

## **BUSINESS FORMATION ADVISOR™** (Massachusetts Corporation)

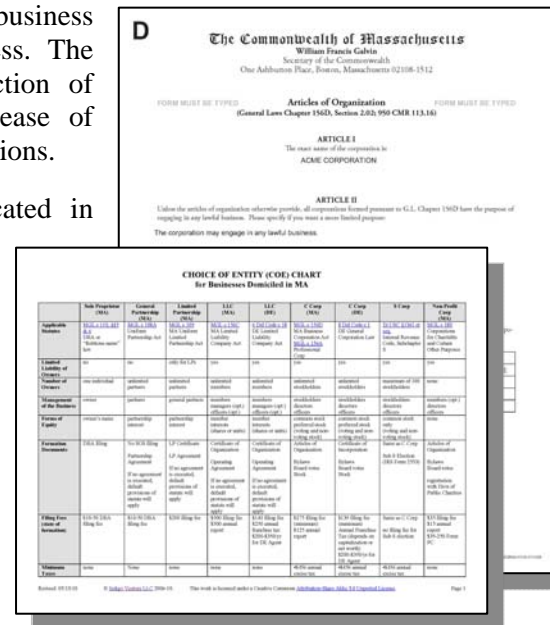
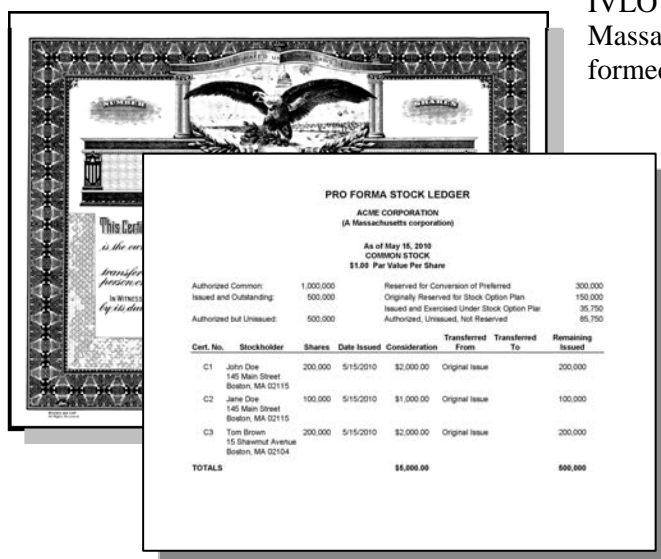
**Why a Corporation?** The corporation has long been *the* business entity of choice for entrepreneurs looking to start a business. The primary advantages of the corporate form are protection of personal assets from liabilities of the business and ease of allocation of equity incentives through stock and stock options.

**Why Massachusetts?** For business that will be located in Massachusetts, with shareholders who are resident in Massachusetts, the Massachusetts corporation is a good choice. This will avoid the additional fees that result from incorporating in one state, such as Delaware, and doing business in another state. Unless there are particular issues that mandate incorporating in Delaware, it is very typical for entrepreneurs to incorporate in their state of residency.

**IVLO's Integrated Services.** With **BUSINESS FORMATION ADVISOR™**, forming a corporation is as easy as using an online document preparation service. But there is a difference: online services are extremely deficient when it comes to providing customized advice. Online services can create documents based on your answers to their questions. However, you may not know the answer to some questions; you may have questions of your own. With an online service, you cannot be sure you're getting what you really need. What you don't know can hurt you.

We have designed our package to offer **fundamental, interactive counseling from an attorney** who will work with you every step of the corporate formation process. We will advise you regarding choice of entity and choice of state (download the free [Choice of Entity chart](#)). We will also ensure that the corporation, as organized, best serves your individual circumstances. Upon completion of the incorporation process, we will provide you a full explanation of the purpose and effect of each of the corporate documents, as well as a guide for future corporate governance actions.

IVLO's **BUSINESS FORMATION ADVISOR™** ensures the Massachusetts corporation is right for you, and that it is formed right – the first time.

PRO FORMA STOCK LEDGER						
ACME CORPORATION (A Massachusetts corporation)						
As of May 16, 2010						
COMMON STOCK \$1.00 Par Value Per Share						
Authorized Common	1,000,000			Reserved for Conversion of Preferred		300,000
Issued and Outstanding	500,000			Originally Reserved for Stock Option Plan		150,000
Authorized but Unissued	500,000			Issued and Exercised Under Stock Option Plan		35,750
				Authorized, Unissued, Not Reserved		85,750
Cert. No.	Stockholder	Shares	Date Issued	Consideration	Transferred From	Transferred To
C1	John Doe 145 Main Street Boston, MA 02115	200,000	5/15/2010	\$2,000.00	Original Issue	200,000
C2	Jane Doe 145 Main Street Boston, MA 02115	100,000	5/15/2010	\$1,000.00	Original Issue	100,000
C3	Tom Brown 15 Shawmut Avenue Boston, MA 02104	200,000	5/15/2010	\$2,000.00	Original Issue	200,000
<b>TOTALS</b>				<b>\$5,000.00</b>		<b>600,000</b>

**Legal Solutions:** **BUSINESS FORMATION ADVISOR™** is one in a series of legal solutions offered by Indigo Venture Law Offices (IVLO), the leader in packaging and delivery of solutions based legal services on a cost effective basis. Packaging of legal solutions provides an organized set of tools that offer significant value to clients, such as consultations with an attorney, online resources, self help materials, checklists, and information that can be shared with accountants and other professionals.

FEATURE LIST		
<b>Attorney Consultations</b>	✓	Unmetered Consultation™ for: <ul style="list-style-type: none"> <li>• Choice of Entity and Choice of State</li> <li>• Corporate Formation Questionnaire</li> <li>• Capitalization and Allocation of Equity</li> <li>• Post Incorporation Consultation</li> </ul>
<b>Document Preparation</b>	✓	<ul style="list-style-type: none"> <li>• Articles of Organization (1 class of stock)</li> <li>• Bylaws</li> <li>• Action of Incorporator</li> <li>• Acceptance of Appointment as Directors</li> <li>• Organizational Consent of Directors</li> <li>• Stock Certificates - Specimen and Stockholder</li> <li>• Subscription Letter</li> <li>• IRS Form SS-4 (Federal Employer ID Number)</li> <li>• IRS Form 2553 (Sub S-Election)</li> </ul>
<b>Filings</b>	✓	<ul style="list-style-type: none"> <li>• Articles of Organization</li> <li>• IRS Form 2553 (Sub S-Election)</li> </ul>
<b>Investigations</b>	✓	<ul style="list-style-type: none"> <li>• Name Availability Check (MA SOS)</li> </ul>
<b>Checklists / Guides</b>	✓	<ul style="list-style-type: none"> <li>• Corporate Summary Sheet</li> <li>• Pro forma Stock Ledger</li> <li>• Guidelines for New Corporations</li> <li>• Start-Up Checklist</li> </ul>
<b>Resource Materials</b>	✓	<ul style="list-style-type: none"> <li>• <a href="#">Choice of Entity Chart</a> (Free)</li> </ul>
<b>Price:</b>	<p>\$795*</p> <p>\$1,595*</p> <p>\$200*</p>	<ul style="list-style-type: none"> <li>• 1 founder</li> <li>• 2 founders, including Stockholders' Agreement</li> <li>• Each Additional founder</li> </ul>
RELATED SOLUTIONS		
<b>Extranet</b>	<b>\$295*</b>	Documents uploaded to secure website
<b>Restricted Stock Agreement</b>	<b>\$295*</b>	Vesting and 83(b) election
<b>Employment Agreement</b>	<b>\$295*</b>	Model agreement
<b>Consultant Agreement</b>	<b>\$295*</b>	Model agreement
<b>Proprietary Rights Agreement</b>	<b>\$295*</b>	Model agreement
<b>Stockholders' Agreement</b>	<b>\$995*</b>	Model agreement
<b>Records Review</b>	<b>\$695*</b>	See our <a href="#">Records Review Brochure</a>

\* Pricing assumes completion of project within thirty days, is subject to change, and does not include filing fees, postage, delivery or other out-of-pocket expenses.

**For more information please contact:**

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