



## Max R. Masinter

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A typical day at the office for Max Masinter involves anything from advising a public company on a merger, to channeling the passion of a first time entrepreneur into practical business advice. His practice spans many different areas of business law including mergers and acquisitions, private placements, entity formation, tax planning for corporate transactions, and non-profit tax and promotional event compliance. Mr. Masinter advises with many startup companies during all phases of the startup process, including incorporation, drafting initial corporate documents, seed funding, preferred stock financing, and debt financing. Similarly, Mr. Masinter also represents investors when investing in startup companies.

Mr. Masinter strives to add value and efficiency to his practice by leveraging technology. For example, he has implemented and integrated a SQL database tool into his practice that has enabled Shulman Rogers' attorneys to manage and analyze complex capitalization structures for their clients. To date, the system has proved invaluable for clients when valuing derivative securities in investment transactions.

Some of Mr. Masinter's notable work includes the following matters:

- Representing a bio-science/medical device company in a merger with a publicly traded shell company.
- Representing the issuer in a Series A Preferred Stock financing for an Aerospace/Entertainment company.

### PRACTICE AREAS

Alcoholic  
Beverage/Liquor  
Licensing

Business and Financial  
Services

Business Planning

Exempt Organizations

International Practice

Mergers and Acquisitions

Securities

Start-Up Companies

Tax Law

### EDUCATION

Georgetown University  
Law Center, Washington,  
District of Columbia,  
2006, J.D.

Yeshiva College of  
Greater Washington,  
Bachelors of Talmudic  
Law

### BAR & COURT ADMISSIONS

Maryland

Max R. Masinter (Continued)

- An appeal to the Small Business Administration for wrongful denial of disadvantaged status for an IT provider.
- Negotiating the settlement of a tax deficiencies claim with the Comptroller of Maryland.
- Advising a public company on how to re-mediate an overissuance of securities from a corporate law and UCC law perspective.
- Representing venture capital funds in investments in electronic gaming companies, a genetic research facility, and an international marketing firm.
- Representing the purchasers of solar power installation companies, a market research company, and an aerospace manufacturing company.
- Representing the sellers of retail liquor companies, food manufacturing companies, and a nuclear energy software company.

#### **EVENTS**

Duties and Risks of Serving as a Director of a Tax Exempt Organization  
June 15, 2010

#### **SEMINARS & SPEAKING ENGAGEMENTS**

Maryland Chamber of Commerce - Corporate Record Keeping and Due Diligence for Maryland Businesses - June 22, 2011

Corporate Volunteer Council of Montgomery County - Duties and Risks of Serving as a Director of a Tax Exempt Organization - June 15, 2010

Montgomery Alliance for Community Giving - Duties and Risks of Serving as a Director of a Tax Exempt Organization - May 13, 2010

Small Business University - Top 10 Issue for Small Businesses - September 21, 2010

Rockville Innovation Center Business Incubator - Fundamentals of Negotiating Contracts for Business Owners - April 13, 2010

#### **PROFESSIONAL & COMMUNITY AFFILIATIONS**

Maryland State Bar Association, Member

Chairperson of the Shulman Rogers Tax Exempt Practice Group