



DOUGLAS A. LUETJEN

Of Counsel

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PRACTICE AREAS	Mergers & Acquisitions
Business & Finance	Real Estate Acquisition & Finance
Corporate Governance	Real Estate Development & Land Use
Estate Planning & Trusts	Trademarks

Douglas Luetjen has acted as general counsel to numerous businesses throughout the Pacific Northwest. His practice has involved the representation of corporations, partnerships, limited liability companies, as well as sole proprietorships. His clients have included enterprises in a vast array of businesses, including real estate developers, technology, manufacturers and distributors, wholesalers and traders of agricultural products, restaurateurs, and non-profit corporations.

He works with many emerging businesses in the formation of the business entity and initial financing, in addition to subsequent private placements including venture capital transactions. He assists his clients in acquisitions, mergers, divestitures and stock redemptions and transfers. Doug also represents corporations as well as directors, officers, and shareholders in matters involving governance and ownership issues.

Representing not only property owners, developers, engineers and construction companies in the acquisition, sale and development of residential and commercial property, Doug also represents lenders and borrowers in the financing for and acquisition of real estate.

REPRESENTATIVE MATTERS:

- Represented an unregulated lender in matters involving a dispute against the ownership group and challenges to purported stock transfers and assisted the company in resolving the consequent litigation.

- Represented a petroleum products distributor in the acquisition of operations in the Pacific Northwest and assisted with legal issues involving subsequent operations and real property development.
- Represented the principal owner of a local wholesaler and retailer of finished and unfinished goods in resolving ownership and control issues involving the minority shareholder.
- Participated as local counsel for an animated software development company in the strategic investment in the software company by a worldwide entertainment company, as well as the company's ultimate acquisition by a publicly traded company.
- Multiple representation of individual key employees and minority equity shareholders in matters related to their investment in emerging companies and the redemption and third-party sale of their investment.
- Represented the founders of a winery in the formation and initial capitalization of an LLC for the development of wine production.
- Represented a technology colocation center in its organization and capitalization.
- Represented a telecommunications Internet service provider in its formation and initial capitalization.
- Represented a foreign corporation in the formation of a U.S. subsidiary and the acquisition and sale of golf driving ranges, as well as participating in the representation of the company in its multiple financings and its acquisition by a publicly traded company.
- Represented an Atlantic Ocean shipping and European transportation company in establishing a joint venture with a Seattle-based shipping line for Pacific Ocean shipping and United States transportation services.
- Represented a former principal of an acquired business in a dispute involving his buy-out and severance benefits resulting in the eventual recovery of all of his claims.
- Participated in the representation of the former owners of a worldwide manufacturer and distributor of exercise equipment in the transfer of ownership of the company to a nationally recognized distributor in the expansion of its product line
- Participated in the representation of the new ownership group in the corporate reorganization of a local software developer and the transfer of its assets to the new ownership group, followed by a private placement securities offering and eventually a larger venture capital financing.
- Participated as local counsel for a foreign underwriting firm in a significantly large private placement financing for several affiliated companies engaged in the world-wide ownership and operation of fishing vessels and the marketing, sale and distribution of seafood products.
- Managed and assisted in the selection, registration and protection of trademarks throughout North and South America, Asia and Europe for a worldwide manufacturer and distributor of exercise equipment.
- Represented the seller of a local manufacturing and distribution operation of rubber-based products.
- Represented a world-renowned exotic automobile manufacturer in an action in federal court

in Seattle, Washington asserting trademark and trade dress infringement involving a local automobile manufacturer and subsequently assisted in the successful enforcement of the Consent Decree.

- Represented a local company in its organization, initial financing, both debt and equity, and acquisition of assets of one of Seattle's historical establishments serving intoxicating libations.
- Represented the president of an aeronautical materials manufacturer and testing facility involved in a dispute with the co-owners and eventual split-up of the business amongst the original owners.
- Represented a joint venture/commercial lender formed by a worldwide oil company and a worldwide commercial bank for the purpose of lending funds for the construction of retail gas outlets throughout the Pacific Northwest.
- Represented a large worldwide construction cost accounting firm in the acquisition of a controlling interest in a local construction cost accounting firm.
- Represented a regional engineering firm in the formation and partial sale, through a joint venture, of a power management company.
- Represented a local food product development, marketing and distribution company in its initial corporate organization, initial seed financing and eventual venture capital financing.
- Represented a regional environmental engineering firm in the annual preparation of offering documents for the sale of common stock to key employees of the company.

PROFESSIONAL & CIVIC ASSOCIATIONS:

- Selected *Seattle Business Monthly* Top 76 Business Lawyers – Closely-held Businesses, 2006
- American Bar Association (Business Law Section and Committee on Audit Responses), Member
- Washington State Bar Association (Business Law Section and Real Property, Probate and Trust Section), Member
- King County Bar Association, Member
- Sigma Chi Building Association, Board of Trustees
- Friends of Dakota Place Park, Board of Directors
- Friends of Seattle's Olmsted Parks, Board of Directors
- National Association for Olmsted Parks, Board of Trustees

BAR & COURT ADMISSIONS:

- Washington State Bar
- U.S. District Court, Western District of Washington
- U.S. District Court, Eastern District of Washington
- U.S. Court of Appeals, Ninth Circuit

EDUCATION:

- J.D., College of Law, Willamette University
- B.A., University of Washington
- United States Air Force Academy