

Business and Finance Practice

Fennemore Craig's business and finance attorneys represent national, regional and local clients participating in significant transactions. Our attorneys have substantial experience in a wide variety of corporate, commercial and securities transactions, including public offerings, private placements, corporate reorganizations, mergers, acquisitions, leveraged lease financings, leveraged buyouts, syndications, venture capital financings, and the formation and registration of securities and commodities brokers and the licensing of their salespersons. The following highlights particular areas of the firm's business and finance practice.

Mergers and Acquisitions

Fennemore Craig has a large and sophisticated mergers and acquisitions practice. We represent both purchasers and sellers in asset and stock acquisition transactions, involving public and privately-held companies. Since 1997 we have closed more than 500 transactions with a market value in excess of \$3 billion.

As required by specific transactions, we involve other Fennemore Craig lawyers in the areas of securities, tax, ERISA, environmental, real property, financial institutions, antitrust, labor and employment law, and other relevant areas of federal and state law.

Securities Offerings / Securities Compliance

Fennemore Craig represents issuers, investors, and underwriters in public offerings and private placements of securities. We represent a number of publicly held corporations handling securities related needs, ranging from initial public offerings through follow-on equity and debt transactions.

We regularly assist clients in preparing public reports under the Securities Exchange Act of 1934 and in compliance with other aspects of the securities laws. Our attorneys also represent clients before federal and state administrative agencies regulating securities transactions, the securities industry and financial institutions.

General Corporate and Commercial Law

Fennemore Craig regularly counsels clients on a broad spectrum of general corporate and commercial matters, such as negotiating and drafting agreements, the formation of business entities, shareholder rights, and employment issues.

We also serve as counsel for numerous software development companies, both local and national, with respect to corporate, securities and intellectual property issues. This work includes negotiating and drafting of acquisition agreements and licenses for software products and securing copyright and common law protection for investment in high technology.

Corporate Governance

Fennemore Craig advises clients on a variety of corporate governance issues, including Sarbanes-Oxley compliance, corporate compliance programs, and internal investigations.

Commercial Finance

Fennemore Craig attorneys structure, negotiate and document a variety of commercial and real estate financing transactions, such as asset-based lending documentation, security agreements, project financing, leveraged leases, loan restructures and workouts, letters of credit, repurchase and reverse repurchase agreements and acquisition financing. The firm's financing experience spans numerous industries and types of transactions, ranging from complex national and international multi-level credit arrangements to small business and personal loans in both the real estate and commercial finance industries.

Sports and Public / Private Partnerships

Fennemore Craig is actively involved in sports law and has extensive experience in the public/private partnerships often involved in sports arenas, financing, refinancing and other transactions. The firm's experience includes professional sports franchise general representation, sports franchise and facility financing, sports facility construction, concession agreements, naming agreements, sponsorship agreements, seat licenses, luxury suites (boxes), club and special seating, advertising, including television and radio, ticket policies, player and coach contracts, sports products and marketing (and related trade name and trademark matters). The firm also provides counsel concerning professional sports league issues, consents and approvals.

Franchise Law

Fennemore Craig counsels clients on franchising, representing franchisors in preparing or reviewing their Uniform

franchising offering circulars and related documentation, assuring compliance with federal and local laws, and addressing corporate, real estate, litigation, tax and any other legal issues they may have. The firm also represents franchisees in handling their corporate and tax requirements, real estate leasing, employment contracts and other commercial contracts.

Securities Litigation

The firm represents individuals, broker-dealers and financial institutions in a wide variety of litigation arising under federal and state securities laws. Examples include defense of customer complaints, class-action suits, and employment and discrimination claims, intra-industry disputes and regulatory, investigatory, and criminal proceedings instituted by the federal and state governments, as well as self-regulatory organizations such as the National Association of Securities Dealers, New York Stock Exchange, American Stock Exchange, and Chicago Board of Options Exchange.

Our business and finance attorneys work closely with attorneys in the firm concentrating in other fields of law whenever such expertise will help achieve the client's objectives. On the transactional side, the firm is particularly strong in tax, ERISA, environmental, water, real property, financial institutions, partnership, utilities, probate, and labor and employment law.

Tax

A number of the firm's business and finance attorneys also have substantial experience and qualifications related to federal, state, and local tax matters. In addition, the firm's Tax Practice Group has numerous attorneys who focus on tax matters, including those involving income, sales, property, gift, and estate taxes. The firm's business and finance attorneys and tax attorneys work together to structure business transactions as efficiently as possible from a tax perspective.

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