

## Scott D. Museles

Shareholder

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Scott Museles counsels [startup](#), emerging growth and mature private companies, small-cap and micro-cap public companies and investment fund sponsors on a wide range of transactional and business law matters. His practice emphasizes private placement offerings, [mergers and acquisitions](#), venture and private equity transactions, and private equity, venture capital and real estate [fund formation](#).

Clients appreciate that Scott frequently acts as their company's "outside general counsel," handling all of their legal issues and providing effective and efficient solutions that are consistent with their business objectives.

Throughout his career, Scott has counseled clients on business transactions and general corporate matters in a wide variety of industries, including [hospitality](#), technology, government contracting, fuel distribution, medical device, [real estate](#), business services, retail, aviation, sports and entertainment, [restaurants](#), alternative energy, [cannabis](#) and specialty contracting. Scott has advised buyers and sellers on scores of transactions and, in addition to providing [M&A](#) advice, he has helped companies raise millions in private and public [investment funds](#). As an important added value, Scott



### Bar & Court Admissions

District of Columbia

Maryland

### Education

Catholic University of  
America, Columbus  
School of Law, J.D., 1992

University of Florida, B.A.,  
1989

routinely helps his clients identify valuable business partners, including investors.

*“From my first meeting with Scott Museles nearly 10 years ago, I was struck by his firm grasp on the biotech industry and the way he immediately put me at ease. Since then, Shulman Rogers has served as our legal counsel, supporting us through an acquisition of a local company, Private Equity financings, new stockholder structure, and more.*

*The care Scott [and Paul Schwinn] have shown me is palpable...on a professional and personal level. More than just my attorneys, I consider them friends and would recommend them without hesitation.”*

– Jeffrey Hung, uBriGene Biosciences International Co

Scott is Co-Chair of the Firm’s [Business and Financial Services Department](#) and [Chair of the Securities Practice Group](#) and, in recognition of his exemplary leadership ability and business acumen, he was recently elected to the firm’s Board of Directors.

Prior to joining Shulman Rogers, Scott served as Of Counsel at [Morgan, Lewis & Bockius, LLP](#) and as Vice President, Deputy General Counsel of publicly traded [Building One Services Corp.](#) He began his career as an attorney-advisor at the [U.S. Securities and Exchange Commission in the Division of Corporation Finance](#), where he worked on IPOs, mergers and other securities regulatory matters for companies in the investment banking, securitization, gaming, hotel, restaurant and leisure industries.

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# Results

- \$3 million Simple Agreement for Future Equity financing, \$1 million bridge Promissory Note financing and \$10 million Series A2 Preferred Stock financing for a national entertainment technology company
- \$3 million Preferred Unit financing for Washington, DC area syndicated real estate venture fund
- \$7.5 million Series A Preferred Stock financing for a Maryland-based biotech company and provided counsel in their conversion to a Delaware corporation
- \$850k Preferred Unit financing for a national sports and entertainment company
- \$3.5 million Series B Preferred Unit financing, \$3.5 million Convertible Promissory Note financing and \$2.5 million Bridge Promissory Note financing for a Maryland-based leadership technology platform
- \$4.5 million Series A-1 Preferred Stock financing for a national sports and entertainment venue technology platform and advised on their conversion from a Delaware LLC to a Delaware corporation
- \$500k Convertible Promissory Note financing for Maryland cannabis company and corresponding consultation regarding application for a Maryland processing and cultivation license
- \$10 million Series A Preferred Stock financing for a national real estate financial technology company
- In 2019, represented nearly 10 restaurants raising in excess of \$11 million in the region
- \$3.5 million bridge convertible promissory note financing and \$4 million Series B financing for computer software company developing an AI-driven technology platform

- 2.4+ million Series Seed and \$4.8 million Series A financings for a local technology start-up in the restaurant space – regarded at the time as one of the top “dining” applications on the iTunes Store
- Advised a mobile technology platform company in their conversion from a limited liability company into a C-corporation, including the successful conversion of common and preferred securities and an equity compensation plan. The entity change also included a \$4.5 million bridge convertible note financing

### **Investor Representation**

- \$150k Convertible Note financing of sustainable construction product manufacturing company
- \$885k investment in Series A-1 and A-2 Preferred Stock financing of Biotech-focused venture fund