

Nelson Mullins Riley & Scarborough LLP

Startup Kit Documents for Delaware Corporation

- I. Organizational Documents**
 - 1. Certificate of Incorporation
 - 2. Bylaws
 - 3. Organizational Board Consent
 - 4. Stock Incentive Plan
 - 5. Form of Incentive Stock Option Agreement
 - 6. Form of Nonqualified Stock Option Agreement
 - 7. Stockholder Consent to Stock Incentive Plan
 - 8. Stock Certificates
 - 9. Stock Ledger
 - 10. State Qualifications for Foreign Corporation
 - 11. IRS Employer Identification Number (EIN) Application
- II. Founder and Director Documents**
 - 1. Stock Subscription Agreements
 - 2. Stock Restriction Agreements
 - 3. Founder Intellectual Property Assignment Agreements
 - 4. Director Indemnification Agreements
- III. Employee Documents**
 - 1. Form of Employee Covenants Agreement
 - 2. Form of Employee Offer Letter
- IV. Third Party Documents**
 - 1. Form of Independent Contractor Agreement
 - 2. Form of Mutual Non-Disclosure Agreement
 - 3. Form of One-Way Non-Disclosure Agreement