



Corporate, Tax and Securities

Corporate

When it comes to corporate legal issues, the best legal counsel comes from lawyers who can think like a businessperson to provide advice at the intersection of business and law. We fundamentally understand our clients' business—whether it be a large corporation, new start-up, small family-held business, or nonprofit. We appreciate the business culture and understand our clients' purpose is to provide value through asset enhancement, liability reduction or conflict resolution – and we act as their strategic counselors and business partners.

Securities and Corporate Finance

We help our clients navigate the complex regulatory landscape of federal and state securities laws. We counsel start-up companies on their corporate structure and capital raising options and advise clients on private placements and large-scale financings. We negotiate, structure and complete a wide range of financing transactions, ranging from bank and commercial loans to private offerings, angel and venture capital investments, convertible debt and other equity or debt financings.

Business Transactions

Our team counsels clients on a wide variety of business and commercial transactions, including licensing, distribution, sales, manufacturing, service, supply, construction and financing agreements. We strive to ensure our clients' business interests are protected and expectations are met.

Corporate Formation

We help form and organize for-profit and nonprofit corporations, limited liability companies, limited and general partnerships, joint ventures and tax-exempt organizations. We help structure and position start-up companies for growth, investment and successful business operations. We counsel clients on liability exposure of the business owner and operators and ways to reduce or manage it. We also evaluate the structure of a client's business to meet their business succession goals.

Mergers & Acquisitions

We represent both buyers and sellers in merger and acquisition transactions including asset purchases, stock purchases, buy-sell transactions and membership interest transfers among company principals. Our team has in-depth experience with these types of transactions and helps guide clients through the unfamiliar process of preparing for and completing them. We have handled mergers and acquisitions of all sizes ranging from small ones to ones in excess of \$100 million.

Corporate Partnering and Strategic Relationships

We help clients structure and complete corporate partnering and strategic relationships that can have a tremendous impact on their business whether taking the form of joint ventures, strategic alliances, research and development, commercialization, licensing, strategic investment or other business arrangements.

Corporate Representation and Governance

We offer experienced and sound legal counsel to help those with fiduciary responsibilities wade through the increasingly complex corporate legal and regulatory landscape. We regularly represent companies on their corporate structure and internal corporate matters. This includes advice on corporate governance and helps boards of directors and corporate officers understand and fulfill their fiduciary duties. We counsel clients on corporate governance matters and the implications for officers, directors, shareholders, investors, lenders, buyers and sellers.

Taxation

We have decades of corporate, partnership and international tax experience, developing appropriate tax structures and plans for our client's business goals. With our assistance, clients can better attain their business and personal objectives through the implementation of effective tax planning.

Wealth Protection and Succession

We provide a wide range of wealth protection and succession services, including business and personal income tax planning and advice, succession planning, individual estate planning and planning for charitable giving. We also assist with the administration of trusts and estates.

Industry-Focused Transactional Counsel

We have on-the-ground experience in a variety of industries to properly protect our clients' assets:

- Agricultural
- Aviation
- Banking
- Energy/Utilities
- Environmental/Natural Resources
- Fashion/Entertainment
- Government Relations/Public Policy
- Natural Gas, Oil and Mining
- Nonprofits
- Real Estate and Land Use
- Software
- Technology
- Wine, Beer & Spirits