

# IP Commercialization

Practice Group

[www.nls.law](http://www.nls.law)

**General Summary:** Nolte Lackenbach Siegel (NLS) is a strategically unique Intellectual Property (IP) law firm -- we provide legal services from the executive perspective of the corporate general counsel -- far beyond what a traditional “boutique” IP firm offers to its clients -- and at very competitive rates! We guide and advise our clients all along their IP journey – from the development phase, to the sales and marketing phase, to the operational growth phase, and to the exit phase -- what we refer to as the “IP Lifecycle.” No matter where a client is in its IP Lifecycle, they turn to us as trusted advisors to assist them in building a business around their IP – what we refer to as “IP Commercialization.”

**Team:** Recognized for providing strategic vision and a deep but practical understanding of a variety of enterprise-wide business objectives, our Team members are all “roll up the sleeves” leaders who are uniquely qualified to craft and execute effective solutions to many complex IP legal challenges. Our Managing Partner for IP Commercialization, Ken Sidelinger, has over 31 years legal experience as a trusted legal advisor for CEOs, Board of Directors and executive management of technology-based businesses. In fact, Ken recently left a General Counsel and Data Protection Officer role at a start-up SAAS company, where he helped his company achieve “unicorn” status!

## Meet Our Professionals:



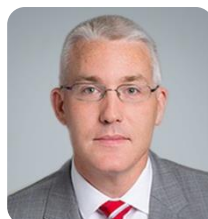
**Ken Sidelinger**  
Managing Partner  
IP Commercialization



**Alex Nolte**  
Firm Managing  
Partner



**Howard Aronson**  
Senior Partner



**Andrew Young**  
Managing Partner  
Patents



**Cathy Shore**  
Partner Advertising  
& Marketing Law



**Jeffrey Rollings**  
Copyrights



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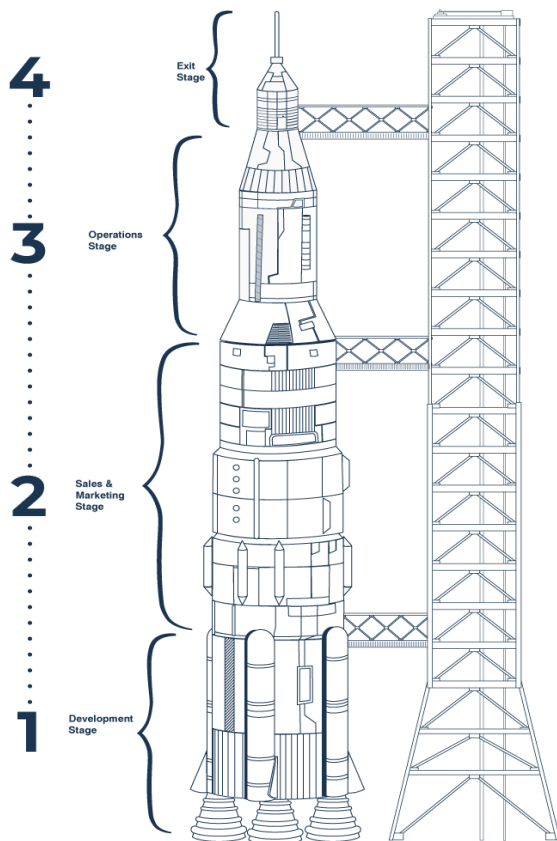
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**IP Lifecycle | Countdown To Success:** No matter where a client is in its IP Lifecycle, we bring a general counsel level focus on helping them build their rocket ship to success – in other words, we gain institutional knowledge of your company and its goals, and then apply a strategic focus to every project.

We believe that a successful company is built on a strong portfolio of IP, People and Contracts – where value of the company is determined in large measure by how efficiently and effectively contracts are managed as a critical component of the company. The IP Lifecycle consists of the following phases, beginning in the Development Phase. To the right of each phase shown below are examples of the types of contracts or other legal activities common for that phase.

## IP Commercialization Services:



### 4. Exit Phase:

- Sale of IP Agreements
- Due Diligence – Contracts Review
- Purchase and Sale Agreements

### 3. Operations:

- Processing Service Agreements
- Privacy-related Agreements
- Security-related Agreements
- Discovery – contract processing, review and production
- Additional Funding Agreements – due diligence
- Contract Management
- Export Compliance

### 2. Sales & Marketing Phase:

- License Agreements (Outbound Technology)
- Subscription Agreements (Outbound SaaS Offerings) Purchase and Sale Agreements
- Referral Agreements (Channel Sales)
- Master Services Agreement (Outbound Services)
- Complex IP Transactions
- Embedded Technology (OEM) Agreements
- Diligence for Patent Licensing

### 1. Development Phase:

- Non-disclosure Agreements
- Development Agreements (Inbound Services)
- Employment Agreements
- Master Services Agreements (Inbound Services)
- License Agreements (Inbound Technology)
- Open Source License Agreements
- Corporate Formation
- Seed/Startup Funding
- Joint Development Agreements
- Joint Collaboration Agreements
- Joint Venture Agreements

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**Creativity:** We bring years of experience and a deep understanding of the business of IP Commercialization to each engagement with a client. Because of this experience, we are able to craft creative solutions in IP transaction negotiations – resulting in an unsurpassed ability to “close” deals. We excel in collaborating with our clients to achieve a “Getting to Yes” negotiation and closure of discrete transactions.

**Efficiency:** Because most of our work is done on a Fixed Fee or Not to Exceed basis, we are able to really dig in to understand our client’s needs, interests and objectives for each project we undertake, without our client having to pay for us to “get up to speed.”

**Management:** Because we act as an outsourced service to our clients, they do not have worry about headcount issues or payroll budgetary considerations. Instead, our clients use our services for some or all aspects of their IP Commercialization efforts, but on a right-sourced basis. Regardless, when requested, we can serve as an extended member of a client’s executive team to address legal functions within the company.

**Testimonials:** In addition to NLS’ expertise and experience in all areas of perfecting, licensing and enforcing IP rights, Ken Sidelinger brings years of IP Commercialization experience to lead our practice group. At NLS, we are more impressed and satisfied by what our clients say about us, than by what we could ever say about ourselves.

- *(NLS)...understands the Software as Service realm from a business perspective and a legal one. You won't find a legal team with more knowledge regarding protection of your intellectual property while at the same time ensuring your customers can accept your contractual terms. (NLS) truly understands the perspective of entrepreneur or CEO running a SaaS based business and the legal protections needed to ensure your contracts match the mission of your company. I would highly recommend speaking with (NLS) before you take your software to market or enter a new one. -- Gabe Buck, CEO ClickPoint Software*
- *(NLS's Professionals')...ability to speak IT and Legal has proved to be a great asset for SchedEz cloud and software contracts. It is hard to find a legal representation that keeps up with changing technology and at the same time be able to protect client's interest while helping with contract terms negotiations. I strongly recommend (NLS) for technology contracts as he lives and breathes software law. -- Faisal Memon, CEO SchedEZ*
- *(NLS)...understands the software business. He helps us keep our agreements simple and clear and find terms that work for both parties. This helps us complete contracts faster, and establishes the right tone for lasting business relationships with our clients and partners. -- Samina Farid – EVP & COO Merrick Systems*
- *We have seen that the work you did on the Master Subscription Agreement has reduced our commercial negotiations to 1-2 turns! I have to say I am extremely impressed! -- Ted Stiefel, Director of Finance, Innovapptive*