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GOING PUBLIC

QUESTIONNAIRE: CONFIDENTIAL IPO INFORMATION

It is critical that you seek the counsel and representation of an experienced securities lawyer to guide you through the process of launching your initial public offering. In order to do the best possible job on your behalf, your attorney needs information about you and your company. At your first substantive meeting with your securities lawyer, you should be prepared to provide, as applicable, the following information:

INFORMATION ABOUT YOU

Name _____

Business Address _____

Work Phone Number _____

Other Phone Number _____

Facsimile Number _____

E-mail Address _____

Have you ever declared bankruptcy, been accused, convicted or found liable for any violation of a federal or state securities law or regulation, or entered into a consent decree with, or had an injunction granted against you by, any federal or state enforcement agency or commerce department? Yes _____ NO _____
(If yes, provide details)

INFORMATION ABOUT YOUR BUSINESS PARTNER(S)

(Your business partners, if any, should provide the same information you have provided above)

INFORMATION ABOUT THE COMPANY

Name of Company _____

Business Address _____

Phone Number _____

Facsimile Number _____

E-mail Address _____

Web Site Address _____

Is the business incorporated? Yes_____ No_____

In what state is the business incorporated? _____

Is the corporation in good standing in the state of incorporation? Yes_____ No_____

List any other states in which the corporation is authorized to conduct business: _____

Is the corporation presently a Subchapter S corporation? Yes_____ No_____

Has the company adopted any bylaws? (If yes, provide a copy) Yes_____ No_____

Does the corporation presently have any stock option or stock purchase plans? (If yes, provide copies) Yes_____ No_____

Have you maintained a corporate records book for the corporation? (If yes, provide the book to your attorney for inspection) Yes_____ No_____

Who are the current owners of the business, in what percentages, and for what contributions?

<u>Owner</u>	<u>Percentage of Ownership</u>	<u>Contribution</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

List the officers of the company:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Phone Number</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Have any of the officers ever declared bankruptcy, been accused, convicted or found liable for any violation of a federal or state securities law or regulation, or entered into a consent decree with, or had an injunction granted against them by, a federal or state enforcement agency or commerce department? Yes_____ No_____

(If yes, provide details)

List the members of the board of directors of the company:

<u>Name</u>	<u>Address</u>	<u>Phone Number</u>
_____	_____ _____	_____
_____	_____ _____	_____
_____	_____ _____	_____
_____	_____ _____	_____
_____	_____ _____	_____

Have any of the directors ever declared bankruptcy, been accused, convicted or found liable for any violation of a federal or state securities law or regulation, or entered into a consent decree with, or had an injunction granted against them by, any federal or state enforcement agency or commerce department? Yes_____ No_____ (If yes, provide details)

Who is the chairperson of the board of directors of the company? _____

Are there any written or unwritten compensation arrangements or contracts between any officers or directors of the company and the company? Yes_____ No_____ (If yes, provide your attorney with a copy)

Do you have a written Business Plan? Yes_____ No_____

(If yes, provide your attorney with a copy of it)

Describe your present business operations: _____

Describe your intended business operations post-IPO: _____

How much money do you believe you need to raise to achieve your business growth objectives? _____

Have you offered to sell or sold any interests in your business to any investors (for instance, in a private placement)? Yes_____ No_____ (If yes, provide details)

Have you retained any consultants, accountants or tax professionals? Yes_____ No_____ (If yes, provide names, addresses, phone numbers, and details)

Is the business a party or potential party to any joint venture, license or similar agreement? Yes_____ No_____

(If yes, provide your attorney with a copy)

Does the business own or lease any real estate? Yes_____ No_____

(If yes, provide details)

Does the business have any written financial statements? Yes_____ No_____

(If yes, provide your attorney with copies of the statements for the past three years)

Have the financial statements been audited? Yes_____ No_____

OTHER QUESTIONS

(Make a list of pertinent questions to ask your securities attorney)