

Providing comprehensive legal services to further your business goals

As a corporate decision maker, **you are responsible for enhancing profitability, improving your organization's effectiveness and achieving ongoing business success.** Our goal is to develop a relationship with your organization, so we can become a partner in your efforts. As part of our relationship, we provide counsel on ongoing business matters, as well as for extraordinary issues that unexpectedly arise. **We strive to apply our experience and legal skills in a way that adds maximum value to your enterprise.**

We began our business practice working exclusively with U.S.-based companies but, over decades of serving our clients' needs, we've grown along with them. Today, our clients reflect the increasing importance and influence of globalization; and our work often requires a global perspective and understanding of multinational issues.

Broad-based Experience

Our clients range from established national and multinational corporations traded on the New York Stock Exchange and on Nasdaq, to smaller private companies striving to build their organizations. We also work with institutional and venture capital investors, investment bankers, savings banks and investment advisors.

Our Services

Corporate Finance

We work with our corporate clients on a wide variety of traditional transactions, including:

- Private placements of debt and equity securities
- Secured and unsecured lending
- Public offerings
- Mergers and acquisitions
- Joint ventures and strategic alliances
- Management buyouts
- Organization and financing of venture capital funds and investment partnerships

If your needs are non-traditional, we often develop new securities and unconventional financing structures; or we can help you combine sophisticated tax strategies with other creative corporate techniques to help move you closer to your goals. We also have relationships with numerous investment bankers and regularly represent them as lead underwriters in connection with public offerings.

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Mergers and Acquisitions

Our clients include a broad array of acquirers and target companies in all industries. We focus our efforts on negotiated transactions, with prices between \$5 million and \$500 million, but we regularly counsel clients in both larger and smaller transactions. We'll help you with:

- Purchases and sales of public and private corporations
- Asset sales
- Divisional and product-line acquisitions and divestitures
- Management buyouts
- Leveraged acquisitions and related acquisition financings

Our clients also include partnerships and limited liability companies seeking investment funds, including venture capital and other funds specializing in early- and later-stage investments in private securities. For our investment advisor clients, we help organize investment partnerships and other funds; and we have assisted in their compliance with applicable federal, state and foreign laws.

High Technology and Emerging Business

The integration of our intellectual property and business practices gives our clients a business edge. We use this valuable integration to help our software, telecommunications, healthcare technologies, Internet, electronic commerce, and biotechnology clients maintain control over their most complex business assets.

We work on our technology clients' behalf on all aspects of the foundation, finance, growth and development of their businesses, including:

- Corporate organization and structuring
- Intellectual property acquisitions and protection
- Technology development and joint ventures
- Licensing and distribution, both domestic and international
- Executive compensation
- Raising venture capital and other private debt and equity financings
- Initial public offerings and follow-on offerings
- Mergers and acquisitions

International Practice

Our full-service efforts assist our American clients doing business abroad, as well as our foreign clients seeking to do business in the United States. We help establish subsidiaries and branches, complete acquisitions, form strategic alliances, gain financing, and build licensing and distribution arrangements for our clients located throughout the world.

Our broad network of international contacts enables us to obtain fast answers to legal and other business questions in most jurisdictions throughout the world. Our membership in Lex Mundi, the largest international association of independent law firms, gives us immediate and reliable access to the expertise of leading law firms in more than 155 countries. We regularly work with Lex Mundi members, as well as with numerous other correspondent firms to help your clients achieve their international goals.