

**[Investor Name]**  
[Investor Address]  
[City, State, Zip Code]  
[Date]

**[Law Firm Name]**  
[Managing Partner Name]  
[Firm Address]  
[City, State, Zip Code]

## **RE: Non-Binding Letter of Intent for Series A Preferred Equity Financing**

Dear [Managing Partner Name],

This Letter of Intent ("LOI") outlines the proposed terms under which [Investor Name] ("Lead Investor") intends to invest in [Law Firm Name] (the "Firm").

**1. Investment Amount:** The Lead Investor intends to invest \$[Amount] as part of a total Series A financing round of \$[Total Round Amount].

**2. Valuation:** The investment is based on a pre-money valuation of \$[Amount].

**3. Security Type:** The investment will be in the form of Series A Preferred Equity. These shares will rank senior to existing Common Equity in terms of liquidation preference.

**4. Use of Proceeds:** The capital shall be used for [e.g., technology implementation, lateral hiring, geographic expansion, and working capital].

**5. Governance:** Upon closing, the Board of Directors shall consist of [Number] members, with the Lead Investor having the right to appoint [Number] Director(s).

**6. Dividends and Liquidation:** Series A Preferred holders shall receive a non-cumulative dividend of [Percentage]% if declared, and a 1x liquidation preference.

**7. Due Diligence:** This proposal is subject to the completion of legal, financial, and regulatory due diligence, including compliance with jurisdictional "Fee Sharing" and "Non-Lawyer Ownership" regulations.

**8. Exclusivity:** The Firm agrees to a period of [Number] days of exclusivity from the date of signing, during which it will not negotiate with other potential investors.

**9. Confidentiality:** The terms of this LOI are strictly confidential and may not be disclosed to third parties without prior written consent.

**10. Non-Binding Nature:** Except for the sections regarding Exclusivity and Confidentiality, this letter is a non-binding expression of intent and does not constitute a legal obligation to invest.

Sincerely,

[Signature]

[Name of Authorized Representative]

[Title]

[Investor Name]

**Acknowledged and Agreed:**

[Signature]

[Name of Managing Partner]

[Law Firm Name]