

Corporate & Securities Law

On the LexisNexis™ research services you'll find SEC materials, case law, statutes, regulations, treatises, financial filings and other public records—virtually everything you need to help your clients comply with SEC regulations. In addition, there is detailed information on companies and individual executives, as well as precedential documents, for drafting purposes. Add more than 18,000 news, business and financial sources and you have a comprehensive collection of corporate and securities materials.

To Access Sources

Click **Search** to review available sources.

Use Option 1: Find a Source and enter any of the titles below:

- SEC Releases and No-Action Letters, CFTC decisions, and federal and state cases
- SEC filings, including EDGAR® filings, plus exhibits
- Detailed profiles of private and public companies worldwide, including financial statements and results
- More than one billion public records, including corporate ownership, bankruptcy filings, judgment and lien filings, UCC lien filings, person locator information, deed transfers & mortgage records, stock ownership, and more
- News and business information from respected sources such as *Bloomberg® News*, the Bureau of National Affairs (BNA®), *The New York Times*, *Forbes*, *Fortune*, *Business Week* and many others
- Complete line of Matthew Bender® analytical treatises, treatises from the Practising Law Institute, and Loss and Seligman's *Securities Regulation, Third Edition*
- BNA's *Securities Law Daily*, *The Daily Deal*, *The M&A Lawyer*, and *The Wallstreetlawyer.com*
- Titles 7, 12, 15, 18 and 31 of the U.S. Code, plus codes from all 50 states
- Titles 12 and 17 of the CFR and *Federal Register*
- House and Senate Committee Reports of the 1933 and 1934 Acts

Citation Formats

Type of Document	Enter
Case Law	521 US 642
Code Section	15 uscs 77aa
Federal Register Item	63 fr 29104
CFR Section	17 cfr 202.3
Bill Tracking Report	104 hr 1058
Text of Bill	1999 hr 100
Public Law	103 pl 328

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NOTE: Each of the following search examples shows you the source selection path used to select the source for that search. The long name of the individual source is shown, followed by the short name in parentheses.

Corporate Due Diligence Information

Background information

To review recent information about Titanic Ice, such as its products, executives, marketing programs, financial results, etc.:

PATH: News > By Industry & Topic > Banking & Finance

SOURCE: Bloomberg—All Bloomberg News (BLMBRG;ALLBBN)

SEARCH: *titanic ice*

To limit the search to a specific time period, click on the date restriction drop-down list and select a date range or specify one in the From and To boxes.

To identify the key executives for Titanic Ice:

PATH: Company & Financial > Company Directors & Executives

SOURCE: Dun's Decision Makers (D&B;DMAKER)

SEARCH: *company (titanic ice)*

To identify any companies for which Oscar Cameron, CEO of Titanic Ice, serves on the board of directors:

PATH: Company & Financial > Company Directors & Executives

SOURCE: Executive Affiliations (D&B;EXAFFL)

SEARCH: *name (oscar /3 cameron)*

To find a list of institutional investors with holdings in Titanic Ice:

PATH: Company & Financial > Financial Markets

SOURCE: Vickers Securities Report and Institutional Holdings (COMPNY;VICKER)

SEARCH: *titanic ice*

To locate detailed information on any mergers involving Titanic Ice:

PATH: Area of Law—By Topic > Mergers & Acquisitions/ General News & Information

SOURCE: Mergerstat® M&A Database (M&A;MSTAT)

SEARCH: *company (titanic ice)*

To monitor press releases by Titanic Ice:

PATH: Area of Law—By Topic > Mergers & Acquisitions > General News & Information

SOURCE: PR Newswire (NEWS;PRNEWS) OR Business Wire (NEWS;BWIRE)

SEARCH: *company (titanic ice)*

Organization & authority information including incorporation

To locate corporation filings for Titanic Ice, a New York-based corporation:

PATH: Area of Law—By Topic > Corporate > Public Records

SOURCE: NY Business and Corporation Information (INCORP®;NYBIZ)

SEARCH: *name (titanic ice)*

By-laws

To review the by-laws or by-law changes of Titanic Ice:

PATH: Area of Law—By Topic > Corporate > Filings > SEC Exhibits

SOURCE: Exhibit 3. Articles of Incorporation and By-Laws (FEDSEC;EXBT03)

SEARCH: *company (titanic ice)*

SEC filings and financial reports

To locate SEC filings made by Titanic Ice:

PATH: Area of Law—By Topic > Corporate > Filings > SEC Full-Text Filings

SOURCE: SEC Filings—Full Text Only (FEDSEC;FILING)

SEARCH: *company (titanic ice)*

To locate SEC registration statements filed by Titanic Ice:

PATH: Area of Law—By Topic > Securities > Filings > SEC Abstract Filings

SOURCE: SEC Registration Statements—Abstracts (FEDSEC;REGIS)

SEARCH: *company (titanic ice)*

Agreements, assets and commitments

To locate license agreements between Titanic Ice and other companies:

PATH: Area of Law—By Topic/ Securities > Filings > SEC Exhibits

SOURCE: Exhibit 10. Material Contracts (FEDSEC;EXBT10)

SEARCH: *allcaps (license agreement) AND titanic ice*

What property, such as buildings, houses, lots, etc. does Titanic Ice own? To find out:

PATH: People, Business & Asset Locators > Real Property Locator > Combined, Deed Transfers & Tax Assessor Records

SOURCE: Combined Deed Transfers, Tax Assessor Records and Mortgage Records (ALLREC;ALLOWN)

Click New Search

SEARCH: *name (titanic ice)*

To identify outstanding UCC liens for which Titanic Ice is a secured creditor:

PATH: Public Records > Uniform Commercial Code Filings

SOURCE: Combined Uniform Commercial Code Liens Filings (UCC;ALLUCC)

Click New Search

SEARCH: *secured-party (titanic ice)*

Litigation and legal issues

To identify prior litigation in which Titanic Ice was one of the parties:

PATH: Federal Legal—U.S.
SOURCE: Federal and State Caselaw
MEGA™;MEGA
SEARCH: *name (titanic ice)*

To monitor ongoing civil litigation in which Titanic Ice is involved with at the state level:

PATH: Public Records > Civil & Criminal Court Filings
SOURCE: Combined State Civil Filings (DOCKET;STCIVL)
SEARCH: *titanic ice*

To track news stories about ongoing litigation:

PATH: News
SOURCE: News Group File, Most Recent 90 Days (NEWS;90DAYS)
SEARCH: *titanic ice /20 litigat! OR lawsuit OR suit OR legal action*

To determine if Titanic Ice may be a “responsible party” in a Superfund cleanup site:

PATH: Area of Law—By Topic > Environment > Environmental Site Records > Federal
SOURCE: Potentially Responsible Parties (PRP) Superfund Enforcement Tracking System (ENVIRN;PRP)
SEARCH: *name (titanic ice)*

Securities-Related Information

Locating SEC releases

To locate a particular release under one of the securities acts, for example, Securities Exchange Act of 1933 Release No. 33-7289:

PATH: Area of Law—By Topic > Securities > Administrative Materials & Regulations > Federal > Agency Decisions
SOURCE: SEC Decisions, Orders and Releases (FEDSEC;SECREL)
SEARCH: *release-no (33-7289)*

To locate litigation releases involving a particular party, for example, O’Hagan:

PATH: Area of Law—By Topic > Securities > Administrative Materials & Regulations > Federal > Agency Decisions
SOURCE: SEC Litigation Releases (FEDSEC;LITREL)
SEARCH: *name (o’hagan)*

To review information regarding the resale of securities to qualified institutional buyers or investors under the provisions of Rule 144A:

PATH: Area of Law—By Topic > Securities > Administrative Materials & Regulations > Federal > Agency Decisions
SOURCE: SEC Decisions, Orders and Releases (FEDSEC;SECREL)
SEARCH: *qualified institutional OR qib /20 144a*

SEC No-Action Letters and interpretative releases

To locate No-Action Letters that reference a specific regulation or section, such as regulation 14d-1 or section 14D:

PATH: Area of Law—By Topic > Securities > Administrative Materials & Regulations > Federal > Agency Decisions
SOURCE: SEC No-Action, Exemptive, and Interpretative Letters (FEDSEC;NOACT)
SEARCH: *reference (14d-1 OR section 14d)*

To research a specific issue using recent No-Action Letters:

PATH: Area of Law—By Topic > Securities > Administrative Materials & Regulations > Federal > Agency Decisions
SOURCE: SEC No-Action, Exemptive, and Interpretative Letters (FEDSEC;NOACT)
SEARCH: *golden parachute /25 stock! OR share! /5 approv!*

Federal Statutes

To retrieve the text of a specific federal code section:

Click *Get a Document*. In the Get by Citation box:

ENTER: *15 uscs 77aa*
Click *Get*.

Click *Book Browse* at the top of the screen to view adjacent Code Sections.

To review federal statutes that discuss insider trading under Title 15:

PATH: Area of Law—By Topic > Securities > Statutes & Legislative Materials > Federal
SOURCE: USCS—Securities—Titles 7, 12, 15, 18 and 31 (FEDSEC;USCS)
SEARCH: *heading (title 15) AND text /15 inside* /5 trad!*

Rules and regulations

To locate the text of Title 17, Section 202.3 of the Code of Federal Regulations:

Click *Get a Document*. In the Get by Citation box:

ENTER: *17 cfr 202.3*

Click *Get*.

Updated provisions from the *Federal Register* are incorporated directly into CFR sections. Each CFR section heading displays a message notifying you of section currentness.

Plus, each CFR section includes references to **amendment history and enabling statutes**. To review the history and authority segments of retrieved sections:

1. Click *Custom* at the top left of the screen.
2. Click *Clear All*.
3. Click the boxes next to history and authority.
4. Click *OK*.

Click *Book Browse* at the top of the screen to view adjacent CFR sections.

Remember, your account representative is available to answer more detailed questions, or assistance from our toll-free Customer Support is available 24 hours a day, 7 days a week.

To retrieve a particular item when you know the item number, for example, Regulation S-K, item 501:

- PATH:** Area of Law—By Topic > Securities > Administrative Materials & Regulations > Federal
- SOURCE:** CFR—Titles 12(Banks and Banking) and 17(SEC and CFTC Rules and Regs) (FEDSEC;CFR)
- SEARCH:** *part (reg! S-k) AND section (501)*

NASD and NYSE materials

To research the NASD Manual regarding the Small Order Execution System (SOES) rules in the NASD Manual:

- PATH:** Area of Law—By Topic > Securities > Self-Regulatory Organizations (SRO) Materials
- SOURCE:** National Association of Securities Dealers (NASD) Manual (FEDSEC;MANUAL)
- SEARCH:** *small order execution OR soes*

To review recent disciplinary actions by NASD:

- PATH:** Area of Law—By Topic > Securities > Self-Regulatory Organizations (SRO) Materials
- SOURCE:** National Association of Securities Dealers (NASD) Notices to Members (FEDSEC;NOTICE)
- SEARCH:** *date is 1999 AND title (disciplinary action)*

SEC Filings

To locate the full text of both Edgar® and pre-EDGAR filings for Millennium Bug Fire Sale:

- PATH:** Area of Law—By Topic > Securities > Filings > SEC Full-Text Filings
- SOURCE:** SEC Filings—Full Text Only (FEDSEC;FILING)
- SEARCH:** *company (millennium bug)*

To review specific types of exhibits to filings, for example, underwriting agreements that involve a particular underwriter:

- PATH:** Area of Law—By Topic > Securities > Filings > SEC Exhibits
- SOURCE:** Exhibit 1. Underwriting Agreement (FEDSEC;EXBT01)
- SEARCH:** *allcaps (underwriting agreement) AND smith jones*

Treatises & Expert Analysis

To better understand the securities practice and related issues, refer to the Matthew Bender treatises online.

To determine if and when you should take your company public and learn more about IPOs (initial public offerings):

- PATH:** Area of Law—By Topic > Securities > Treatises & Analytical Materials > Matthew Bender
- SOURCE:** *Securities Law Techniques* (FEDSEC;SECLAW)
- SEARCH:** *deci! /p go! public OR initial public offering OR ipo*

To better understand the “nuts & bolts” of mergers and acquisitions, refer to the Matthew Bender *Corporate Acquisitions & Mergers*. To find the definition of “due diligence” as it applies to corporate mergers or acquisitions:

- PATH:** Area of Law—By Topic > Corporate > Treatises & Analytical Materials > Matthew Bender
- SOURCE:** Corporate Acquisitions and Mergers (M&A;CAQM)
1. Type *glossary AND due diligence* in the search box.
 2. Click *Search*.

To locate all references to “tender offers” in the *Corporate Acquisitions & Mergers* treatise, including deciding whether or not to make a tender offer, legal mechanics, restrictions, etc.

SEARCH: *tender offer*

To browse the table of contents for Chapter 2A: “General Considerations in *Corporate Acquisitions and Mergers*”:

- PATH:** Area of Law—By Topic > Corporate > Treatises & Analytical Materials > Matthew Bender
- SOURCE:** Corporate Acquisitions and Mergers (M&A;CAQM)
1. Click *Volume 1 Chapters 1–5E*.
 2. Click *1. Introduction: Business and Legal Considerations*.
 3. Click *Chapter 2A. General Considerations in Corporate Acquisitions and Mergers*.
 4. Click on the title of a section to view the text.
 5. Click *Book Browse* at the top of the screen to view adjacent sections.