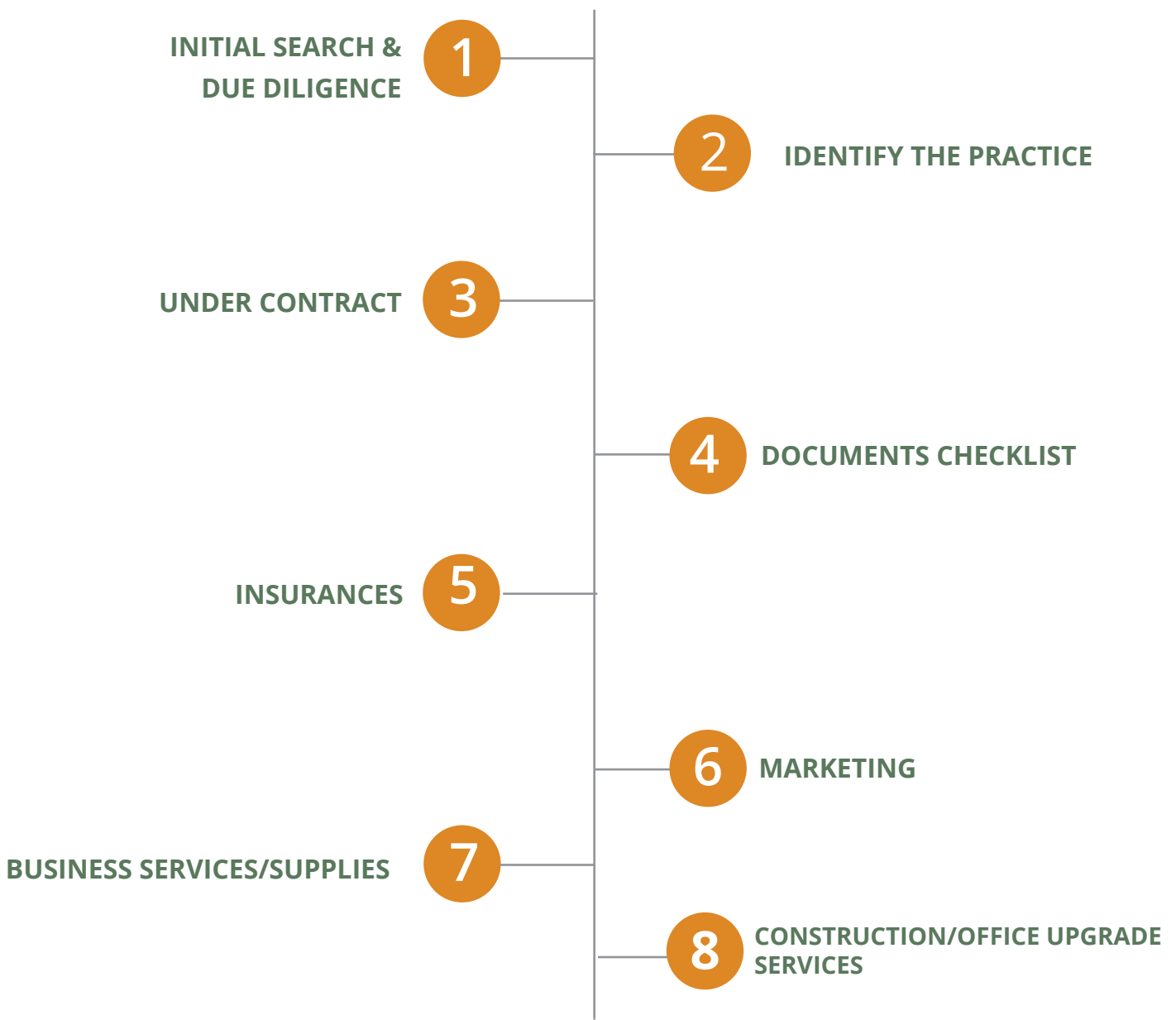




*Successfully connecting the
dentist's present with their future*

Buyer's Guide

TRANSITION CHECKLIST FOR NEW DENTAL PRACTICE OWNERS



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1. The Initial Search and Due Diligence

As a new Buyer getting started in the process, one of the first things to do is Assemble your Team of Advisors.

Financial Advisor: _____

CPA: _____

Attorney: _____

Banker: _____

**See Exhibit A for a list of Qualified Dental Advisors in your area.*

2. You have Identified the Practice

You will need to work with your advisors and the DDS Match Representative to begin the purchase process.

Next Steps:

- Get Pre-Qualified with your Lender(s)
- Submit Letter of Intent (LOI)
- Create your Corporation
 - Limited Liability Company (LLC)
 - Professional Corporation (PC)
 - Professional Limited Liability (PLLC)
 - S-Corp
 - C-Corp

3. You are Under Contract to Purchase the Practice

The priority now shifts to your preparation in owning the practice.

Credentialing:

Identify the insurances to begin the credentialing process. Work with a professional insurance consultant to not only submit the paperwork but also review the reimbursement rates for the practice.

Many times there is additional revenue quickly added to the practice through better negotiated agreements.

**See Exhibit B for more Detail*



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4. Documents Checklist

- Letter of Intent
- Asset Purchase Agreement (APA)
- Employment Agreement / Independent Contractor Agreement (ICA)
- Lease Agreement
- Real Estate Purchase Agreement (if applicable)
- Equipment List (Exhibit to APA)
- Closing Statement
- Employee Census
- Accounts Receivables
- Vendor / Utilities List

5. Insurances

- Malpractice
- Life (bank may have minimum requirements)
- Disability (bank may have minimum requirements)
- Contents (bank may have minimum requirements)
- Business Overhead
- Health Insurance
- General Liability
- Building (if applicable)
- Workers Compensation

**See Exhibit C for Qualified Lease & Insurance Professionals*

6. Marketing

- Website Design / Hosting
- Logo Design
- Internal Marketing Plan: Reduce Patient Attrition
- External Marketing Plan: New Patient Growth
- Social Media
- Transition Communication: Patient Letter

**See Exhibit D for Qualified Personal and Practical Experience Professionals*



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7. Business Services

Financial

- Checking Account
- Savings Account
- Business Credit Card
- Credit Card Processing

Accounting

- Bookkeeping Services
- Quickbooks
- Discuss Discretionary Expenses

HR Services

- Payroll Services
- Employee Benefits
- Procedural Manual & Employee Handbook
- HR Trainings

Utilities

- Electric & Gas
- Water
- Telephone/Cable/Internet
- Mobile Phone
- Janitorial Services

Practice Services

- Medical Waste
- Patient Recall / Notification
- Practice Management Software
- Dental Supply Company

IT Services

- Cloud-Based Solutions
- Disaster Recovery
- On-Premise Support
- Industry Regulations



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Business Supplies

- Uniforms & Name tag
- Patient history and/or pain information sheets
- Appointment Cards
- Business Cards
- Letterhead, stationery and envelopes
- Prescription pads
- Reception room periodicals

**See Exhibit E for Qualified Business Services*

8. Construction/Office Upgrade Services

- Space Planning
- Architectural & Engineering
- Interior Design
- Construction & Construction Management

**See Exhibit F for Qualified Construction/Office Upgrade Services*

Financial Advisor



John Hasenberg, CRPC®, AAMS®, CPFA

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John Hasenberg and his highly experienced team are one of the premier financial advisory teams for dentists in the Greater Washington area. Numerous dental professionals, their families and their employees depend on The Hasenberg Hartsock Group for help on a broad range of services, including: retirement plans, investing and wealth management strategies, financial planning, insurance strategies and support with practice mergers and buyouts.

CPAs



Ryan Levy, CPA

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Ryan M. Levy, CPA, LLC is a relationship-driven Dental CPA firm that works proactively with their clients at all stages in their careers. They consult with their clients on an ongoing basis to ensure that they are meeting both their short- and long-term goals. Additionally, they ensure that dental practices are operating at optimal levels through benchmarking, proactive planning, and continuous monitoring. Ryan M. Levy, CPA, LLC can help you with due diligence on practice purchases, structuring transactions in the most tax efficient manner or analyzing practice overhead and profitability.

CPAs (continued)



JAMES B. ALLEY

Certified Public Accountant

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Jim specializes in helping Dentists meet their personal and practice financial goals. He is the owner of JBA CPA, LLC, serving clients in Virginia and across the U.S. for over 20 years. Jim focuses on helping business owners maximize their profits while saving on taxes. Your financial and tax strategy is an ongoing journey; let Jim help you get to the finish line.

Attorneys



Mike Limsky & Stacy Dowling

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Michael R. Limsky and Stacie M. Dowling are among only a few dental-focused attorneys serving the greater Maryland, DC and Virginia region. Our team of dental transition professionals has assisted over a Thousand (1,000) dentists with their dental practice start-ups, acquisitions, and sales, and we continue to work with most of our clients on an ongoing basis to meet their continuing operational legal needs. We take a personalized and cost sensitive approach in meeting the needs of our clients.



Philip M. Schwartz

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For more than thirty years, Philip Schwartz has been assisting dentists and dental practices in Washington, D.C., Virginia and Maryland with their legal needs. In addition to representing dentists and practices involved in practice purchase/sale transactions, Phil regularly provides with their ongoing legal needs including drafting and negotiation of partnership and associate employment agreements, staff employment matters and general business and contract matters.

Attorneys (continued)

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Samuel N. Klewans and Michael W. Skerritt have over 60 years of combined experience representing dentists and dental practices in the Virginia, Maryland, and D.C. region. Our practice entails representing dentists throughout the full business life cycle of their practices, from start-up to retirement. We have a particular focus on dental practice acquisition and sale transactions, having represented hundreds of purchasers and sellers, from small practices to multi-office practices, general and specialty practices, including Dental Service Organizations. We also form entities, prepare employment and independent contractor agreements, review existing employment and independent contractor agreements for individual providers, review commercial leases, facilitate mergers, resolve dental partner disputes, develop buy-sell agreements (shareholder agreements and operating agreements), and assist with other regular practice business matters on an ongoing basis. With our experience and network resources, we are able to provide comprehensive and cost-effective solutions for our dental client needs.

THE GILLIS FIRM



DENTAL. MEDICAL. VETERINARIAN.
YOUR PRACTICE IS MY PASSION.

Natasha Gillis

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Website: www.thegillisfirm.com

S. Natasha Gillis, Esq. is a dental and healthcare attorney whose practice focuses mainly on practice mergers and acquisitions (M&A). She also assists dentists with partnership changes, start-up practice guidance, commercial lease reviews, commercial real estate purchases and associateship contracts. Natasha's moto is "Your Practice is My Passion" and currently provides a free practice orientation call to all DDSmatch referrals.

Banks / Lenders

Provide

Gregory Bowen

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Website: www.getprovide.com

Gregory Bowen is the Regional Director of Practice Finance for Provide. For the past 12 years, Gregory has specialized in dental specific financing for practice sales and purchases, mergers, partnership buy-ins and buy-outs, office improvements and expansion, business debt consolidation, equipment financing, lines of credit and commercial real estate. From getting a dentist prequalified to purchase their first practice to helping expand their existing office(s), Gregory is a great resource to help navigate the financial due diligence of a dental transaction.



Jason Swisher

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Jason Swisher is the regional Vice President of Dental Acquisition lending for Huntington Practice Finance. Jason is a singular point of contact who guides buyers through the entire finance process of acquiring a practice, buy-ins, real estate, refinance, startups and expansion. Huntington offers 100% financing and flexible terms to fit their clients immediate and future goals. Jason and his team are incredibly hands on and consultative through the entire process and beyond.



Travis Dickens

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Travis Dickens, CMPE - A graduate of East Carolina University and an MGMA CMPE Certified Practice Management Expert with over 20 years of Banking Experience specializing in Dental Transitions. Travis has spent the past 15 years of his professional career with PNC Healthcare Business Banking in the capacity of a Vice President and Senior Relationship Manager helping hundreds of Dental Professionals achieve their professional and financial goals.



Lori Rieley

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U.S. Bank Practice Finance builds lasting relationships with our clients by offering a full suite of financial products and exceptional service. Our experienced Practice Finance Representative, Lori Rieley, uses a consultative approach when working with dentists to understand each practitioner's unique financing needs. With industry knowledge and experience, Lori can help you develop custom financing options that best fits the needs for you and your future practice.

In addition to superior customer service, US Bank Practice Finance offers practitioners a variety of financing options:

- Competitive fixed and adjustable rates
- Up to 100% financing available
- Commercial Real Estate Financing
- Terms available up to 15 years
- Working Capital

Exhibit B

DDSmatch Buyer's Guide

Insurance Credentialing & Plan Review



Matthew Veatch

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Website: <https://ppoexperts.com/>

PPO Experts is a dental specific PPO Credentialing and PPO Negotiations company.

With nearly two decades experience we have the expert knowledge needed to efficiently credential or negotiate the best PPO rates and plans for your office.



Malika Azargoon

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Website: www.zardentalconsulting.com

Zar Dental Consulting, LLC is principally owned, founded and operated by Malika Azargoon. Through her passion of working with and understanding the importance of personnel in an office dynamic, Malika formed Zar Dental Consulting ("ZDC"). ZDC has helped over 140 dentists with their consulting needs. Malika built ZDC by modeling the principles she taught her client offices and has since provided a range of consulting services in three main areas: (1) for dental practice buyers who need help with successfully transitioning insurance, staff, patients and taking over an existing practice; (2) for dental practice start-ups needing help with everything including infrastructure support through opening; and (3) existing multi-practice clients who need help analyzing key performance indicators ("KPIs") to position their offices for growth. For all three areas, Malika emphasizes leadership training to teach dentists how to effectively lead staff and patients.

Exhibit C

DDSmatch Buyer's Guide

Lease



THE GENAU GROUP

Fletcher Gill & Nora Bowen

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The Genau Group is the only locally owned, and locally headquartered provider of medical arts real estate services and advisory for medical/dental tenants and buyers. We negotiate the most effective discounts and concessions from the landlord or seller. Our eight-person team is led by the owner and principal broker, Fletcher Gill and our director, Nora Bowen. We have over 100 years of combined experience and would be happy to help you with your commercial real estate needs in Washington DC, Maryland, and Virginia. Please reach out to us anytime for a private consultation and complimentary lease abstract!

Insurance



Andrew Gerner

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Email: eagerner@rktongue.com

Website: www.rktongue.com

"Brokers for all types of business insurance, benefits, and personal insurance. Endorsed by multiple dental associations to provide all of the insurance expertise and products a dentist needs from graduation to retirement and beyond."



Doug & Jack Kohlenstein

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Website: www.jlkinsurancegroup.com

JLK Group is a family-owned independent insurance agency dedicated to serving the needs of businesses, professionals and families throughout MD, DC, DE, VA, PA and WV. As an independent agency, JLK Group has access to variety of insurance carriers to offer insurance solutions that best fit your needs. Working with our carrier partners, we have the unique ability to offer one point of contact to handle all of your practice, professional and personal insurance needs including professional liability (malpractice), business owners, workers compensation, life insurance, disability insurance, health insurance and more.

Personal and Practical Experience**Malika Azargoon****Phone:** (703) 932-9633**Email:** Malika@zardentalconsulting.com**Website:** www.zardentalconsulting.com

Zar Dental Consulting, LLC is principally owned, founded and operated by Malika Azargoon. Through her passion of working with and understanding the importance of personnel in an office dynamic, Malika formed Zar Dental Consulting (“ZDC”). ZDC has helped over 140 dentists with their consulting needs. Malika built ZDC by modeling the principles she taught her client offices and has since provided a range of consulting services in three main areas: (1) for dental practice buyers who need help with successfully transitioning insurance, staff, patients and taking over an existing practice; (2) for dental practice start-ups needing help with everything including infrastructure support through opening; and (3) existing multi-practice clients who need help analyzing key performance indicators (“KPIs”) to position their offices for growth. For all three areas, Malika emphasizes leadership training to teach dentists how to effectively lead staff and patients.

Business Services**April Boera****Phone:** (443) 951-4942 / (443) 306-1401 (Mobile)**Email:** aboera@fosterthomas.com**Website:** www.fosterthomas.com

21 years of Fostering Business through HCM Consulting Services, April plays an integral role in the success of helping companies with their HR principles and building healthy, positive workplace cultures. April and her team bring vast knowledge in areas of HR Consulting (on-site or virtual), HR Compliance (FMLA), HR Trainings (sexual harassment, drug free workplace, management) and HR projects (procedures manual development; employee handbook; audits); along with customizing Group Benefit packages and technology integration. FosterThomas supports firms in MD, DC, and VA.

“Attract, retain and protect” your employees!



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Founded on the concept of Family First, DTC is a qualified team of innovative problem solvers who are passionate about all things IT! We strive to be young at heart by continuing to attract and retain well-rounded team members and remain a distinguished IT solutions provider to our clients.

Our continuous success is evolving and ever changing. Years ago, it became apparent that even though we live in one of the most technologically advanced areas in the country, the options for IT support were not up to par. DTC, originally Dental Technology Center, began to focus on providing IT support to the dental community. What started out as a few clients quickly spread to hundreds of practices, eventually solidifying DTC as the largest dental IT support company in the Mid-Atlantic. Expanding outside of the dental sector, DTC continues to grow and so has our clientele. We now serve clients in all industries and are always looking for a new challenge. Our mission is to make IT work for you through innovative solutions and meaningful connections. At the end of the day, our goal is to make IT work, so you don't have to.



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WHO WE ARE

We are a dentist-founded company that is dedicated to providing doctors with the tools they need to offer convenient and contactless payment options to their patients. Our goal is to provide the best value for payment processing to healthcare providers.

WHO WE SERVE

We strive to help every doctor increase collections, streamline operations, and reduce their overhead costs. Our payment platform and reliable customer support helps make day-to-day operations easier, so that doctors can focus on what's truly important - their patients.

Construction/Office Upgrade Services**Brian Frederick****Phone:** (703) 305-0390**Email:** info@armincoinc.com**Website:** www.armincoinc.com

Arminco Inc. is a nationwide all-in-one architecture, construction & dental equipment firm specializing in dental construction with offices in Sterling, Va. and Towson, MD. Established in 2005, Arminco Inc. is the distinguished leader in all things dental construction, particularly in the DMV region. Arminco Inc. utilizes a highly skilled staff of consultants, architects, designers, project managers, equipment service techs and site foremen to ensure that every project has the necessary attention to ensure that projects are completed in a timely and cost-effective manner.

- Space Planning
- Architectural & Engineering
- Interior Design
- Dental Equipment & Cabinetry
- Construction & Construction Management