

CORPORATE TRANSACTIONAL PARALEGAL HOUSTON, TX

GENERAL JOB DESCRIPTION:

Chamberlain Hrdlicka is searching for a Corporate Paralegal to assist attorneys with merger and acquisition work from beginning to end of a deal. Ideal candidate will have at least 5 years corporate experience in a law firm environment.

DUTIES AND RESPONSIBILITIES

- Preparing ancillary legal documents in all aspects of corporate transactional law including entity formation and reorganization, merger, acquisition, stock sale, asset sale, and shareholder buy-out. Preparing and filing formation documents of all types of corporate entities including charter documents, organizational consents, bylaws, company agreements, partnership agreements, obtaining EIN's and qualification in applicable state jurisdictions.
- Monitoring and reviewing transactional documents for the purpose of preparing and updating the closing checklist to track status of transactional documents and the progression the transaction.
- Managing electronic document cloud for uploading, organizing, and storing due diligence materials for review and collaboration with all parties of the transaction
- Preparing due diligence request lists; guiding and working with clients for the collection of due diligence information and materials; analyzing due diligence materials to assist attorneys with determining compliance with representations and warranties contained in the transaction documents and the transferability of instruments, federal and state permits, and licenses; and collaborating with clients and aiding attorneys in consulting with opposing counsel to resolve issues that may negatively impact the timing of the closing.
- Develop and prepare disclosure schedules for corporate acquisitions, mergers, reorganizations, and loan transactions.
- Coordinating delivery and collection of signature pages from clients as well as the delivery of such to all parties.
- Working on post-closing matters such as the transfer of permits and licenses, preparing and organizing closing documents and binders and CD's for distribution to all parties.
- Maintaining and updating client corporate minute books (stock certificates, stock ledgers, annual consents, curative consents, etc.).
- Analyzing corporate documents to determine jurisdictions in which to conduct searches for UCC-1 financing statements; federal and state tax liens; furniture, fixtures and judgment liens; bankruptcy filings; and federal, state and county litigation filings.
- Reviewing loan transaction documents to determine collateral description for UCC-1 financing statements; preparing, filing, amending, and terminating UCC liens.
- Coordinating with lending institutions to determine pay off amounts on loans and leases in view of preparing pay off letters.
- Assisting with preparation of opinion certificates in connection with legal opinions.
- Recording real estate lien documents and searching real property records to determine property ownership, easements, and liens.
- Registering entities and individuals with the Securities and Exchange Commission (SEC); obtaining CIK's; and generating EDGAR access codes; SEC compliance reporting including Regulation D Notice, Form 8-K and Forms 3, 4, and 5 via EDGAR filing system.
- Updating EDGAR access codes annually.



- Filing state “blue sky” notices with state securities divisions via NASAA EFD filing system.
- Preparing and filing Form ADV with the SEC via the IARD filing system.
- Researching SEC rules and state “blue sky” laws.
- Conducting EDGAR searches on company filings and reports.
- Collaborating with clients in tracking new investor subscriptions for SEC and “blue sky” notice requirements.
- Maintaining calendar for annual SEC and state “blue sky” notice filings.

QUALIFICATIONS

- 5+ years of corporate experience in a law firm environment
- Exceptional organizational skills, works according to priorities
- Detail oriented with strong work ethic and ability to multi-task (will be supporting several timekeepers)
- Proficiency in Microsoft Word, Excel and PowerPoint
- Excellent verbal and written communication skills
- Professional appearance and punctuality
- ABA approved Paralegal Certificate preferred

SKILLS

- Knowledge of formation and qualification of entities
- Preparation of organizational documents
- Drafting resolutions and other authority documents in connection with loan transactions
- Coordinate with clients in preparation for closings
- Draft deeds and other documents

