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BUSINESS TRANSACTIONS: OVERVIEW

Ruder Ware's Business Transactions practice group works with business organizations, as well as their owners and managers, assisting with the variety of transactions that arise during all phases of the business cycle. We advise clients on business organization and start-up issues, assist with corporate governance matters, represent both lenders and borrowers in connection with financing transactions, draft and negotiate commercial contracts, design executive compensation and employee benefit plans, manage intellectual property portfolios, assist with securities law compliance, and negotiate commercial real estate transactions. Our clients range from small businesses just being organized to large, publicly traded corporations. Our expertise, derived from many years of service to our business clients, allows us to anticipate and formulate solutions to the increasingly complex issues confronting businesses today. Specific areas of practice include:

- Antitrust & Trade Regulation
- Banking & Financial Institutions
- Bankruptcy & Creditors' Rights
- Business Organizations
- Commercial Contracts
- Corporate Finance & Securities
- Executive Compensation & Employee Benefits
- Intellectual Property
- Mergers & Acquisitions
- Real Estate & Construction

Some recent examples of transactional services performed by members of our Business Transactions practice group include:

- Assisting a manufacturing client with restructuring company ownership through the redemption of shares held by an ESOP, which included negotiations necessary to obtain secured financing from a lending syndicate
- Negotiating the acquisition of two separate shopping malls by a large group of tenants in common organized by a real estate development organization
- Representing a closely held, family-owned business in connection with selling substantially all of its business assets to a large food production and distribution company
- Assisting with the sale of a medical service provider's assets to a national organization, with the seller obtaining an ownership interest in the purchasing entity
- Representing a material-handling truck and equipment dealer with the purchase of the assets of a sales and service operation that had facilities in Kansas, Michigan, and Colorado

- Continued -

- Assisting a large agricultural crop producer with the sale of business assets, including 5,000 acres of land, in a transaction that included several sellers and buyers for various portions of the business
- Representing a bank holding company in connection with the organization of a *de novo* state bank and the related offering of securities necessary for capitalization
- Advising a commercial bank on the negotiation of a forbearance agreement and ultimate liquidation of real estate, inventory, and other collateral securing a multimillion dollar credit facility
- Negotiating a complex, multi-year patent and trademark licensing agreement in connection with the sale of a client's business unit
- Drafting and negotiating a major equipment purchase agreement that would provide our client with important new technology that was supported by a performance warranty
- Advising a number of clients regarding the effective date of new deferred compensation plan rules adopted by the Internal Revenue Service and providing assistance to those clients on amending plans once the new rules became effective

As an added service our firm offers free electronic legal updates to all interested business professionals.

As part of a full-service law firm, our attorneys provide clients with a one-stop approach to their legal needs. Ruder Ware, the largest Wisconsin law firm headquartered north of Madison, also provides legal counsel in Litigation & Dispute Resolution; Employment, Benefits & Labor Relations; and Trusts & Estates. ♦

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Legal Services Offered by Ruder Ware

Business Transactions

- Antitrust & Trade Regulation
- Bankruptcy & Creditors' Rights
- Business Organizations
- Commercial Contracts
- Corporate Finance & Securities
- Executive Compensation & Employee Benefits
- Intellectual Property
- Mergers & Acquisitions
- Real Estate & Construction

Employment, Labor & Benefits

- Employee Benefits & Executive Compensation
- Employment Law
- Labor Law

Litigation & Dispute Resolution

- Alternative Dispute Resolution
- Commercial Litigation
- Employment Litigation
- Environmental Litigation
- Estate & Fiduciary Litigation
- Preventative Litigation Services
- Products Liability Litigation
- Real Estate & Construction Litigation

Trusts & Estates

- Asset Protection Planning
- Elder Law
- Estate Planning
- Family Business Succession Planning
- Fiduciary Services
- Probate & Trust Administration

Focus Teams

- Agriculture
- Banking & Financial Institutions
- Health Care
- Local Governments & Municipalities
- Professional Responsibility for Attorneys
- Schools & Educational Institutions