

Instruction: This is a model letter. Adapt to fit your facts and circumstances.

<date>

PERSONAL AND CONFIDENTIAL

<Name>
<Address>
<Address>
<Address>

Re: _____

Dear _____ :

Enclosed herewith please find a letter which I received from _____ requesting various corporate information.

As to Request No. 1 and 2, _____ is asking for these documents because they were listed in the organizational minutes of the corporation. It is my understanding that no such documents exist. I explained to _____ that it appears that the three of you were simply using form minutes and that no assignment of subscription rights or written proposal existed. However, if I am incorrect and such documents do exist, we need to include them in the corporate minutes and provide them to _____.

With regard to Request No. 3, I do not believe that _____ is entitled to any such documents other than the _____, 20 _____ statements. It is my understanding that although _____ loaned the corporation money in June or July, it was a loan to be repaid with stock when the corporation was formed. Moreover, the business was a sole proprietorship during this time and _____ was not an owner. Therefore, it is my position that they are not entitled to any documents during the time that _____ was not a shareholder. Obviously, _____ will argue that his ownership rights were intended to occur when the loan was made and he may be entitled to these documents if litigation occurs. The reason for providing the _____, 20 _____ statements is that this would be the assets and liabilities which you and your wife transferred to the corporation in exchange for your _____ % stock.

With regard to Request No. 4, please provide me the deposit slips showing the \$ _____ received from _____. In addition, if you have any other documents relating to this transaction, please provide me a copy. While I do not intend to provide them to _____, I need them available for my own information.

Also, I need the information showing that _____ is not due any additional pay. _____ has told _____ that one week was held back and that he is still due one week and one day's pay from the corporation. If you desire, we can take the hardline and not provide them this information until after a suit has been filed and proper discovery requests are filed. However, if it is not overly burdensome, I would recommend that we go ahead and supply the records showing that _____ is not entitled to an additional weeks pay. In part, I would like to do this to show _____ that he cannot believe what he is being told by his client.

Finally, _____ called and requested that we provide check status or similar payroll to show that _____ has been paid all amounts due. I believe we should provide this information in order to dispose of _____ claims. As we discussed the other day, she cannot sustain a Federal Sexual Harassment claim because you do not have 15 employees.

Should you have any questions, please do not hesitate to call.

Sincerely,

By:

:
Enclosure