



Corporate

Overview

- 100 attorneys and 14 offices
- More than 10,000 clients

A century of business representation has given Fox Rothschild a wealth of experience in corporate formation, management, growth, acquisitions, and transfers. Our attorneys focus on the particular requirements, challenges, and opportunities of your business, striving to practice law that is both creative and preventative. We continue to expand our general counsel relationships with seasoned and family-oriented companies, while also increasing our activities to startups and clients in emerging industries.

The Corporate Department encompasses a diverse range of practice groups, so that you can benefit from the firm's broad resources, including:

- Franchising
- Gaming
- Health Law
- Homeland and Premises Security
- Insurance
- Intellectual Property
- Public Finance
- Securities
- Technology and Venture Finance

Services

- contracts review and drafting
- general business representation and guidance
- securities and private financing
- acquisitions and divestitures
- securities disclosure and compliance
- negotiation, documentation, and completion of mergers and acquisitions
- purchases, sales, and other transfers of business interests
- formation of corporations, general and limited partnerships, limited liability companies, and other businesses
- reorganization and restructuring of enterprises
- financing of businesses in secured and unsecured loan transactions
- property registration, protection, and financing
- negotiation and preparation of commercial and business agreements

www.foxrothschild.com

"We work with you to meet an array of business goals, from day-to-day governance or regulatory questions to strategies for major transactions — providing comprehensive counsel that is uniquely responsive and proactive."

Michael Harrington
Chair of the Corporate Practice



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- representation of issuers and underwriters in public offerings of debt and equity securities, exchange offers, and tender offers
- counseling concerning compliance with regulatory requirements and preparation and filing of documents for publicly held clients
- advice on business disputes and differences among principals of closely held enterprises
- participation in municipal, hospital, university, and other institutional bond issues
- representation of issuers in real estate-related and other private placements

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Michael Harrington

Chair of the Corporate Practice

Recent Matters

- documented and closed a \$25 million revolving line of credit to five affiliated borrowers secured by mortgages on five different properties
- provided due diligence and represented selling franchisor for AAMCO with attached franchisees and handled transfer of stock in the sale of the business
- decades-long representation of one of the largest health care foundations in the United States
- represented a multi-specialty clinic in its sale to a physician group affiliated with a not-for-profit system
- completed acquisition of ICNA in New York City on behalf of Empire Insurance Holdings Group
- achieved favorable settlement of complex patent infringement suit on behalf of IMCOR Pharmaceutical Co. against GE Healthcare
- represent Oaktree Capital, a private equity fund with \$30 billion in assets under management, on licensing matters in New Jersey, Pennsylvania, and elsewhere
- provide corporate and security-industry counsel to international military and security consulting firm seeking \$2.5 million for a subsidiary development company with a portfolio of high-tech security products
- advised on registration of over 22 million shares of common stock on behalf of a Toronto-based issuer in connection with a PIPE transaction involving the issuance of convertible preferred shares and warrants
- conducted the acquisition of two racetracks for approximately \$55 million and a joint venture for these assets with a gaming company, together with \$23 million in bank financing for the joint venture