



HANDLER THAYER, LLP

ATTORNEYS AND COUNSELORS AT LAW



Associate

LACEE J. WENTWORTH, J.D.

Lacey J. Wentworth is an Associate Attorney in the Commercial Practice Group at Handler Thayer, LLP and has worked for the law firm since 2011. She is licensed to practice law in Illinois and Arizona. Lacey provides business, corporate and securities law services, including entity selection, structuring and formation, corporate governance, securities compliance and financing, and handles complex business transactions for ultra-high net worth families, family offices, entrepreneurs, start-ups and established businesses.

Entity Selection, Structuring and Formation. Lacey has experience analyzing the benefits of business structures and entity selection to empower clients to organize and maintain the legal entity and structure best suited for their particular goals or transactions. She frequently prepares organizational documents including Bylaws, Shareholder Agreements, Buy-Sell Agreements, complex Operating Agreements with one or more classes of membership interests, Partnership Agreements and related formation documents. Lacey also assists clients with structuring and maintaining complicated organizational structures for various purposes, including protection from liability, asset protection, tax and advanced planning, and in preparation for business combination transactions.

Corporate Governance. Lacey counsels clients regarding shareholder, member and manager disputes and related matters. Her experience includes preparing written resolutions, annual and special meeting minutes, agendas, ledgers, checklists, policies, and consents. She frequently counsels directors, managers and executive officers regarding responsibilities related to removal, resignation, permitted transfers and similar events.

Securities Financing Transactions. Lacey helps entrepreneurs, start-ups and business owners navigate their securities regulation obligations and raise the capital needed to fund upcoming projects by preparing private placement memorandums and other disclosure documents, subscription agreements and investor questionnaires related to private placement offerings under Regulation D. She has assisted clients with analyzing, structuring and documenting acquisition, convertible note, common stock, preferred stock and other equity securities offerings. Lacey also handles the Securities and Exchange Commission Form D reporting and blue sky filings during an offering.

Securities Compliance. Lacey advises clients regarding securities compliance issues and prepares and files the required forms. She handles the reporting for clients under Section 13 and 16 of the Exchange Act and has extensive experience with Forms 3, 4 and 5 related to corporate insiders, Form 13F for Institutional Investment Managers, Schedule 13D and 3G related to beneficial ownership of a reporting company and Form 13H for Large Traders.

Business Transactions. Lacey regularly drafts and reviews a range of typical contracts including executive compensation, independent contractors, equity compensation, non-disclosure agreements, vendor agreements and joint venture agreements. She also routinely assists clients with a variety of business combination transactions and is available to clients throughout the entire process, from term sheets and letters of intent, drafting of the purchase agreements through closing. She has also helped businesses with commercial leasing and purchase and sale transactions of industrial and office spaces.

Prior to the private practice of law, Lacey worked for two hospitals, including a 13-hospital health system, focusing most of her work there on corporate compliance and contract issues. She earned a Bachelor of Arts Degree in Print Journalism with a minor in Political Science from the nationally-ranked Walter Cronkite School of Journalism at Arizona State University. She is a widely published author with over 120 articles to her credit. While in law school she was a notewriter and an editor of the Law Review, research assistant and teaching assistant for several legal writing classes. She graduated Magna Cum Laude with honors at the top of her class and earned course honors for the highest grades in Legal Writing & Reasoning, Legal Research, Medical Malpractice, Tax Clinic and Federal Income Tax.

Ms. Wentworth is licensed to practice law in Illinois and Arizona. She is a member of the American Bar Association and Chicago Bar Association.

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Handler Thayer, LLP is one of the premier private client law firms in the United States. Its national and international practice, based out of Chicago, Illinois and Washington, D.C., utilizes interdisciplinary teams of advanced planning attorneys. The firm has been recognized by *U.S. News & World Report* on its lists of Best Lawyers and Best Law Firms in America and in 2012 was named the Best Overall Law Firm in the U.S. serving ultra-high net worth families, privately-held businesses and family offices by *Private Asset Management Magazine*. In 2012 the firm was also recognized by *Family Office Review* as the Best Private Client Law Firm in North America. Handler Thayer is dedicated to providing distinctive, technologically-current and responsive legal services to affluent families, privately held businesses and family offices. Its practice is concentrated in Corporate, Real Estate & Securities Law, Sports & Entertainment Law, Federal, State & International Taxation, Trusts & Estates and Financial & Estate Planning. Firm clientele includes foundations, multinational corporations, professional athletes, prominent entrepreneurs, celebrities and family offices.

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