAL RAISING DOCUMENTATION

- Term Sheet Drafting and Negotiation
  - Private Placement Memorandum (PPM) and Offering Circulars
  - Securities Subscription Documents
  - Form D / State Filings
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## REGULATORY & COMPLIANCE

- Securities and Exchange Commission (SEC) and State Securities Agency (“blue-sky”) Legal Compliance, Communication/Correspondence and Filings
  - Securities Exemption Structuring – Regulation D (Rule 506), Regulation A+, Crowdfunding
  - Compliance Reporting and Investor Communications for Public and Private Companies
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## INVESTOR RELATIONS

- Investor Communications Templates and Strategies
- Crowdfunding Offerings and Fulfillment Consulting
- Transfer Documentation, and Rule 144 Letters

# ABOUT CORPORATE EDUCATION & TRAINING

## CORPORATE CULTURE

- Corporate Seminar Series – Legal Basics for Professionals.
  - Corporate Seminar Series – Recurring Lectures in Legal “Hot Topics”.
  - Cultivating and Responding to Different “Styles of Influence”
  - Basic and Advanced Legal Topics in Human Resources
  - Corporate Secretary Training
  - Complying with the Securities Laws – Public Company Series
  - Understanding Fiduciary Responsibilities – Board Training
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## INTELLECTUAL PROPERTY

- Identification of IP Assets, including Patents, Trademarks, Copyrights, and Trade Secrets
  - Due Diligence and Freedom to Operate Assessments
  - Brand Engagement and Management
  - Intellectual Property Protection for Management and Staff
  - Emerging Trends in Enterprise Technology
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## CAPITAL RAISING & CROWD FUNDING

- Pitch Practice & Presentation Skill Cultivation
- Basics of Capital Raising Legal Concepts
- Understanding Your Crowd – Designing Winning Campaigns
- Managing Crowdfund Investors and Stakeholders

# JEFFREY A. BEKIARES

PARTNER | (404) 537-3691 | JBekiares@FoundersLegal.com



## ABOUT JEFF:

Jeff Bekiares is an attorney with over ten years of experience in general corporate, capital raising and securities laws practice. He began his career at a great Atlanta law firm, practicing there for over six years before leaving large firm life to become the Co-founder, COO and General Counsel of SparkMarket, a Georgia based crowdfunding platform. He specializes in entity formation, governance, operating and shareholders agreement, commercial contract drafting, mergers & acquisitions, capital raising and all manner of transactional matters, including asset purchase, sale and leasing transactions.

Jeff has worked closely with regulators and experts in the state and national crowdfunding community to design capital raising campaigns (primarily “intrastate” Invest Georgia Exemption campaigns) that are compliant and safe for issuers and investors, and his company SparkMarket hosted the nation’s first successful securities-based crowdfunding campaign in U.S. history. He practices law with a philosophy based on the practical and affordable, for companies of all sizes.

## SPECIALIZED AREAS:

- Securities & Capital Raising
- Mergers & Acquisitions, Exits
- General Corporate Counsel



# ANDREI D. TSYGANKOV

PARTNER | (404) 537-3668 | ATsygankov@FoundersLegal.com



## ABOUT ANDREI:

Andrei Tsygankov is an Atlanta-based attorney and entrepreneur. Andrei's primary specialization is Mergers & Acquisitions, Corporate Law, and Intellectual Property Law, including; IP Licensing, Software Licensing, and Trademark Prosecution. Andrei enjoys navigating complex, multi-faceted transactions to build stable, understandable, and effective deal structures for clients.

In addition to being one of the founding Partners of Founders Legal, Andrei has over 10 years' experience serving as a C-level executive for companies in the legal, enterprise software, and international distribution and logistics industries.

Given his business background, Andrei promotes a practical approach to the practice of law, focusing first and foremost on providing clear answers, efficient legal solutions, and ultimately, great value to clients.

## SPECIALIZED AREAS:

- Mergers & Acquisitions
- Software Licensing
- Intellectual Property Licensing
- Corporate Counsel

# DAVID PIERCE

ASSOCIATE | (404) 537-3662 | DPierce@FoundersLegal.com



## ABOUT DAVID:

David Pierce is a corporate attorney with unique insight into technology transactions. Prior to joining Founders Legal, David worked in communication technology arena for nearly a decade as a sales consultant. In this capacity, David has encountered the bureaucratic pitfalls that can cause deals to fall out. A problem-solver by nature, and a skilled negotiator, David leverages his years of contract experience to enable clients to achieve their objectives.

More recently, David obtained experience in managing and monetizing intellectual property at AT&T and Aptean. As a former president of Georgia State University Intellectual Property Law Society, David has been long entrenched in the knowledge economy, and continues to serve the Atlanta IP community as the Chair of Intellectual Property Fundraising for both Georgia State and Georgia Tech.

In addition to his work in corporate governance and IP licensing, David is helping us grow our IT Security and Data Privacy practices.

## SPECIALIZED AREAS:

- Software & Intellectual Property Licensing
- Securities & Capital Raising
- Mergers & Acquisitions
- General Corporate Counsel

# STAN SATER

ASSOCIATE | (404) 537-3665 | SSater@FoundersLegal.com



## ABOUT STAN:

Stan is a corporate and technology attorney at Founders Legal®. Stan advises clients on corporate transactions, data privacy, contract drafting, regulatory analysis, intellectual property licensing, terms of service, and outside general counsel assistance.

Prior to law school, Stan was a revenue management analyst for Getaroom.com, a hotel booking platform. While in law school, Stan worked in areas that included cryptocurrency and blockchain technology, cannabis (Parallel, formerly Surterra Wellness), and copyright research (Internet Archive and the Durationator).

Stan received his J.D. with honors from Tulane University Law School. Stan served as the Senior Managing Editor of the Tulane Journal of Technology and Intellectual Property. He was also a research assistant to Professor Kirstin Johnson, a leading legal scholar on financial technology.

## SPECIALIZED AREAS:

- Data Privacy & Regulatory Analysis
- Securities & Capital Raising
- General Corporate Counsel