COLLEEN CHRISTA MANLEY

♦ Scottsdale, AZ 85251♦T: 480-220-6881♦ colleenmanley@global.t-bird.edu♦

SENIOR AV RATED ATTORNEY

Extensive Estate, Transactional, Corporate, Management and Advisory Skills
Fourth Generation Arizona Native

Objective:
Seeking a senior management position with a global, growth oriented company that will provide an infrastructure and mission where I will be able to integrate my legal experience, Executive MBA education and private banking knowledge under one dynamic platform.

Job Skills:

- Serve as outside counsel to audit in house counsel in Corporations.
- More than 30 years of extensive legal experience.
- Invented and designed innovative software and systems.
- Serves as "quarterback" Legal Counsel to affluent families.
- Represent successful, high revenue Corporations and Businesses.
- Managed from the "ground up" start-up law firms.
- Excellent communication skills – both written and verbal.
- Owner of a robust and successful legal practice with new areas of law.
- Owner of Private Equity, Corporate Finance and Joint Venture Company.
- Working with a group of business people on a startup investment bank.

PROFESSIONAL EXPERIENCE

MANLEY LAW, PC. **2004 – present**
Managing Attorney

- Founder and owner of Manley Law, PC, a boutique law firm serving clients all over the United States as General Counsel for high net worth Clients and Businesses.
- Implemented the custom designed Estate Planning practice to replace the old fashioned "what if" and "boilerplate" style.
- Developing an educational institute for parents and children in family businesses and have a team of experts "lined up" to participate.
- Represent 100+ clients with net worth ranging from $5M to over $100M.
- Represent Corporations and Businesses with annual revenue of over $500M.
- Developed with clients who had patented technology and/or products over 7 major joint ventures with aggressive exit strategies of IP or buyout.
- Invented and have trademarked technology for Family Dynasty Law; Preventive Law; Child Advocacy Law; and Ensurance Law.
- Created the computer trademarked software called Legal Architectural Blueprint to be able to act as the "quarterback" for clients and to have better systems to coordinate with the client and other members of the professional team.
- Had Asset Protection Plans challenged with over $50M lawsuits and protected the client's assets.
- Administered masterfully an estate of over $60M, where clients died together in a plane crash, with minimal estate taxes and received an approval letter from the IRS within four months from the date the Estate Tax Return was filed.
- Created special "pet friendly" documents for high net worth clients who have no family and want complete legal documents for their pets with a final distribution to Family Foundations to benefit pets and animals.

SHELTERWOOD FINANCIAL SERVICES LLC **February 2009 –December 2009**

Senior Wealth and Legacy Advisor for Multi-Family office

- Analyzed multi-generational legacy plans for billion dollar families.
- Study investment strategies for portfolios.
- Participated in Round Table Committee with other Principals.
- Designed Multi-Generational Legacy Plans.

Selected Achievements

- Was offered a position when company merged with Pitcairn Financial, but turned it down to obtain my Executive MBA at Thunderbird School of Global Management.

GOODSON, MANLEY, FORAKIS AND DELOUGHERY, PLC. **1991 – 2004**
(FORMERLY GOODSON AND MANLEY, PC)

Partner, Founder and Shareholder

- Partner and Creator of all the preventive law technology and software.
- Helped to grow the practice to over 700 clients with a support staff of 20+.
- Organized and educated clients and created maintenance plans with checks and balances.
- Built an expansive network of professionals, advisors and experts.
- Helped manage the firm so Goodson, Manley, Forakis and Deloughery, PLC received a preeminent Martindale Hubbell rating and personally received an AV rating.

GOODSON AND ALLEN **1985 – 1991**

Associate Attorney in Estate and Corporate Practice

- Built up a "Book of Business" which supported other attorneys and legal assistants.
- Developed on developing handouts, educational materials, seminar materials and legal software.

CUNNINGHAM, GOODSON AND TIFFANY, PC **1981 – 1985**

Law Clerk

- Trained in all areas of the administration of the law firm.
- Created and managed a new filing system for the office.
- Assisted in accounting and billing departments.

EDUCATION / CERTIFICATIONS

- **Thunderbird School of Global Management- Currently attending the Executive MBA Program**
- **College of Preventive Law – Participant**
- **University of Arizona Law School – Tucson, Arizona**
- **Arizona State University – Tempe, Arizona – Accounting Curriculum**
- **Northern Arizona University Honors Department – Flagstaff, Arizona**

PROFESSIONAL AFFILIATIONS

- Past President of Arizona Clean and Beautiful
- Past Board Member of ESCOM
- Advisor to Arizona Highways Magazine with father and grandfather

- Member of National Charity League
- Advisory Board and General Counsel for LimoStars, Inc.
- Life Member of Arizona Family Business Council
- Graduate of Toastmasters of Arizona
- Graduate, former Board member and teacher of Pateman Akin Foundation and Outward Bound
- Part owner and member of Reevis Mountain School of Self Sufficiency
- Member and contributor of Desert Botanical Gardens, Phoenix Science Center and Phoenix Zoo
- Former member of North Phoenix Parenting Group
- Member of College of Preventive Law
- General Counsel for Lakin Law Firm in St. Louis
- General Counsel for Rowland Construction Company and affiliates

HOBBIES

- Travel; Tennis; Exercise; Hiking; Reading; Gardening; Business and Entertaining.

ADDENDUM SERVICES RENDERED

ESTATE PLANNING:

- Serve as General Counsel and “quarterback” for families.
- Assist and advise Clients in structuring of Family and Business Succession Plans.
- Coordinate with Client’s Advisors in establishing and maintaining Client’s Plans.
- Introduce and implement the Family Dynasty Program into Estate Plans.
- Prepare Wills, Living Wills, Durable General Powers of Attorney, Authorization for Release of Health Care Records Pursuant to HIPAA and Other Laws, Health Care Powers of Attorney, and Medical Health Care Power of Attorney.
- Prepare Pet Trusts; Child Information Protective Documents and implement the Family Dynasty Plan.
- Prepare Revocable, Irrevocable and Family Fortress Dynasty Trusts.
- Assist Clients in preparing Statement of Wishes; Rewards Programs and other specialized Child Related Documents.
- Prepare Charitable Remainder and Grantor-Retained Annuity Trusts.
- Prepare Multi-Generational (Dynasty) Trusts.
- Prepare Family Limited Partnerships and Family Limited Liability Companies.
- Preparation of Pre-marriage and Post-Marriage Agreements.
- Plan and carryout Lifetime Gift Programs.
- Prepare all transfers of assets from individuals to Trusts or to Businesses.
- Represent Personal Representatives and Conservators in administering estates during probate.
- Represent Trustees in administering Trusts.
- Ensure the children's concerns are integrated into the plan.
- Available for negotiations on behalf of the family.
- Mediate family challenges.
- Educate husband, wife, children, and designated beneficiaries, so that everyone understands the plan.
- Assist in organizing difficult visitation issues with ex-spouses or other family members.
- Develop and maintain a Maintenance Plan.
- Understand each Client’s preferred method of communication and establish a communication system best suited for each Client.
- Review existing legal documents that the Client may have and provide an opinion on the quality and effectiveness of the documents.
- Analyze tax returns to develop tax savings strategies.

- Assist families in articulating their goals and integrating the Client's objectives into the plan.
- Implement “Ultimate Freeze” or prepare Fractional Share Planning.
- Arranging and supervising other professionals as needed; supervising as quarterback.

CORPORATE:

- Serve as General Counsel for Closely-Held and Professional Corporations.
- Design and counsel on choice of entity for Business formation.
- Form Corporations, Partnerships, Limited Liability Companies and other legal entities.
- Facilitate and conduct effective Business meetings.
- Prepare Minutes of meetings and maintain Minute Books for Corporations, Partnerships, Limited Liability Companies and Qualified Plans.
- Structure Employment Agreements with key personnel, professional employees and independent contractors.
- Advise and assist management on day-to-day operational and Business matters.
- Advise on management and shareholder issues.
- Prepare Buy-Sell Agreements and Shareholder Agreements.
- Advise and prepare Agreements for the merger and acquisition of Business interests and all collateral documents.
- Advise and prepare Non-Qualified Deferred Compensation Plans and other Executive Compensation Plans.
- Set up Non-Profit Corporations and qualify such Corporations for tax exempt status with the Internal Revenue Service.
- Design and counsel on Business dissolution.
- Dissolve and Liquidate Corporations, Partnerships and Limited Liability Companies.
- Handle mergers and acquisitions and other transactions.
- Conduct independent reviews on Businesses that already have in-house counsel.
- Forensic law for Closely-Held Businesses.
- Advise on Business ventures if Clients want second opinion.
- Help entrepreneurs put deals together from the bottom up.
- Create Family Corporations to provide income tax deductions and fringe benefits for family.
- Conduct meetings for family members to develop a Business succession plan.

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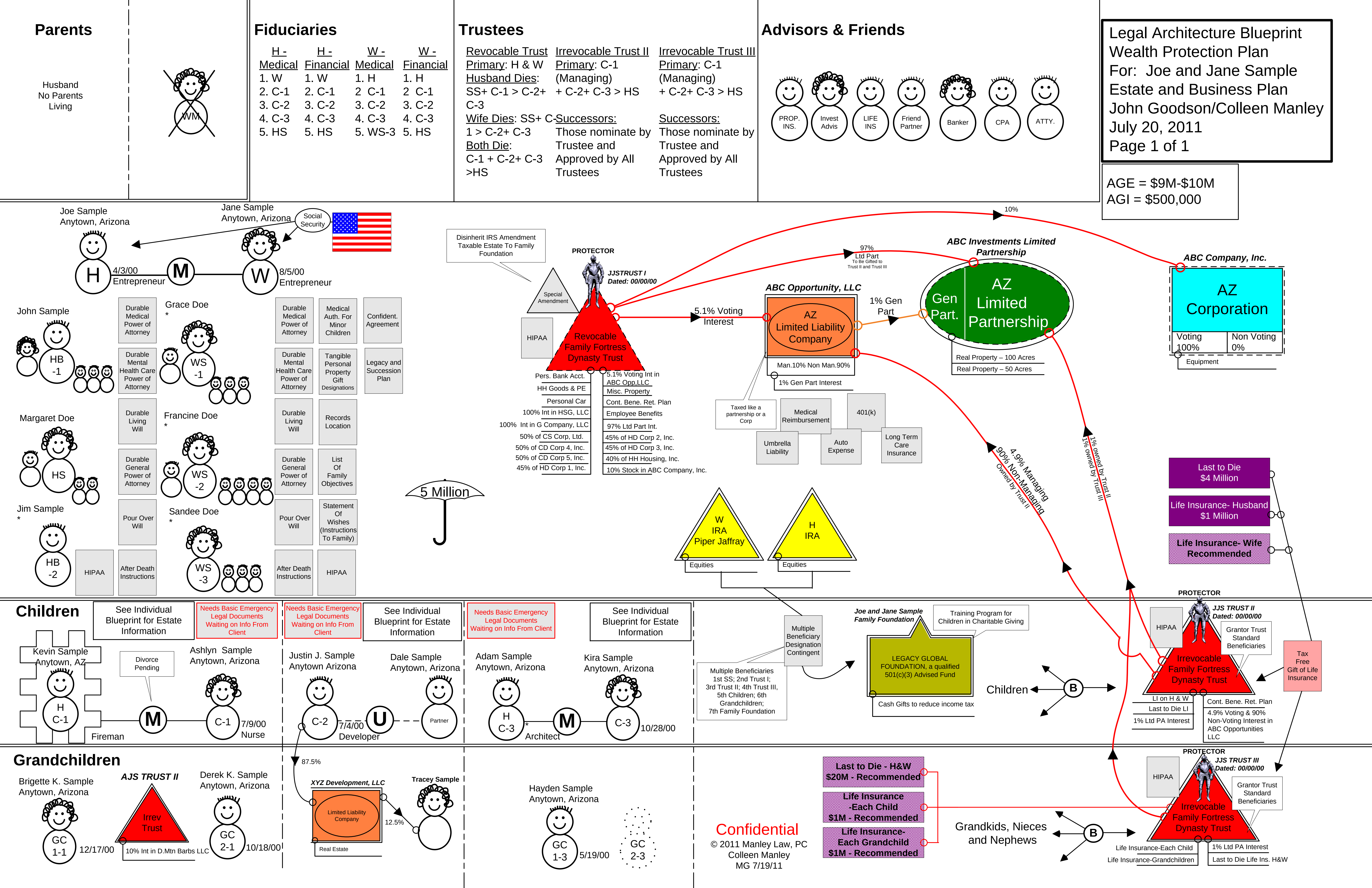
Exclusive Legal Representation for Select Families and Family Businesses

MANLEY LAW, PC

Why Estate Planning May Not Be Legacy Planning?
Teleconference with Chuck Thornton
R.C. Thornton & Associates, LLC

July 27, 2011
8:30am

1. Provide background on Manley Law, P.C and Colleen Manley.
2. Discuss concept of a Legacy Estate and Asset Protection Plan.
3. Discuss the idea of seeing the “assets” in the Estate Plan as the family and the family values versus the assets.
4. Review Legal Architecture Blueprint and need to complete the holistic plan 100%.
5. Questions and answers.



Parents
Husband
No Parents
Living
WM
Fiduciaries
H - Medical
1. W
2. C-1
3. C-2
4. C-3
5. HS
H - Financial
1. W
2. C-1
3. C-2
4. C-3
5. HS
W - Medical
1. H
2 C-1
3. C-2
4. C-3
5. WS-3
W - Financial
1. H
2 C-1
3. C-2
4. C-3
5. HS
Trustees
Revocable Trust
Primary: H & W
Husband Dies:
SS+ C-1 > C-2+ C-3
Wife Dies: SS+ C-1 > C-2+ C-3
Both Die:
C-1 + C-2+ C-3 >HS
Irrevocable Trust II
Primary: C-1
(Managing)
+ C-2+ C-3 > HS
Successors:
Those nominate by Trustee and Approved by All Trustees
Irrevocable Trust III
Primary: C-1
(Managing)
+ C-2+ C-3 > HS
Successors:
Those nominate by Trustee and Approved by All Trustees
Advisors & Friends
PROP. INS.
Invest Advis
LIFE INS
Friend Partner
Banker
CPA
ATTY.
Legal Architecture Blueprint
Wealth Protection Plan
For: Joe and Jane Sample
Estate and Business Plan
John Goodson/Colleen Manley
July 20, 2011
Page 1 of 1
AGE = $9M-$10M
AGI = $500,000
Joe Sample
Anytown, Arizona
Jane Sample
Anytown, Arizona
Social Security
H
4/3/00
Entrepreneur
M
W
8/5/00
Entrepreneur
John Sample
HB -1
Grace Doe
*
WS -1
Margaret Doe
HS
Francine Doe
*
WS -2
Jim Sample
*
HB -2
Sandee Doe
*
WS -3
Durable Medical Power of Attorney
Durable Mental Health Care Power of Attorney
Durable Living Will
Durable General Power of Attorney
Pour Over Will
HIPAA
After Death Instructions
Durable Medical Power of Attorney
Medical Auth. For Minor Children
Confident. Agreement
Durable Mental Health Care Power of Attorney
Tangible Personal Property Gift Designations
Legacy and Succession Plan
Durable Living Will
Records Location
Durable General Power of Attorney
List Of Family Objectives
Pour Over Will
Statement Of Wishes (Instructions To Family)
After Death Instructions
HIPAA
5 Million
Disinherit IRS Amendment Taxable Estate To Family Foundation
Special Amendment
HIPAA
PROTECTOR
JJSTRUST I
Dated: 00/00/00
Revocable Family Fortress Dynasty Trust
Pers. Bank Acct.
HH Goods & PE
Personal Car
100% Int in HSG, LLC
100% Int in G Company, LLC
50% of CS Corp, Ltd.
50% of CD Corp 4, Inc.
50% of CD Corp 5, Inc.
45% of HD Corp 1, Inc.
5.1% Voting Int in ABC Opp,LLC
Misc. Property
Cont. Bene. Ret. Plan
Employee Benefits
97% Ltd Part Int.
45% of HD Corp 2, Inc.
45% of HD Corp 3, Inc.
40% of HH Housing, Inc.
10% Stock in ABC Company, Inc.
5.1% Voting Interest
ABC Opportunity, LLC
AZ Limited Liability Company
Man.10% Non Man.90%
1% Gen Part Interest
1% Gen Part
97% Ltd Part
To Be Gifted to Trust II and Trust III
ABC Investments Limited Partnership
Gen Part.
AZ Limited Partnership
Real Property – 100 Acres
Real Property – 50 Acres
10%
ABC Company, Inc.
AZ Corporation
Voting 100%
Non Voting 0%
Equipment
Taxed like a partnership or a Corp
Medical Reimbursement
401(k)
Umbrella Liability
Auto Expense
Long Term Care Insurance
4.9% Managing
90% Non-Managing
Owned by Trust II
1% owned by Trust II
1% owned by Trust III
W IRA Piper Jaffray
Equities
H IRA
Equities
Last to Die $4 Million
Life Insurance- Husband $1 Million
Life Insurance- Wife Recommended
Children
See Individual Blueprint for Estate Information
Needs Basic Emergency Legal Documents Waiting on Info From Client
Needs Basic Emergency Legal Documents Waiting on Info From Client
See Individual Blueprint for Estate Information
Needs Basic Emergency Legal Documents Waiting on Info From Client
See Individual Blueprint for Estate Information
Kevin Sample
Anytown, AZ
Divorce Pending
Ashlyn Sample
Anytown, Arizona
H C-1
M
C-1
7/9/00
Nurse
Fireman
Justin J. Sample
Anytown Arizona
C-2
7/4/00
U
Developer
Dale Sample
Anytown, Arizona
Partner
Adam Sample
Anytown, Arizona
H C-3
*
Architect
M
Kira Sample
Anytown, Arizona
C-3
10/28/00
Multiple Beneficiary Designation Contingent
Multiple Beneficiaries 1st SS; 2nd Trust I; 3rd Trust II; 4th Trust III, 5th Children; 6th Grandchildren; 7th Family Foundation
Joe and Jane Sample Family Foundation
Training Program for Children in Charitable Giving
LEGACY GLOBAL FOUNDATION, a qualified 501(c)(3) Advised Fund
Cash Gifts to reduce income tax
Children
B
PROTECTOR
JJS TRUST II
Dated: 00/00/00
HIPAA
Grantor Trust Standard Beneficiaries
Irrevocable Family Fortress Dynasty Trust
LI on H & W
Last to Die LI
1% Ltd PA Interest
Cont. Bene. Ret. Plan
4.9% Voting & 90% Non-Voting Interest in ABC Opportunities LLC
Tax Free Gift of Life Insurance
Grandchildren
Brigette K. Sample
Anytown, Arizona
GC 1-1
12/17/00
AJS TRUST II
Irrev Trust
10% Int in D.Mtn Barbs LLC
Derek K. Sample
Anytown, Arizona
GC 2-1
10/18/00
87.5%
XYZ Development, LLC
Limited Liability Company
Real Estate
12.5%
Tracey Sample
Hayden Sample
Anytown, Arizona
GC 1-3
5/19/00
GC 2-3
Confidential
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Colleen Manley
MG 7/19/11
Last to Die - H&W $20M - Recommended
Life Insurance -Each Child $1M - Recommended
Life Insurance- Each Grandchild $1M - Recommended
Grandkids, Nieces and Nephews
B
PROTECTOR
JJS TRUST III
Dated: 00/00/00
HIPAA
Grantor Trust Standard Beneficiaries
Irrevocable Family Fortress Dynasty Trust
Life Insurance-Each Child
Life Insurance-Grandchildren
1% Ltd PA Interest
Last to Die Life Ins. H&W