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## Corporate

Our Corporate practice encompasses a broad range of international, national and local clients. These clients include entrepreneurs and family offices, middle market businesses, and global business enterprises. During the course of their many decades of experience, Brian and Maria have worked on a variety of corporate and business matters, including:

### *Mergers and Acquisitions, Entity Capitalizations and Venture Structuring*

- Represented majority owner of health food and online wellness company in sale of minority equity stake to private equity fund and strategic advisor
- Represented prominent international consulting firm in corporate acquisitions
- Represented seller in the asset sale of an online consumer wellness product research, marketing and sales company
- Represented music royalty accounting company in its potential sale of assets
- Represented Ecuadorian not-for-profit university in its private equity investment in a U.S. medical technology company
- Represented proposed underwriter in initial public offering of leading online social networking, interactive media, publishing and entertainment company
- Represented an electronic data security company in its merger with Israeli-based provider of enterprise-grade data security solutions, and represented certain lenders in connection with bridge financing for post-merger Israeli enterprise
- Represented Colombian-owned printing company in interactive printing joint venture with Miami-based company
- Represented family office / private equity groups in a variety of merger, acquisition and disposition transactions
- Represented Colombian-owned printing company in interactive printing joint venture with Miami-based company
- Represented international financial institution in connection with the sale of its private banking operations
- Represented owner of upscale cosmetics company engaged in the development, marketing and international distribution of trend-setting cosmetics products in \$50 million sale of company
- Represented medical practices in connection with roll-up sales to hospital
- Represented buyer in merger/share exchange between an international metals trading and recycling company and metals supplier
- Served as underwriter's counsel in numerous initial public offerings in entertainment, sports and technology industries

- Represented Colombian owner of a Wynwood craft brewery in sale of business to one of the world's largest brewing companies
- Represented owners of a triple-play and wireless operator in the Dominican Republic in sale of business to a French telecommunications conglomerate for a purchase price in the range of hundreds of millions of dollars
- Represented owners of an Ecuadorian Coca-Cola bottling company in sale of a majority equity stake in the company to a major Mexican bottler and acquisition of a minority interest in the Mexican bottler's Argentine subsidiaries
- Represented Argentine entertainment venture in sale of broadcasting units to major U.S. media company
- Represented a Salvadoran-owned chocolate manufacturer in connection with capital infusion from Puerto Rican investors, as well as with various corporate reorganizations
- Represented Spanish fund in connection with entity structuring, investment structuring and acquisition of U.S. real estate

## *Corporate Finance*

- Represented lender in financing and refinancings secured by flight simulator equipment company
- Represented banks and financial services providers in secured lending transactions
- Represented a pharmaceutical testing company and public pediatric care company in secured credit facilities with banks
- Represented lenders and borrowers in asset-based financing transactions
- Represented financial institutions and borrowers in a variety of corporate finance transactions, including acquisitions, leveraged buy-outs, asset-based lending, secured and secured lines, management buy-outs, and ESOP-related transactions
- Represented prominent restaurant group in connection with financing transactions
- Represented South American national mining agency in \$50 million export finance transaction with an array of international lenders
- Represented national developer in connection \$100 million plus bond financing and construction of university dormitories and other facilities

## *Licensing and Technology*

- Represented software distributor in master distribution agreement with a leading software developer for licensing throughout Latin America
- Represented various startups in the mobile application development sector, including for online tutoring, global nightlife concierge services, enterprise risk management and information services in corporate organization, structuring and governance matters and initial financing rounds
- Represented Mexican-owned designer of organizational products in distribution and licensing agreements in Mexico and Central America and in initial capital raise

## *General Corporate*

- Represented email marketing companies in connection with their vendor and confidentiality agreements

and potential sales of business

- Represented major league baseball team in player contract negotiations
- Represented various e-commerce enterprises in connection with brand management and trademark protection, including the preparation of cease & desist letters and in negotiations with trademark infringers
- Represented distributor of beauty salon products in its exclusive supplier and retail operation agreement with beauty salons
- Represented producer of petroleum-based products in international shipping and distribution joint venture
- Represented real estate brokerage in licensing matters and in preparation and negotiation of operating and employment agreements
- Represented medical practices in connection with admission of doctors and sales of business
- Represented variety of foreign investors in entity formation and structuring
- Represented developers in connection with entity formation and structuring for a variety of projects, including joint venture work
- Advised national public television producer with respect to corporate governance, production and post-production contracts and right of publicity matters
- Represented a variety of developers in connection with employment contracts
- Represented an Ecuadorian distributor of airtime for prepaid cellular phones in establishment of U.S. operations and the formation of strategic alliances to target U.S. Hispanic market
- Represented a mobile virtual wallet startup and other mobile payment solutions provider on issues pertaining to Latin American market
- Represented consortium of port, terminal and real property owners in establishing and developing various industries in Haiti
- Represented international yacht management company in the U.S. and Europe
- Represented Spanish real estate fund
- Represented landowners in the establishment of an ethanol processing plant and free trade zone joint venture for garment manufacturing in Haiti
- Represented Brazilian medical services enterprise establishing mobile healthcare operations in Florida
- Assisted U.S. perfume company with corporate reorganization and establishing distribution center in Central America
- Dissolution of U.S. subsidiary of British developer / think tank

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