

What Paralegals Do (and What Lawyers Shouldn't Do?)

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Introduction: What Paralegals Do.

One of the most significant factors inflating legal costs is the use of people with seniority (and billing rates) higher than is necessary. For example, in case after case we find partners and associates performing paralegal tasks (and, of course, billing them at partner and associate rates). You have every right to insist that your firms permit paralegal tasks to be performed only by paralegals. At the very least, you have the right to insist that if paralegal tasks are performed by attorneys, those tasks should nevertheless be billed to you at paralegal rates.

Clearly people can reasonably differ as to which tasks can be appropriately be assigned to paralegals. To assist you in reaching your own conclusions as managers of outside counsel, we are reproducing the following list of tasks that are in fact performed by paralegals. The list appeared originally at Inter-Law's(tm) 'lectric Law Library(tm) , <http://www.inter-law.com>. This list is not meant to be all-inclusive, but is an example of the types of assignments that some people believe can be delegated to paralegals. Some you will agree with, others not. At the least we hope it will give you something to think about.

General Tasks: What Paralegals Do.

[This is just one part of the listing of What Paralegals Do (and What Lawyers Shouldn't Do?). The listing reflects actual assignments to paralegals. Please read through all the parts of the list, it may influence how you manage your

outside counsel with respect to staffing issues. Or you can go to the page table of contents to select another part of the list of [What Paralegals Do \(and What Lawyers Shouldn't Do?\)](#) by subject area]

GENERAL

* Conduct interviews w/clients to gather background info. * Correspond w/clients, counsel, & others on factual matters. * Inform client periodically of case/matter status. * Draft pleadings & documents. * Organize & maintain forms & client files. * Index or summarize documents or transcripts. * Assemble & analyze records from courts or agencies relevant to a case or client. * Prepare clients for court hearings. * Assist in administering law library. * Review legal periodicals & material relevant to a specialty area of law. * Maintain current binders of court rules. * Maintain calendar or tickler system. * Administer paralegal program. * Research law, including procedural, administrative, or case law. * Keep track of & report any pending legislation that may affect clients.

Bankruptcy Matters: What Paralegals Do.

BANKRUPTCY

* Interview client to obtain info for filing petition & schedules. * Give client written lists of documents needed, i.e., tax returns, certificate of title, life insurance, liabilities, & so forth. * Obtain list of assets. * Arrange for appropriate UCC filings & real property searches, appraisals, & so forth. * Review forms to obtain all necessary data. * Familiarize client w/general procedures at bankruptcy court hearings, meetings, & motions. * Draft & file petitions & schedules. * Draft & file proofs of claim. * Meet w/clients for execution of documents. * Handle incoming & outgoing routine calls & correspondence to creditors, creditors' committee chairperson & attorney, trustee, & client. * Attend court hearings w/attorney & client to facilitate flow of documents & info. * Keep track of timetable, i.e., when to file motions & serve motions. * Draft motions for avoidance of liens & reaffirmation agreements & arrange for execution of same. * Draft, serve, & file debtor's monthly financial statements in Chapter 11 cases. * Draft, serve, & file complaints in adversary proceedings. * Draft & file attorney's fee applications. * Attend Section 341(a) meeting. * Attend Chapter 13 Plan confi hearing. * Maintain log to check off discharge & status of bankruptcy. * Draft judgment searches for appropriate offices. * Draft request/analyze info as to real estate owned by debtor; prepare lien priority exhibits for use in trial. * Review clerk's docket & claims register.

Business/Corporate Matters: What Paralegals Do.

BUSINESS/CORPORATE

* Check availability & reserve corporate name. * Draft & file Articles of Incorporation. * Complete & file qualification of foreign corporations. * Obtain good standing certificates from Secretary of State. * Draft bylaws. * Draft notices & minutes, or consents of organization meeting. * Draft Subscription Agreements. * Issue & transfer stock, prepare stock certificates & shareholder registers, & prepare & maintain analyses & charts of outstanding securities. * Draft banking resolutions. * Draft Shareholder Agreements. * Prepare necessary documents for opening of corporate bank account. * Draft Employment Agreements. * Complete & file assumed name certificates. * Complete & file Election by Small Business Corporation & subsequent shareholders consents to such election. * Complete & file Application for Employer Identification Number. * Complete & file Application for Workers' Compensation. * Notify State Tax Commission of stock book location. * Prepare & file DISC elections. * Complete & file Application for Unemployment Insurance. * Complete & file Application for Employer Withholding Tax Registration. * Complete & file application for appropriate licenses to operate specific businesses. * Complete & file trade name applications, copyright applications, & financing statements. * Order minute book, stock book, & seal. * Draft & file application for proper licensing when forming professional or special purpose corporation. * Draft response to auditors' request for info. * Prepare & file annual reports. * Maintain a tickler system for annual meetings. * Draft notices, proxy materials, ballots, affidavits of mailing, agendas for annual meetings & special meetings. * Draft resolutions to be considered by directors. * Draft oaths & reports of judges of election for annual meeting. * Draft shareholders' & directors' minutes. * Draft written consents in lieu of meetings. * Draft documents & correspondence necessary to effect dissolution & liquidation, consolidating merger & sale of substantially all of the assets of corporations. * Draft stock option plan, maintain stock option registers & related charts. * Collect info, draft documents & correspondence necessary to adopt qualified profit-sharing & pension plans & related trust agreements & other documents. Submit such materials to I.R.S. for determination letters. * Draft & organize closing documents on corporate acquisitions. * Draft lease agreements. * Draft Articles of Merger or Consolidation, Plan of Merger or Consolidation. * Draft closing checklists & closing memoranda. * Prepare closing files & assist in closing. * Draft articles of dissolution. * Perform due diligence investigation. * Compile & index documents in corporate transactions. * Draft partnership agreements & amendments. * Draft statements of partnership & certificates of limited partnership. * Draft certificates of amendment to certificates of limited partnership. * Prepare & publish Notice of Substance of Certificates of General & Limited Partnership. * Draft minutes of partnership meetings. * Draft non-competition agreements for selling partners. * Draft Agreement for Dissolution of Partnership. * Draft & publish Notice of Termination of Partnership (or Continuation of Successor

Business). * Draft certificates or cancellation of certificates of limited partnership. * Draft & file trade name documents & amended trade name documents. * Draft analysis in connection w/tax planning & draft state & federal tax returns & prepare for audit. * Prepare documents for qualification to do business in foreign jurisdictions. * Prepare necessary documents to amend & restate Articles of Incorporation & amend bylaws. * File & terminate UCC Financing Statements w/state & county offices. * Search state & county offices for federal tax liens, UCC filings, deeds, mortgages, & judgments. * Prepare & file DBAs, certificates of trade names, & certificate of assumed names w/the appropriate state office. * Prepare & file governmental applications & reports. * Collect info from & verify filings w/the Secretary of State & other state & local agencies. * Change registered office or agent. * Prepare reports to the Securities & Exchange Commission (SEC) & New York Exchange. * Obtain info for SEC & other public agencies. * Attend corporate meetings. * Prepare & maintain corp records of subsidiaries, along w/minutes of all incentive compensation plan committees. * Follow up trademark & patent searches w/Trademark Counsel. * Maintain & file Abandon Property reports (escheat laws) w/all states. * Prepare Blue Sky survey & Blue Sky forms & other documentation relating to public & private sale of securities. * Research facts (e.g. public library, newspaper files, financial publications). * Research statutes. * Prepare Summary Plan Description.

COLLECTIONS

* Review documents the client provides. * Conduct asset investigation. * Draft demand letter to debtor. * Draft summons & complaint. * Draft motions for or in opposition to summary judgment, including memoranda, & affidavits in support. * Draft judgment, cost bill, & other supporting pleadings. * Maintain judgment account worksheet to record payments, collection costs, & court costs. * Draft notice of demand to pay. * Draft, file & serve documents for Judgment debtor examination. * Appear in court at hearing for initial claim of plaintiff. * Draft, have issued, & serve writ of garnishment. * File request for dismissal form. * Draft, have issued, & serve order to release garnishment. * Draft, have issued, & serve order of examination. * Appear in court & conduct examination. * Draft, have issued, & serve writ of execution. * Arrange for indemnity bond from sheriff. * Arrange for posting of notice of sale or publication of notice of sale. * Maintain communication w/sheriff about levy on personal property. * Prepare bid & attend sheriffs' sale of real property. * Obtain certified copy of judgment transcript. * Transfer judgment transcript to a different court. * Obtain exemplified copy of foreign judgment. * Prepare affidavit for transfer of a foreign judgment. * Register judgment in a different state. * Prepare & file satisfaction of judgment.

Family Law Matters: What Paralegals Do.

FAMILY LAW

* Attend initial interview w/attorney & client & help identify legal problems that can be referred to other entities. * Collect background info on client, including marriage certificates, sources of support residence, assets, number of children, & so forth. * Determine if grounds for divorce or dissolution exist. * Participate in discussion of other remedies, including counseling, separation, reconciliation, & mediation. * Draft petition for dissolution or response. * Complete domestic relations questionnaire. * Draft temporary motions, affidavits, & orders. * Draft notice to produce. * Draft property settlement agreement. * Determine support requirements & calculate child support. * Draft decree of dissolution, accompanying motions & affidavits. * Draft motion & affidavit for modification. * Serve notice on opposing counsel. * Arrange for service of documents. * Obtain settings for court hearings. * Maintain contact w/client & handle calls when legal advice is not needed. * Help client prepare monthly income & expense sheet. * Arrange for appraisals of real property & personal property. * Draft subpoenas & arrange for service. * Schedule expert witness interviews & appearance at trial. * Obtain info for discovery, organize, categorize, & determine completeness of discovery. * Draft proposed stipulations. * Draft petition for adoption, consent for adoption, decree of adoption. * Draft petition for name change. * Draft initial or responsive pleadings; check on service of process, & draft any necessary motions for service. * Explain paralegal responsibilities to the client. * Draft pendente lite motions. * Prepare file & client for pendente lite hearing. * Help client complete expert adult abuse petition; arrange for service; arrange docket hearing date; prepare client & file. * Draft interrogatories; docket when answers are due; review answers; highlight answers that seem questionable or questions that have been objected to; forward to responsible attorney. * Set depositions; have subpoena duces tecum served; arrange for court reporter; attend depositions, if necessary; make sure court reporter is paid; prepare deposition summaries. * Use custodians through use of subpoena duces tecum to acquire records; arrange for service of process. * Use public info sources to get info. * Arrange for private investigators. * Prepare request for admissions; docket when responses are due & follow up. * Preview incoming discovery requests; docket response deadlines; compile answers & documents; draft necessary answers. * Interview witnesses & serve subpoenas. * Investigate law & arrange for expert witnesses. * Keep track of client fee balance. * Prepare for trial including reviewing file for problems & drafting amended pleadings if necessary. * Issue trial subpoenas to witnesses, arrange service, & file return of service. * Update discovery. * Prepare proposed order. * Organize trial exhibits & prepare exhibit list. * Have charts, graphics, blow-ups, & so forth prepared. * Keep client informed. * Prepare compliance w/applicable pre-trial order. * Discuss courtroom etiquette w/client & witnesses. * Prepare attorney's fee exhibit w/estimated total cost through end of trial. * Notify witnesses of status of trial date & have them "on call." * Assist attorney at trial. * Manage file at trial. *

Assist attorney in settlement discussions. * Keep track of exhibits introduced & admitted at trial. * Take notes at trial. * Testify about discovery or summary evidence. * Investigate opposing sides' unknown witnesses. * Coordinate post-trial follow up including making sure all files are brought back to office after compliance w/order & inform attorney of any non-compliance. * Draft motion for new trial or to amend the judgment. * Prepare QDROs & get them approved by all interested parties & attorneys. * Draft & file necessary garnishments, writ of execution, or wage assignments. * Make sure money judgments are paid timely & partial/full satisfaction of judgments are drafted & filed. * Draft motion for contempt & show cause orders. * Assist in appeal process including drafting notices of appeal & statement of case. * Order legal file & transcript. * Prepare legal file. * File record on appeal. * Draft necessary requests or motions. * Prepare file & summary for settlement conference w/appellate judge. * Prepare file & evidentiary exhibits for oral argument. * Drive clients to & from trial and/or hearings.

Foreclosures: What Paralegals Do.

FORECLOSURES

* Order foreclosure report. * Review foreclosure report w/respect to priority of lienholders & determine parties to be served. * Draft foreclosure complaint. * Draft trustees notice of sale & arrange for publication. * Prepare & serve trustees notice of sale on grantors subsequent lien creditor. * Draft motion & support documents for summary judgment. * Draft motion & order for default. * Draft decree of foreclosure. * Record all proofs of service, affidavits of mailing, & publication prior to sale. * Check for federal tax liens 30 days prior to sale. * Draft & serve notice of nonjudicial sale on IRS if appropriate. * Draft bid sheet for sale. * Draft deed in lieu of foreclosure. * Attend sale. * Draft post-sale documents, including motion for writ of assistance. * Appear at time & place set for sale to postpone sale. * Draft & record trustees deed after sale. * Draft & record notice of maritime lien. * Draft complaint, satisfaction, & decree for foreclosure of maritime lien. * Draft correspondence to occupants giving notice to vacate. * Draft complaint in forcible detainer action to remove occupants. * Take possession, satisfy, & transmit promissory note & original deed of trust to trustee.

Immigration Matters: What Paralegals Do.

IMMIGRATION MATTERS

* Interview clients to obtain background info. * Function as liaison between clients & attorneys. * Maintain tickler system for timely filing of extensions, petition, & applications. * Prepare applications & petitions for filing w/INS & the Department of Labor. * Obtain & coordinate documents in support of applications & petitions. * Coordinate translation of foreign documents. *

Coordinate equivalency evaluations of foreign degrees. * Research immigrant & nonimmigrant visa alternatives. * File applications & petitions w/officials at INS & DOL. * Obtain monthly visa numbers from the State Department & update tickler system. * Research availability of foreign documents & assist clients in obtaining them. * Draft letters & affidavits in support of applications & petitions. * Function as liaison between INS, DOL, & attorneys. * Coordinate certification of foreign documents.

Intellectual Property Matters: What Paralegals Do.

INTELLECTUAL PROPERTY MATTERS

* Prepare patent and/or trademark status summary reports. * Maintain docket system for due dates for responses, renewals, opposition, Section 8 & 15 filings, use affidavits, & working requirements. * Maintain docket system for payment of patent annuities in foreign counties. * Conduct patent and/or trademark searches. * Conduct on-line computer info searches of technical literature for patent/trademarks. * Draft trademark/servicemark registration application, renewal application, Section 8 & 15 affidavits. * Draft response to trademark examining attorney's official action. * Draft registered user agreements. * Draft power of attorney. * Draft copyright applications. * Research procedural matters, case law, & unfair competition matters. * Search prior art, patents, & trademarks. * Assist in opposition, interference, infringement, & related proceedings. * Arrange for visual aids, models, & mock-ups for trial use. * Communicate w/foreign trademark attorneys & agents about registrations, officials' actions needing response, & trademark services. * Maintain files of new products & invention development. * Review patent filings w/engineers. * Draft licenses/agreements regarding proprietary information/technology.

Litigation Matters: What Paralegals Do.

LITIGATION MATTERS

* Draft complaint & bill of particulars. * Draft answer and/or other defensive pleadings. * Draft interrogatories, requests for admission, requests for production of documents, & requests for examination. * Review client files, & gather & organize factual data. * Conduct or supervise fact investigation. * Respond to interrogatories, requests for admission, & production of documents. * Review, index, gather, & summarize documents produced by opposing & third parties. * Examine premises, locations, & objects; take notes and/or photographs. * Draft discovery motions. * Locate, interview, & obtain witness statements. * Arrange for expert witnesses, interview, & prepare written reports. * Work directly w/experts, consultants, & witnesses regarding case & prepare them for trial. * Coordinate projects. * Arrange for outside investigator. * Obtain & examine public records. * Prepare & serve subpoena duces tecum. * Prepare summons & service of process. * Draft deposition questions & prepare deposition outline. *

Review & assemble documents to be used in deposition. * Prepare witnesses for deposition. * Arrange for court reporter & determine need for computerized transcript. * Attend depositions, take notes, & organize exhibits. * Maintain personal injury plaintiff file incl contact w/carrier, client, health care provider, & employer. * Index & summarize depositions & exhibits. * Follow up after depositions, & index deposition exhibits. * Obtain, review & analyze medical records. * Do medical research. * Compile records of patent of product, history, & info regarding similar products. * Conduct medical & technical literature searches, i.e, analysis of mats & preparations of report synopsis. * Attend, supervise, or monitor product, accident or vehicle inspection. * Obtain, review, & organize damage info; calculate damages (medical costs, lost wages, property damages); prepare, maintain, & update damage summaries. * Prepare settlement brochures in personal injury cases. (Involves assembling info on the history of plaintiff, the nature & effect of injuries, defects of products in product liability cases, & damages.) * Obtain factual info regarding products, companies, individuals from various government agencies, resource facilities, & so forth. * Analyze & summarize factual info. * Prepare medical notebooks. * Prepare statistical & factual memoranda. * Prepare market surveys & gather industry statistics. * Draft affidavits. * Arrange for extensions of time by telephone, letter, and/or motion. * Draft demand letters, subpoenas, & commissions to take out-of-state depositions. * Trace documents & other physical evidence. * Develop info retrieval systems, including computerized systems * Supervise computerized or other system. * Draft legal memoranda and/or briefs. * Review briefs for accuracy of factual info. * Check cites and/or Shepardize & proofread briefs. * Coordinate arrangements w/local vendors regarding equipment, space, & supply requirements, & coordinate witnesses & experts, especially in out-of-town trials. * Prepare, organize, & mark trial exhibits. * Prepare exhibit list & monitor exchange of exhibits. * Prepare trial notebooks & witness files. * Draft list of documents & testimony to use in impeaching opposition witnesses. * Draft pretrial statements & settlement conference memoranda. * Obtain jury list & biographical info on jurors. * Draft jury instruction & voir dire. * Conduct teleconferences to schedule court appearances. * Develop "dossiers" on adverse experts. * Coordinate witness attendance at trial. * Prepare charts, graphs, & demonstrative exhibits for use at trial. * Attend trial, noting developments of case, reactions of jurors, witnesses, & opposing counsel during trial. * Maintain list of exhibits as mentioned, offered, admitted, or objected to. * Draft cost bill. * Prepare settlement calculations. * Prepare comparative analysis of terms for potential settlement agreements. * Attend settlement conferences w/attorney & client. * Draft settlement documents, including releases & dismissals. * Draft notice of appeal. * Prepare record on appeal. * Organize appendix for appeal brief. * Order hearing transcripts & prepare recap or outline of transcripts. * Set up time for filings. * Prepare releases, settlement documents, & entries of dismissal or satisfaction.

LITIGATION ASSISTANT * Conduct initial interview w/client & obtain necessary background info. * Correspond w/client about case status & preparation. *

Maintain litigation docket; read legal publications for setting & proceedings in the case. * Review/summarize rules of procedure in court where action will be filed, & summarize info for attorney. * Draft lien letter to opposing party or a response to lien letter. * Arrange medical examinations for client or opposing parties.

Probate and Estate Planning: What Paralegals Do.

PROBATE & ESTATE PLANNING

* Assist attorney w/the initial client meeting. * Prepare & maintain a calendar system. * Notify heirs & devisees of probate proceedings. * Publish notice to interested persons. * Collect info and/or assets for preparation of inventory & tax returns. * Accompany fiduciary & court representative to bank for removal of Will from safety deposit box. * Evaluate assets (date of death & alternate valuation date). * Draft inventory. * Review creditors' claims. * Maintain financial records of estate. * Prepare & file probate documents in administration of estate or to relieve estate from administration. * Surrender insurance policies. * File life insurance claims & other death benefit claims. * Verify bank balances. * Interpret Will provisions. * Prepare preliminary tax & cash estimate. * Obtain tax releases. * Prepare income projection. * Draft state inheritance tax & federal estate tax returns. * Draft decedent's final federal & state individual income tax returns. * Draft state & federal fiduciary income tax returns. * Draft petitions & orders for partial distribution. * Draft accountings. * Help audit tax returns. * Draft distribution schedule. * Draft closing documents. * Draft federal & state gift tax returns. * Review documents & tax returns in connection w/an ancillary proceeding. * Draft tax returns for non-probate estate. * Collect data for estate planning. * Draft wills & trusts. * Draft court documents for conservatorship. * Draft accountings for conservatorship. * Draft federal & state tax returns for conservatorship. * Draft court documents for guardianships. * Make post-mortem planning calculations. * Draft documents for sale of real & personal property. * Maintain & update form files. * Act as liaison w/probate referee & probate court. * Arrange for real property appraisals. * Analyze investments for estate planning. * File Wills. * Prepare Application for Letters & Refusal of Letters. * Prepare other needed petitions E.G. app for widow's allowance, authority to erect grave marker, & so forth. * Prepare claims, payment of claims, & receipts. * Maintain estate bank accounts, investments, & change of address for dividends. * Prepare settlements & obtain continuances as needed. * Handle transfer of securities & receipts from distribution. * Order certified copies of documents. * Contact legal or auditing departments about settlements & other estate matters. * Prepare final settlement & order for final distribution.

Real Estate Matters: What Paralegals Do.

REAL PROPERTY MATTERS

* Meet w/client to investigate facts. * Draft subdivision, condominium, & timeshare registrations for in-state & out-of-state registrations. * Draft registrations of recreational subdivisions for federal registrations. * Organize recording procedures for large-scale recording & prepare draft of opinion letters. * Perform financial calcs (amortization, net present value, discounting, APR). * Assist in real estate closing. * Prepare quit claim deeds or other docs for transfer of ownership of property. * Conduct a title search or order title search & updates. * Prepare a preliminary abstract of title & opinion on the title. * Negotiate title insurance coverage. * Arrange for the purchase of title insurance. * Assist client in obtaining mortgage financing. * Review mortgage applications for clients that sell mortgages. * Assist in recording mortgages. * Assemble tax receipts. * Adjust property taxes for closing. * Record capital gains or loss on client's income tax return. * Prepare appropriate capital gains tax affidavit. * Draft Truth-in-Lending Disclosure Statements. * Draft & review permits & easements. * Draft, review, & plot legal descriptions. * Draft grant, warranty, & other deeds. * Draft deeds of trust & other loan documentation. * Draft leases, assignments, extensions, & amendments. * Draft contracts, assignments, & modifications. * Redline changes in documents as each is revised. * Draft & arrange for filing of UCC statements, amendments, extensions, & terminations. * Prepare closing checklist for acquisition & loan transactions. * Draft escrow instructions. * Analyze & digest leases, assignments, extensions, amendments, & deeds. * Review & determine validity of mineral claims through search & BLM records. * Check & review zoning, Subdivision Map Act & comprehensive plan designations; obtain letters on designation as closing requirements. * Review land surveys, parcel maps, & condominium plats. * Draft closing statements & arrange closing date. * Notify all parties involved of closing date. * Order amortization table. * Prepare equalization form. * Arrange for discharge of mortgage. * Obtain closing figures from bank & prorate all closing costs. * Appear or assist attorney at closing. * Notarize documents at closing. * Follow up on post-closing items, including preparation of closing index & binder. * Assist client in obtaining liability insurance (e.g., homeowners policy). * Coordinate office handling of insurance claims of client. * Prorate real & personal property taxes. * Draft contract. * Coordinate w/other parties, revise contract, handle contract execution. * Review contract for critical dates & monitor calendar for deadlines. * Arrange foreclosure sales & prepare appropriate documentation. * Prepare for bankruptcy depositions.

Securities Law Matters: What Paralegals Do.

SECURITIES LAW MATTERS

* Draft registration statement & prospectus. * Organize filing the registration statement. * Draft 1934 Act Reports. * Draft questionnaire for officers, directors, & principal shareholders. * Draft promissory notes. * Draft underwriting agreements. * Draft trust indentures. * Draft bond purchase agreement. * Draft Blue Sky Memoranda & Blue Sky Registration. * Review status of Blue Sky application. * Draft Legal Investment Survey. * Notify State Securities Administrators of SEC effectiveness. * Draft & file dealer and/or salesmen registration documents. * Perfect securities dealer or issuer exemptions. * Prepare memoranda on the availability of exemptions & requirements (if any) for registration. * Draft & file docs for registering broker/dealers/salesmen w/NASD, SEC, & state securities commissions. * Prepare NASDAQ & National Market System listing applications. * Draft & file documents for renewing or withdrawing the registration of broker/dealers w/salesmen. * Qualify dealer corporations where applicable. * Draft Forms 3, 4, 8-K, 10-K, 10-Q. * Draft Form D. * Draft Form 144 & related documentation. * Draft lease agreement, loan agreement, agreement of sale, facilities financing agreement ordinance/contracts. * Draft letter of transmittal & other tender offer documents. * Draft Indenture. * Draft confidential offering memorandum. * Draft security agreements including deeds, guaranties, mortgages. * Review bond purchase agreement or underwriting agreement. * Draft summaries of documents for use in preparing Preliminary Official Statement & Official Statement. * Coordinate accuracy of the statements w/underwriter. * Finalize basic documents & distribute for execution. * Draft necessary resolutions authorizing the issuance of the Bonds. * Send bond form to printer. * Proof first galley of the bonds & check manufacturing schedule, coupon amounts, & CUSIP numbers. * Check bonds at time of closing & read bond numbered 1. Draft closing papers for issuer including authorizing resolutions, authentication order to trustee, incumbency certificate, non-arbitrage certificates, & CUSIP numbers. * Draft company authorizing resolutions & Officers' Certificates. * Prepare tax election (if applicable) & arrange for appropriate filing. * Draft recording certificate. * Draft financing statements. * Obtain certificates from state agencies re: good standing of company & certified corporate documents. * Attend closing, checking all certificates & opinions, insurance policies, & legal descriptions. * Compile the closing transcript, prepare index & organize closing binders. * Draft regulation of public companies. * Prepare drafts of proxy & proxy statements. * Draft annual report to shareholder.