

synergy



Our Alternative Fee Program For Entrepreneurial Companies

SHIPMAN

What is synergy?

Synergy is...

An alternative fee arrangement program designed to provide cost-effective legal services to entrepreneurs.

We understand you're on the cutting edge, and we want to be right there with you. You create the vision, and our focus is on implementation. You embody the entrepreneurial spirit, and we provide strategic legal advice and tools to help you transform your vision and achieve success.

Our skills meet your needs.

We build the foundation to get you where you want to go. Then we build the bridges to keep you moving forward.

SHIPMAN

An interaction of elements that, when combined, produces an effect greater than the sum of any individual contributions.

At Shipman, we understand the unique demands required to create and then take your vision to the next level.

Synergy is the vehicle that pairs the passion that goes into developing your ideas with practical and cost-effective legal advice.

Synergy is our alternative fee program designed to support you with the necessary legal counsel as you transform from today's thought leader into tomorrow's business leader.



synergy

The potential ability of individuals or groups to be more productive as a result of working together.

Tools to form, run and grow

In the spirit of synergy, we're all about collaboration, responsiveness and experience. We equip you with the business tools that are best for you to form, run and grow a company.

Our seasoned attorneys guide individuals and companies at all stages of development and work closely with them, providing legal guidance on all of the following issues:

- Organizational matters among founders – choice of entity, formation documents, equity owner and buy-sell agreements
- Business advisory services – entity governance, board of directors and equity owner matters, employee issues, general contracting
- Private equity finance – venture capital, mezzanine finance, SBIC investments, angel investments, strategic investments, senior credit facilities, venture leasing
- Tax and tax exemption matters
- Equity compensation matters
- Commercialization of products and technology – licensing, product distribution, joint ventures, strategic alliances, sales, supply, marketing and distribution agreements, agreements for outsourcing, consulting and systems integration
- Technology development and licensing – technology transfer, R&D agreements, licensing as well as research, development and commercialization of products and services
- Intellectual property protection – copyright, trademark and domain name protection, trademark prosecution and maintenance, intellectual property litigation
- Web site development and hosting

Forward thinking representation for advanced thinking clients...

Emerging Growth Companies

Shipman combines a practical and flexible approach to early stage companies with the experience and skills of seasoned lawyers with expertise in business and finance, private equity, securities, e-business, intellectual property and mergers and acquisitions.

Our emerging growth company clients compete in various industries, including bioscience, medical devices, energy and alternative energy, engineered materials, financial services, health care, internet services, media, nanotechnology, semiconductors, software and IT, and wireless technologies, and we make it our business to understand the scientific, technological, business and regulatory issues involved in each of these industries. We study our clients' business environment and objectives to design and implement the best strategy to maximize, retain and safeguard the value of the goodwill and innovation, trade secrets and proprietary information represented in their intellectual property portfolio. We work with clients to establish protocols for the protection of these valuable assets. We also register, maintain and protect our clients' trademarks, copyrights, domain names, and trade secrets.

Internet for Businesses

The Internet impacts the way our clients do business, whether they are e-commerce companies engaged in web-based businesses or other businesses using the Internet as another resource in their effort to compete. We provide e-business services to both high-tech and non-technology businesses involved in electronic commerce and other Internet transactions, such as content providers, software companies, Internet and e-commerce companies, educational institutions, new media companies, and established companies using the e-business environment.

We have experience handling a complete range of issues, including:

- Trademark, copyright and domain name protection
- Software and technology licensing, development and maintenance agreements
- Hardware purchase, sale, lease and maintenance agreements
- Internet service provider agreements
- Application service provider (ASP) agreements
- Enterprise resource planning (ERP) agreements
- Intellectual property and complex technology strategic alliances and joint ventures
- Software publishing, distribution, original equipment manufacturer and value added reseller agreements
- Consulting and systems integration agreements
- Linking agreements
- Outsourcing agreements
- Web site development and hosting agreements





synergy

*Working together in a
positive interaction.*

Teamwork

We recognize that our clients need to build and operate businesses, develop and market products and services, maintain workforces, access capital, create and protect intellectual property, resolve disputes, deal with investors and partners, buy and sell businesses, and succeed in a competitive and often global marketplace. Our teams of attorneys work together in a focused and efficient way to add value and solve problems. We staff engagements and matters appropriately so that our clients get personal attention from senior, experienced attorneys. We become valuable members and trusted advisors of our clients' leadership team.

Entrepreneurial Community Support

Shipman has, over a number of years, nurtured a culture of support for entrepreneurs and of those organizations designed to help stimulate growth in the entrepreneurial community. Examples include:

- Connecticut Technology Council - CTC
 - Women of Innovation
 - Innovation Summit
- ABCT: Accelerator for Biosciences in Connecticut
- BioCT
- Crossroads Venture Group - CVG
- Yale Entrepreneurial Institute - YEI
- Stamford Innovation Center
- UCONN Technology Incubation Program - TIP
- Central Connecticut State University Elevator Pitch Competition
- MIT Enterprise Forum - Connecticut Chapter

About Us

Founded in 1919, Shipman is a full-service law firm recognized for its depth of knowledge and experience in a number of industry sectors, including emerging companies, life sciences and medical technology, financial services, franchising, government, health care, information technology, education, petroleum, real estate development and retail.

With more than 160 attorneys and offices in Connecticut, New York and Washington, D.C., the firm represents many businesses, institutions, individuals and government entities throughout the United States and internationally. Shipman is committed to its clients, to understanding their needs and priorities, to building relationships with them and to utilizing the full breadth of its experience to provide sound, cost-efficient legal solutions.

Synergy Team Members

If you have questions about our firm, our **Synergy** program, or your eligibility, please contact one of the following attorneys:



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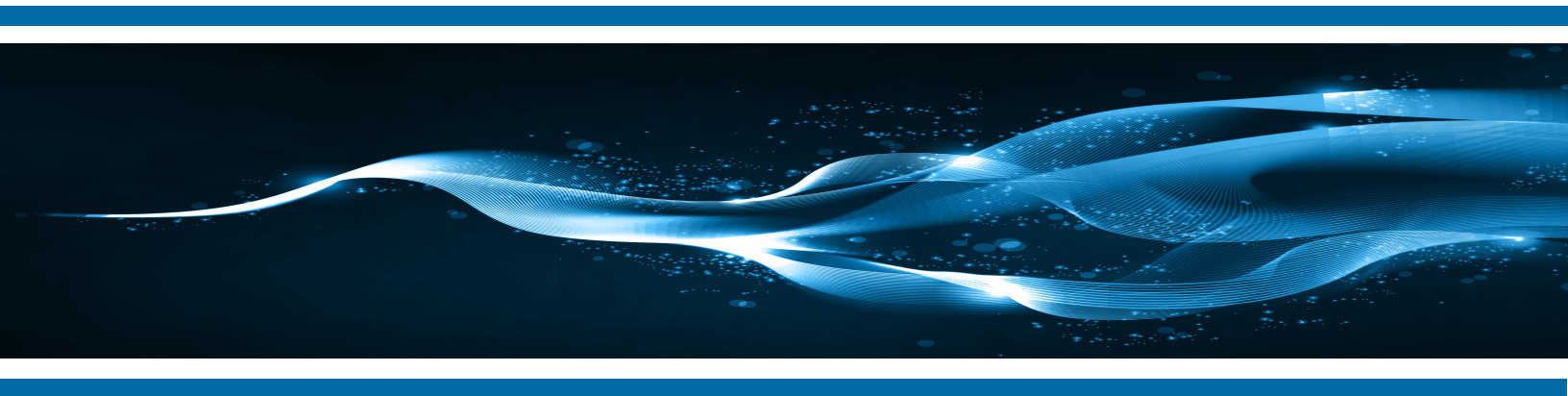


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Please visit www.shipmangoodwin.com for our full team providing services to emerging companies and the venture community.



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