

[Date]

[Seller Name]

[Title]

[Law Group Name]

[Address]

RE: Letter of Intent for the Acquisition of Majority Stock Interest in [Law Group Name]

Dear [Seller Name],

This Letter of Intent ("Letter") outlines the preliminary terms and conditions under which [Buyer Name] ("Buyer") proposes to acquire a majority stock interest in [Law Group Name] ("The Firm").

1. Acquisition Structure: The Buyer intends to acquire [Percentage, e.g., 51%] of the total issued and outstanding shares of common stock of The Firm.

2. Purchase Price: The proposed purchase price for the majority interest is \$[Amount], subject to adjustments based on final due diligence and valuation of accounts receivable and work-in-progress.

3. Payment Terms: The consideration shall be paid as follows:

- [Amount] cash at closing.
- [Amount] held in escrow for [Timeline].
- [Amount] structured as a performance-based earn-out over [Timeline].

4. Due Diligence: Following the execution of this Letter, the Buyer shall have a period of [Number] days to conduct a full review of The Firm's financial records, client contracts, professional liability history, and regulatory compliance.

5. Continuity of Practice: The Buyer intends for [Seller Name] and key partners to remain with The Firm under employment agreements for a minimum period of [Number] years to ensure client retention and operational stability.

6. Exclusivity: The Seller agrees that for a period of [Number] days, it will not negotiate with any other party regarding the sale of equity in The Firm.

7. Confidentiality: Both parties agree to keep the existence and terms of this Letter confidential, except as required by law or professional ethical obligations.

8. Non-Binding Nature: Except for the provisions regarding Exclusivity and Confidentiality, this Letter is a non-binding expression of intent and does not constitute a legal obligation to complete the transaction.

If these terms are acceptable, please sign and return a copy of this Letter by [Date].

Sincerely,

[Buyer Signature]
[Buyer Printed Name]
[Buyer Title/Company]

Accepted and Agreed:

[Seller Signature]
[Date]