



## MATT RUNKEL OF COUNSEL

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### BACKGROUND:

I concentrate my practice on helping solve practical business and legal problems for companies at all stages of development and for entrepreneurs with great ideas. Over more than twenty years of law practice, I've devoted myself to helping clients structure, set up, fund and run businesses, structure complicated securities and corporate finance transactions, put together and understand key contracts and complete critical mergers and acquisitions.

I've advised on numerous private placements of stock and other securities and have worked on both sides of urgent M&A transactions. I work most frequently with privately-held companies, and also have considerable experience on the public-company side and in advising non-U.S. companies and their home-country lawyers about U.S. securities law aspects of cross-border transactions.

The qualities that set me apart are creativity, flexibility and knowing both the big-picture items and the details that matter for my clients. Executives and entrepreneurs rely on me to understand and internalize their priorities, know how those fit in to the legal landscape, and explain complicated issues clearly so they can make the best decisions. Part of meeting these expectations is keeping everyone's focus on the important things as situations and transactions are shifting. When challenges and obstacles arise, my clients need me to be unflappable, react briskly, ask the right questions and create solutions that will get the best deal done.

I am inspired and energized to work with clients and their companies from year to year, on matters large and small, as the landmark transactions we've completed together are woven into the fabric of their businesses.

### REPRESENTATIVE MATTERS:

- Technical Glass Products. Acquisition of a specialty glass processing business from Pilkington North America, Inc.
- RadiantGrid Technologies, LLC. Sale of the company to Wohler Technologies, Inc.
- Investors Capital Group, LLC. Multiple private placement financings for real estate investment LLCs
- Meriwether Partners LLC, Multiple private placement financings for real estate investment LLCs
- Northstar Realty Fund, LLLP. Entity structuring and organization and securities offering
- Innovative Healthcare Incorporated. Convertible note financings and Series A Preferred Stock financing
- Wyngate Medical Technologies, Inc. Series A Preferred Stock financing
- BigDoor Media, Inc. Series A Preferred Stock financing, investment contract financing and convertible note financing



### PRACTICE AREAS:

Corporate Finance and Securities Law  
Venture Capital and Start-Ups  
Mergers and Acquisitions  
Business Law  
Contract Drafting and Negotiation  
Joint Ventures  
Corporate Governance

### EDUCATION AND HONORS:

Columbia Law School  
J.D., 1992  
Harlan Fiske Stone Scholar

Harvard College  
A.B., magna cum laude, in Social Studies, 1989

Named as one of "Washington's Most Amazing Attorneys" for business law by Washington CEO magazine, 2006.

Haft Foundation Moot Court First-Year Brief Prize, Columbia Law School

### COURT ADMISSIONS AND ASSOCIATIONS:

Admitted to the bar in New York (1993) and Washington (1995)

Washington State Bar Association

- BluWater Consulting, LLC. Sale of the company to Sogeti USA, LLC (representation of a selling member)
- Rushforth Construction Co., Inc. Sale of the company to Adolfson & Peterson, Inc.
- 2008 Granite Bay Lands Fund. Formation of private equity real estate fund
- Imagekind, Inc. Sale of the company to CafePress.com, Inc.
- HSC Real Estate, Inc. Sale of the company to Consolidated American Services, Inc.
- Trinity Real Estate, Inc. Multiple real estate investment LLC formations and private placement financings

**PUBLICATIONS:**

CompanyCounsel.net:

"Family Offices" excluded from Federal Investment Adviser Registration, 2012

Delaware Court of Chancery rules preferred stockholders can bring stockholder derivative actions, 2010

Delaware Court of Chancery refuses to dismiss claim of aiding and abetting an LLC manager's breach of fiduciary duty, 2010

