

# T.VG TECHNOLOGY VENTURES GROUP



## LAWYERS HELPING ENTREPRENEURS

Stoel Rives has served as counsel to hundreds of new ventures, start-ups and emerging companies over the years and remains a trusted advisor and advocate for entrepreneurs and investors. The Stoel Rives Technology Ventures Group has advised clients through all phases of their business life cycle, from raw ideas through angel and venture capital financing to acquisition or initial public offering. From start-up to success, we assist clients with the issues facing their businesses and are committed to building long-term relationships.

# LEGAL SERVICES FOR THE ENTREPRENEUR

The Stoel Rives Technology Ventures Group is dedicated to advising promising new ventures and emerging-growth companies. Our goal is to assist the best new technology companies with our combination of business, entrepreneurial and financial know-how as well as our legal experience. We offer:

- ✓ Exceptional-quality legal services.
- ✓ The backing of a well-known and respected law firm with a strong regional presence throughout the Pacific Northwest, the Mountain States and California.
- ✓ A dedicated team of professionals with depth of business experience (including venture capital, angel investment, company founder and executive) and legal experience (including corporate, securities, tax, employment and intellectual property law).
- ✓ Practical advice based on our extensive experience working with growth companies in all stages of the business life cycle—from start-up through public offering.
- ✓ The benefit of our relationships and experience with the financial community, including venture capitalists and angel investors.
- ✓ Assistance with team building through relationships with qualified candidates for a company's board of directors, executive management or advisory board.
- ✓ Access to service networks for accounting, insurance, finance, marketing, public relations, advertising, design, programming and outsourcing.
- ✓ A low-cost start-up legal package and flexible billing alternatives during the fund-raising process.
- ✓ Active involvement with the key entrepreneurial and educational institutions in our region.

## CLIENTS WE SERVE

AboutUs, Inc.  
Act-On Software, Inc.  
Absorbent Technologies, Inc.  
Agiro, Inc.  
AirAdvice, Inc.  
Arxx, Inc.  
Attensa, Inc.  
Belief Networks  
Cayuse, Inc.  
Cerus Industrial Corporation  
The Cobalt Group, Inc.  
Conductive Technology Corp.  
Dotster  
Dry, Inc.  
Ecos Consulting  
Educadium, Inc.  
Elemental Technologies, Inc.

Eleven Wireless Inc.  
FishTail Design Automation, Inc.  
Healthnotes, Inc.  
Jive Software  
Learning.com  
Lynguent, Inc.  
Mercent Corporation  
Motionetics, Inc.  
MTI, Inc.  
NuScale Power, Inc.  
Strands  
PacketPlus, Inc.  
PayWi Corporation  
Perpetua Power Source  
Plas2Fuel Corporation  
ProteoGenix, Inc.  
Pulse Health



Qmedtrix Systems, Inc.  
Sharp Technology Ventures  
SKYRON Systems, Inc.  
SpectraWatt, Inc.  
Swan Island Networks, Inc.  
Synaptic Mash, LLC  
Tasty Eats, Inc.  
Tec Laboratories, Inc.  
Trailfire Inc.  
WellPartner Incorporated  
WiSPI.net

## REPRESENTATIVE CLIENT PROFILES



### LEARNING.COM

Learning.com is a leading provider of online technology integration and assessment tools for elementary and secondary schools. Learning.com's products and services help students develop and apply foundational technology skills, provide teachers with resources to integrate technology across the curriculum and help school districts satisfy technology accountability requirements. Learning.com's products and services are used by students all over the world.

We are Learning.com's general corporate counsel and have assisted the company in its Series A, Series B, Series B-1 and Series C preferred stock financing transactions; the company's debt arrangements; the company's Series D preferred stock financing with Educomp; and various licensing and partnering arrangements.

### MERCENT

Founded by veterans of Amazon.com, Mercent is a Seattle-based application services provider whose flagship product, Mercent Retail, helps merchants increase revenue and gross margins by promoting the right products with the right offers in the right online marketing channels. Mercent Retail provides a single point of integration between existing retail management systems and leading online merchandising channels, including transactional marketplaces such as Amazon.com, shopping portals such as AOL inStore and Shopping.com, and affiliate marketing programs from Commission Junction and LinkShare—making it easy for merchants to automate, measure and optimize online product merchandising campaigns. We advised Mercent on its split-off from our client Morse-Best Innovation and its concurrent financing led by Madrona Ventures. We provide ongoing corporate, licensing, intellectual property and employment counseling to the company.



### ELEMENTAL TECHNOLOGIES INC.

Elemental Technologies is a start-up semiconductor design company founded by three engineers from Pixelworks. Elemental is focused on creating a revolutionary network-aware distributed display processing architecture. We are Elemental Technologies' general counsel and assisted the company with its organization, seed financing and Series A preferred stock financing. Elemental Technologies, Inc. is headquartered in Portland, Oregon and launched operations in August 2006.

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*For more information about our Technology Ventures Group please visit:*

[www.stoel.com/technologyventuresgroup](http://www.stoel.com/technologyventuresgroup)

*Stoel Rives LLP is a U.S. business law firm with nearly 400 lawyers. For more information about our legal services, or information on our offices in Alaska, California, Idaho, Minnesota, Oregon, Utah and Washington, please visit [www.stoel.com](http://www.stoel.com) or contact our T.VG lawyers at (800) 88-STOEL.*