# Nelson Mullins Firm Highlights





#### **About the Firm**

# Making legal decisions guided by business sense



Nelson Mullins delivers real value: experience and judgment at a reasonable cost. Flexibility, practical business sense, and tireless advocacy are among the firm's service hallmarks. That's what clients want. Our measured growth reflects what our clients need — a multidisciplinary platform that provides trusted advice to meet a broad range of business needs.

We are a full-service national law firm of more than 1,000 attorneys, policy advisors, and professionals with offices from coast to coast.

- Our litigation attorneys have handled cases in most states in the United States and have argued before many appellate courts.
- Our corporate and transactional teams provide high-quality corporate, securities, finance, venture capital, commercial real estate, real estate capital markets, and technology services.
- Our government relations team serves clients at the federal, state, and local levels and includes former high-ranking government officials.
- Our intellectual property group has been recognized nationally for IP litigation and provides a full-range of IP services for clients across industry sectors.
- Our Nelson Mullins Encompass team is a dedicated practice group that provides integrated e-discovery and information governance services to clients on a flexible and scalable basis.

#### Nelson Mullins is diversified across practices areas



# A deep knowledge of your industry trends, challenges, and opportunities

Aviation

Banking & Financial Services

Construction & Construction Transactions

Consumer Products & Retail

Education

Energy

Healthcare

**Human Capital Management** 

Infrastructure & P3

Insurance

Life Sciences, Pharmaceuticals & Medical Devices

Manufacturing

Private Clubs, Branded Residences & Hospitality

Private Wealth Services

Railroads

Real Estate

Sports

Technology & Commercial

**Transactions** 





#### From coast to coast



# Nelson Mullins attorneys are leaders in the profession and government

#### **Past Professional Association Presidents**

 ABA, DRI – The Voice of the Defense Bar, Lawyers for Civil Justice, National Foundation for Judicial Excellence

#### **Former Government Officials**

 U.S. Secretary of Education, U.S. Ambassador, Members of Congress, Governor of South Carolina, and other government and community leaders

#### **Working Together**



# Helping clients **grow their businesses** and **solve problems**

Sharing good practices and lessons learned. Providing cost-efficient, high-caliber services. We take our responsibility to give back to our communities seriously

#### **Pro Bono**

**50,072**Hours spent in 2024

- ABA Pro Bono Publico Award
- Janet Spragen ABA Pro Bono Award
- ▶ Legal Service Corporation Pro Bono Service Award
- NLADA Beacon of Justice Award
- NLADA Arthur von Briesen Award
- Georgia Appleseed Good Apple Award

#### Why Nelson Mullins?

- Practical business mindset and experience
- ▶ Multidisciplinary team
- Cost efficiency and budget predictability
- Industry and government office relationships
- Understanding your business world and working side by side with you toward shared goals



#### International

# Pragmatic & experienced advice for international trade, commerce & investment



Our firm's practitioners have deep experience in international practice areas and compliance matters with relevant U.S. federal agencies

Whether you require assistance with international business transactions, customs and trade issues, or mergers and acquisitions, our team can help. We provide services in both in-bound and out-bound foreign direct investments. Additionally, we offer global migration representation, facilitating the movement of people, goods, services, and intellectual property in cross border trade, investments, and transactions.

# In this changing environment for international trade, investment and commerce, our team's experience can help clients remain competitive

Since 2007, we have been engaged in more than 250 greenfield foreign direct investments, helping manufacturing operations and entrepreneurial start-up companies in various industries. These sectors include automotive, telecommunications, information technology, cybersecurity, and aviation.

We help to minimize global taxation through international structural planning. We help with international mergers and acquisitions including U.S. defense sector companies. We provide export trade control advice and defense counsel under licensing and sanction regulations and compliance programs.

Our team is also well-versed in Foreign Corrupt Practices Act defense and anti-bribery compliance programs. We assist in the preparation of waivers from trade tariffs remedies under Sections 232 and 301, and we are experienced in establishing foreign-trade zones and subzones.

# Our team brings long term experience to help meet our client's international commerce needs

Our team includes former in-house and general counsel with experience in compliance operations. We also have attorneys who have worked with numerous OEM manufacturing start-ups across various industries. Moreover, our team includes both

# International Strengths

**Business Immigration** 

Customs, Tariffs, and International Trade

Eastern Europe and CIS

Europe

**International Sanctions** 

**International Taxation** 

Korea

Latin America & the Caribbean

Middle East



attorneys and paralegals who have experience in handling multinational cultures and business practices for foreign nationals from dozens of countries.

#### Industries we serve

- Aviation
- Automotive
- Ball bearings
- · Banking and financial services
- Chemicals
- Consumer products
- · Cybersecurity hardware/software
- Defense industries
- Electronics
- Footwear
- Healthcare
- Home furnishings
- Information technology
- Medical devices
- Military procurement and supply
- Nutritional supplements
- · Personal care products
- Pharmaceuticals
- Steel products
- Textiles and apparel
- Venture capital

# Our team handles a range of legal issues that arise in international trade, business and commerce such as

- Foreign direct investment start-up issues
- International trade and customs matters
- International acquisitions and mergers
- Global tax minimization planning
- · Global migration of key personnel
- · International sales, distribution and licensing
- International Intellectual Property registration and enforcement
- International trade compliance



# The international team simplifies the legal engagement in global trade, investment and commerce

Engagement of global trade and investment opportunities requires a team experienced in the target jurisdiction, industry commodity and legal instrument or vehicle employed to reach the desired objective.

The firm has experience in numerous industries, countries, cultures and legal products to direct the activities of the client to the regulated aspects of a business relationship or investment which allows it to accomplish its objectives or avoid the engagement or transaction by an understanding of unacceptable risk.

#### Why Nelson Mullins?

- A practical and pragmatic business mindset
- Integrated corporate governance services
- Multi-disciplinary team
- Predictability, cost-competitiveness, and administrative efficiency
- Relationships with government professionals and the communities in which we do business

#### **Experience**

Following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.



#### **Business Immigration**

# Helping clients meet the demands of a global economy



#### When you seek to

- apply for appropriate U.S. immigration visas for non-US personnel
- relocate U.S. personnel to other countries for multinational green field start-up enterprises
- interact with government enforcement officials who review visa classifications or border admissions for non-US personnel

our experienced team is here to help.

# The recent significant political changes in the U.S. and globally present a challenging environment for business-related immigration

Universal concern over terrorism, growing trade and labor protectionism and shifting patterns of foreign direct investment focuses world attention on requirements for admission across borders

We have deep experience with multinational migration laws, rules and practice, including

- U.S. Citizenship & Immigration Service
- U.S. Citizenship & Naturalization Services (U.S. CIS) Non-immigrant visa petitions and applications
- U.S. CIS Immigrant visa petitions and applications
- U.S. Department of Labor (DOL) Labor Determinations, Certifications and Attestations
- U.S. Department of State (DOS) Consular visa processing
- U.S. Immigration & Customs Enforcement (ICE) defense
- Global migration plans
- Employer Compliance programs, self-audits, policies and training
- Software database services
- Federal and state immigration litigation
- Appearances before U.S. agencies

## Related Practice Areas

Corporate & Securities

Customs, Tariffs, and International Trade

**Employment & Labor** 

Executive Compensation, ERISA, Employee Benefits

Government Relations Strategies

International

International Relations & Sovereign Government Advocacy

#### **Related Industries**

Consumer Products & Retail

Life Sciences, Pharmaceuticals & Medical Devices

Manufacturing



- Expatriation, secondment and repatriation of employment
- Multi-jurisdictional migration in global compliance environment
- Acquisition of U.S. citizenship by naturalization
- · Human Resources training in U.S. immigration compliance

We conduct Human Resources training to assist employers to be self-sufficient in a challenging environment.

#### Our team has the experience to help clients solve their immigration problems

We dedicate highly experienced teams of partners, associates, paralegals and immigration support staff for effective and timely representation before numerous U.S. and foreign embassies and consulates as well as U.S. based agencies using the skills of such persons as

- Former in-house and general counsel in compliance operations
- Attorneys with aggregate experience in numerous OEM manufacturing start-ups in the past 35 years in various industries
- Attorneys and paralegals with aggregate experience in dealing with multinational cultures and business practices for foreign nationals from over 30 countries

#### Our clients span global industries

- European and Asian OEM car manufacturing plants in North America
- Tire manufacturing entities in U.S. from Japan, Germany, France, China and South Korea
- Tier 1, 2, and 3 supply companies for aviation, automotive industry companies
- International financial services companies
- · International packaging manufacturing companies
- Sales and distribution companies in various industries

#### We can help solve your business immigration issues

Assessment of Employer and Employee Immigration Benefit Entitlements

- Review of employer options for immigration benefits
- Review of eligibility of nominated employee candidates for immigration benefits
- Evidentiary requirements for proof under U.S. laws and regulations
- Representation of employers and individuals before U.S. federal and state agencies and courts for foreign nationals and employers seeking immigration benefits



#### **Employer Audits and Training**

- Periodic updates on relevant rules issued by U.S. federal and state agencies
- Workshops and webinars focused on employer specific requirements
- Audits and on-site training of HR professionals and management

#### Crisis management

- Interaction with government enforcement officials
- Denial of visa classifications at CIS centers and consulates
- Denial of border admission at the U.S. border
- · Secondary inspection at the U.S. border
- Advance Parole
- · Summary Removal at the U.S. border
- · Qualification for waivers

#### Why Nelson Mullins?

- Our Team of Project Assistants, Paralegals, Associate Counsel and Partners match task complexity with appropriate experience, billing rates and fees to optimize results for the client. Each case has a case manager as a principal contact
- Employees work through the employer's HR function to coordinate communications for cost effectiveness
- Database software information for each case is accessible by the client to ascertain case status
- Personal access to team leaders as partner in charge of a case

#### **Experience**

Following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

- Prepared Global Migration plans for multinational manufacturing entities
- Global migration, ex-patriation, secondment and admission of immigrants and non-immigrants for entry into the United States
- Filed employment visa plans with U.S. consulates in Germany, France, United Kingdom, Canada, Mexico, Japan, South Korea for multinational green field start-up manufacturing enterprises
- Appeared before federal (CIS,ICE,DOL,BIA,DOS) and state departments and agencies
- Prepared and filed non-immigrant (A,B,E,F,H,J,L,TN,O,P,S,R,U,T) and immigrant petitions (EB-1,2,3,5) and applications for businesses, organizations, individuals, non-profit institutions, churches, athletic teams, and entertainers
- Helped establish Regional Center for EB-5 investment programs



- Defended employer audits by ICE
- Handled agency administrative appeals to BIA, BALCA
- Participated in federal court litigation in relation to immigration matters



#### **Customs, Tariffs, and International Trade**

# Easing inbound & outbound goods & services flow for global businesses



#### Whether you are seeking to

- Import goods into the United States of America (U.S.)
- Export military defense articles, defense services, or "dual-use" military and commercial goods and services
- Engage in international transactions with foreign enterprises, foreign nationals, and entities
- Maintain global import and export regulatory trade compliance programs
- Comply with licensing and compliance agencies, bureaus, and departments of the U.S. our team can guide you every step of the way.

#### We help clients manage complex issues for their global business activities

- Tariff classification, valuation, transfer-pricing, dutiable assists, royalties, country of origin determinations, substantial transformation analysis, labeling and marking rules and related ruling requests before U.S. Customs and Border Protection (CBP) and the Federal Trade Commission (FTC)
- Qualification for NAFTA and other free trade agreements/trade preference programs
- Qualification for Importer Self-Assessment program (ISA) and Customs-Trade Partnership Against Terrorism (C-TPAT) for assurance of supply chain security
- Detentions, seizures and forfeitures of merchandise by CBP for alleged violation of federal laws and regulations of CBP, FDA, CPSC, EPA, DOJ, FAA, DOT and other federal agencies with jurisdiction
- Responses to Customs requests for information, rate advances, focused assessments, audits, Post Entry Amendments and Post Summary Corrections
- Prior disclosures and mitigation of Customs penalties, offers in compromise and liquidated damages
- Establishment of Foreign Trade Zones, Subzones, and Alternative Site Frameworks (applications/ activation/compliance)
- Avoidance of AD/CVD duties under Title IV of the Trade Facilitation and Trade Enforcement Act of 2015
- Negotiation and administration of Deferred Prosecution Agreements

## Related Practice Areas

**Business Immigration** 

Corporate & Securities

Corporate Governance

Dispute Resolution Solutions

**Economic Development** 

Government Relations Strategies

International

International Relations & Sovereign Government Advocacy

Litigation

#### **Related Industries**

Consumer Products & Retail

Manufacturing



- Export licensing of dual-use goods and services before U.S. Department of Commerce (DOC) Bureau of Industry and Security (BIS) under the Export Administration Regulations (EAR)
- Export and temporary import of defense articles and defense services before U.S. Department of State Directorate of Defense Trade Controls (DDTC) per The International Traffic in Arms Regulations (ITAR)
- Sanctions of embargoed countries, entities, specially designated nationals, and blocked persons under U.S. Department of Treasury Office of Foreign Assets Control (OFAC) and Executive Orders.
- Compliance programs under the National Industrial Security Program (NISP) of the Defense Security Service (DSS)
- Application of anti-boycott rules under the Ribicoff Amendment to The Tax Reform Act of 1976 and the 1977 amendments to the Export Administration Act (EAA) before the BIS Office of Anti-Boycott Compliance (OAC)
- Work products include PowerPoint presentations manuals, workshops, and webinars customized for client timing, guidance, and problem resolution

#### Our team has a wide level of experience and diverse perspectives

- · Former in-house counsel in compliance operations
- · Former general counsel

#### Our clients are in manufacturing and service industry sectors

- Fortune 50 companies
- · Privately held companies
- Businesses with global operations
- Heavily regulated companies
- Domestic and international manufacturers, distributors and sales agencies
- · Domestic and foreign exporters and resellers
- Importers
- Freight forwarders
- Retailers
- Trade associations

Client businesses focus on a wide range of products such as cybersecurity hardware and software, information technology, electronics, automobiles, aircraft, steel products, ball bearings, chemicals, pharmaceuticals, nutritional supplements, medical devices, textiles, apparel, footwear, home furnishings, consumer products and personal care products. Some clients which have in-house multidisciplinary governance teams, and others which have designated professionals leading global import and export compliance efforts, engage our team to assist in audits and determinations on application of attorney client privilege protections and voluntary disclosure processes.



# Our customs and international trade team can help your company navigate regulatory regimes without impeding company growth

- By helping your company establish and adhere to a global compliance program, the company can avoid needless entry delay of shipments, customs inspections, detentions, seizures, and penalties
- With proper planning, we also can help your company minimize or eliminate duties through free trade agreements and trade preference programs
- We also can help you pursue export opportunities which lead to company growth

#### Our customs and international trade services help you

- Achieve global compliance and establish internal controls to minimize costs in connection with goods being entered and exported from the U.S.
- Conduct in-house training to support company adherence to compliance regulations and programs
- Undertake steps to develop successful export markets through careful review of regulatory regimes including export controls and trade sanctions under BIS (EAR), DDTC (ITAR) and OFAC rules
- Adopt an informed approach to global sourcing so that products subject to AD/CVD orders with large duties are to be avoided through alternative sourcing

#### Why Nelson Mullins?

- A practical and pragmatic business mindset
- Integrated corporate governance services
- Multi-disciplinary team
- Predictability and cost-competitiveness and administrative efficiency
- Experience with government professionals and the communities in which we do business

#### **Experience**

Following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

#### **Experience**

- Customs ruling requests
- Section 301 tariff exclusions
- ADD/CVD Scope analysis quartz surface products



- Tariff classification, valuation, transfer-pricing, dutiable assists, royalties, country of origin determinations, substantial transformation analysis, labeling and marking rules and related ruling requests before U.S. Customs and Border Protection (CBP) and the Federal Trade Commission (FTC)
- Qualification for NAFTA and other free trade agreements/trade preference programs
- Qualification for Importer Self-Assessment (ISA) and Customs-Trade Partnership Against Terrorism (C-TPAT) programs for supply chain security
- Detentions, seizures and forfeitures of merchandise by CBP for alleged violation of federal laws and regulations of CBP, FDA, CPSC, EPA, DOJ, FAA, DOT and other federal agencies with jurisdiction
- Responses to Customs requests for information, rate advances, focused assessments, audits, Post Entry Amendments and Post Summary Corrections
- International commercial and business cross border transactions
- Related litigation and agency appearances

#### Government Compliance Representation

- Helped client achieve refunds in excess of one million dollars after BP Headquarters voided the protest denial decision of a southern port of entry that had improperly over-collected duties on petroleum-based imports
- Provided legal opinion to consumer products company that products were substantially transformed to confer U.S. country of origin from changes in form, appearance, nature, and character through U.S. processing operations, thereby effecting a change of tariff classification
- Assisted manufacturer of plastic products imported using components successful completion of a Focus Assessment Program (FAP) audit by US ICE
- Represented a tire importer in defense of Safeguard Duties proposed by CBP on tires imported from China
- Cooperative Research & Development Agreement (CRADA) negotiation (US SOCOM)



#### **Economic Development**

# Helping companies obtain incentives, support & locate operations



#### If your business is looking to

obtain state and local tax incentives and other benefits for new or expanded operations, our team is here to assist you every step of the way. We help you make well-informed investment decisions regarding incentives, taxes, real estate, and environmental matters, and engage in negotiations with state and local governments on your behalf. After an investment decision is made, we support you in implementing governmental incentive commitments and in obtaining additional aid in areas such as corporate, tax, finance, environmental, real estate, employment and labor, immigration, international trade, contracts, construction, and intellectual property law.

#### We help clients

When making an investment decision, it is crucial to understand state and local tax implications that could impact the investment. We help you identify all available incentives in order to determine if you should invest or expand. Once the decision to invest is made, we help implement the investment decision and provide legal counsel on taxation, finance, environmental, real estate, employment and labor, immigration, international transactions, governmental, contract, and construction law.

#### Interdisciplinary team

We recognize that economic development involves much more than securing incentives. We have developed a multi-disciplinary, integrated approach to dealing with the variety of issues that confront expanding or relocating businesses. Our attorneys have a deep working knowledge relating to new and expanding greenfield manufacturing facilities, distribution centers, office, and technology projects. Our team is experienced in economic development projects as well as other subject areas inherent in start-ups and expansions such as environmental, corporate, contracts, employment, governmental, international trade and customs, and immigration matters. Many of our partners formerly served as state-elected and appointed officials and as in-house general counsel and bring valuable perspectives and working relationships to the identification and resolution of issues that arise in connection with a company locating or expanding operations.

### Related Practice Areas

Business Development Companies

**Business Immigration** 

Construction and Construction
Transactions

**Emerging Companies** 

**Employment & Labor** 

Environmental - Transactions

Environmental, Health & Safety

Government Relations Strategies

International

Mergers & Acquisitions

**Public Finance** 

State & Local Government Relations

Tax

#### **Related Industries**

Construction and Construction Transactions

Consumer Products & Retail

Manufacturing

Real Estate



# Our clients range from small local start-ups to international corporations engaged in various industries, such as

- Advanced materials
- Agribusiness
- Aerospace
- Automotive
- Chemicals
- Distribution
- Electronics and consumer products
- Energy
- Financial services
- Healthcare
- Manufacturing
- Office facilities
- Service/call centers
- Technology
- Telecommunications
- Utilities

#### Help navigate the ins and outs of incentives

- Provide technical experience to identify state and local incentives, including the incentives that provide real value in connection with a particular project
- Provide guidance as to the art of the possible and how to achieve it, based upon decades of experience with new and expanded economic development projects
- Provide timely and client-driven implementation of negotiated incentives to ensure that our clients receive the benefit of their bargains

# Our extensive experience with incentives and economic development projects helps our clients

- Identify the possibilities in connection with the incentives that may be available (both legally and politically) to your project based upon prior transactions and present state and community political environments
- Make timely investment decisions by obtaining timely technical assistance, guidance and negotiation support
- Negotiate and draft incentive agreements including state cash grant agreements, jobs tax incentive agreements, property tax incentive agreements, and other incentive agreements relating to economic development projects



#### Why Nelson Mullins?

- Wide-ranging experience working on economic development projects for companies from the United States and over 20 other countries
- Integrated, multi-disciplinary approach to assisting companies from beginning to end of economic development process
- Deep and broad experience and relationships with state and local economic development agencies and organizations

#### **Experience**

Following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

- Represented European manufacturer in connection with \$500 million greenfield investment and \$4 billion additional investments and creation of over 5,000 jobs in several locations
- Represented Asian manufacturer in establishment of \$1 billion greenfield manufacturing facility
- Represented European pharmaceutical company in establishment and expansion of \$750 million research and development and manufacturing facility
- Represented U.S. computer software company in several expansions of its facilities
- Represented U.S. technology service companies in connection with new and expanded facilities of \$10 million -\$20 million
- Represented U.S. retailer in establishing and expanding several distribution centers with over \$300 million in investment and over 1,000 jobs
- Represented U.S. food services company in connection with establishment of \$10 million distribution facility
- Represented European company in new \$500 million manufacturing facility
- Represented U.S. subsidiary of a European manufacturer in connection with moving its U.S. headquarters
- Represented Asian company in establishment of \$60 million distribution center
- Represented Asian company in connection with incentives relating to establishment of 400 person customer service center
- Represented U.S. subsidiary of a European company in connection with establishment of \$100 million service and technology center
- Represented Australian automotive supplier in connection with establishment of \$100 million manufacturing facility
- Represented European automobile manufacturer in connection with \$500 million greenfield facility



#### **Latin America & the Caribbean**

# Providing creative solutions to clients navigating the unique challenges of Latin America & the Caribbean region



#### Whether you are seeking

- help with commercial transactions throughout Latin America and the Caribbean
- advice and assistance regarding investments by Latin Americans and Caribbean islanders in the United States
- assistance for Latin Americans and Caribbean islanders with corporate, succession, and tax issues

we have the experience to help every step of the way.

Our Latin America & Caribbean Practice Team represents clients in connection with a wide variety of corporate and financing transactions throughout Latin America and the Caribbean region. The team, consisting of fluent Spanish-speaking lawyers with more than 120 years' combined experience working with clients in Latin America and the Caribbean, collaborate with clients to achieve their business goals and commercial or financing objectives.

# We help clients navigate the issues related to Latin American and Caribbean trade, finance, investment, and commerce.

Nelson Mullins has a strong commitment and connection to Latin America and the Caribbean.

Our decades of combined experience includes:

- Handling in-bound and out-bound investments in the region
- Advising clients in connection with the development and financing of infrastructure projects, including ports, toll roads, airports and power projects in Latin America
- Structuring and advising on cross-border mergers and acquisitions

## Related Practice Areas

Bankruptcy, Creditors' Rights & Restructuring

Corporate & Securities

Corporate Leveraged Finance

Cybersecurity & Data Privacy

Energy

International

#### **Related Industries**

Banking & Financial Services

Energy

Life Sciences, Pharmaceuticals & Medical Devices

Manufacturing



- Advising and handling various types of financings, as well as restructurings and workouts
- Representing clients in connection with equity and debt securities offerings on the U.S. and European capital markets
- Advising clients in connection with public private partnership projects in Latin America
- Assisting with succession and tax planning for multi-jurisdictional families
- Advising clients in the development, ownership, and operation of membership clubs and branded residences in Latin America and the Caribbean

# Multi-disciplinary team bringing long-term, hands-on experience in Latin America and the Caribbean region

- Over 120 years' combined legal experience in the region
- Multicultural and multilingual attorneys who are fluent in Spanish and French and working knowledge of Portuguese
- Continual travel throughout the region on a wide variety of commercial matters, meeting with clients throughout Central and South America and the Caribbean region
- Deep understanding of the legal, political, and economic drivers in this important region
- An extensive support network across the region with long-standing relationships with leading law firms throughout Central and South America and the Caribbean region

#### Our clients span the globe

- Multinational, U.S., and Latin American clients doing business in Latin America and the Caribbean
- Financial and private equity investors in connection with their Latin American and Caribbean commercial activities and investments
- Multi-jurisdictional families in connection with planning and protecting their global asset portfolios and coordinating their tax and succession objectives

# Our team handles a wide range of legal issues that arise in Latin American and Caribbean business and commerce such as

- · Cross-border mergers and acquisitions
- Equity and debt capital market offerings
- Joint ventures
- Project finance and infrastructure development
- Private equity investment and fund formation
- Cross-border inbound and outbound tax planning
- Structured financings
- Syndicated loans



- Debt restructurings
- · Real estate transactions
- Hospitality and tourism transactions
- Privatizations
- · Cross-border litigation and arbitration
- Internal investigations, U.S. government investigations and anti-corruption practices

## We help bridge complex and differing cross-border business and regulatory issues so our clients can

- Remain competitive, minimize regulatory and fiscal cost, and expand business activities in the Latin American and Caribbean region
- Complete public and private project development and financing throughout the Latin American and Caribbean region
- Minimize global taxation through international structural planning working with local counsel
- Complete mergers and acquisitions involving Latin American and Caribbean commercial enterprises
- Invest in U.S. real estate and corporate transactions by Latin American and Caribbean investors, including coordinating efficient international tax structuring
- Obtain financing from U.S. and International banks for a wide variety of business ventures within the Latin American and Caribbean region
- Implement Foreign Corrupt Practices Act defense and anti-bribery compliance programs

#### Why Nelson Mullins?

- Strong links with leading local counsel in every country in Latin America and the Caribbean
- Fluent in the languages of Latin America and can help clients navigate the various business cultures within the region
- Integrated corporate governance and family office services
- Multi-disciplinary team
- Predictability, cost-competitiveness, and administrative efficiency



#### **Experience**

Following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

- Advised a Latin American consortium in connection with a 144A/Reg S project bond financing for a toll road concession for Autopistas del Nordeste in the Dominican Republic
- Advised a Latin American consortium in connection with a multilateral bank financing for Boulevard Turistico del Atlantico—the leading toll road serving the Samana Peninsula in the Dominican Republic
- Advised a Latin American consortium in connection with a syndicated credit facility financing for the first public private partnership for a toll road in the Republic of Honduras
- Advised lenders in connection with a syndicated credit facility for the Nassau airport in the Bahamas
- Advised the seller of the leading dairy company in Nicaragua to a multinational dairy company in Latin America
- Advised a Latin American digital media company in connection with the sale of a control interest to an Asian multinational media company
- Advised a leading Latin American online auction site in connection with its A, B, C, D, E rounds of private equity and its US IPO and listing on NASDAQ
- Advised an Argentine digital agency in connection with its US IPO and listing on NYSE
- Advised the leading Brazilian interstate bus company in connection with various Rule 144 A/Reg S bond
  offerings and exchange offers that were listed on the Luxembourg Stock Exchange



#### **Europe**

# Bridging European Business with American Legal Excellence



#### Your Legal Partner for Transatlantic Growth

Nelson Mullins provides comprehensive legal services to European companies operating in the United States and American businesses expanding to Europe.

Our Europe team is uniquely positioned with native European attorneys leading the team, providing authentic cultural insights, native language capabilities, and a deep understanding of European business practices, regulatory frameworks, and commercial customs. This genuine European perspective, combined with our extensive U.S. legal knowledge, ensures seamless cross-border representation.

#### **Authentic European Insight**

#### **Cultural & Regulatory Knowledge**

Our attorneys possess a deep understanding of European business cultures and regulatory frameworks, including GDPR, EU AI Act, and emerging digital regulations.

#### **Industry Experience**

Extensive experience serving European clients across automotive, environmental, telecommunications, technology, manufacturing, healthcare, and financial services sectors.

#### Language Capabilities & Native European Leadership

Our Europe team is led by native Europeans who bring authentic cultural understanding and language fluency to every engagement. Our team includes attorneys fluent in multiple European languages and who are intimately familiar with diverse business and social cultures throughout Europe.

#### Strategic Partnerships

Access to European counsel providing seamless cross-border representation.

## Related Practice Areas

Commercial Litigation & Business Torts

Customs, Tariffs, and International Trade

**Economic Development** 

Government Relations Strategies

International Arbitration

International Relations & Sovereign Government Advocacy

International Taxation

Mergers & Acquisitions

Tax

#### **Related Industries**

Banking & Financial Services

Consumer Products & Retail

Life Sciences, Pharmaceuticals & Medical Devices

Manufacturing

Technology and Commercial Transactions



#### **U.S. Market Access**

Comprehensive support for European companies seeking to establish, grow, or optimize their U.S. operations across multiple states and jurisdictions.

#### **Regulatory Compliance**

Navigate complex U.S. regulatory requirements while maintaining compliance with European standards and cross-border legal obligations.

#### U.S. Market Entry and Foreign Direct Investment

We provide comprehensive support for European companies establishing operations in the United States, from initial planning to full market entry.

- U.S. subsidiary formation and structuring
- Site selection and incentive negotiations
- · Regulatory compliance and licensing
- Environmental compliance and permitting
- · Construction law advice
- Employment law and HR compliance
- · Real estate acquisition and leasing
- · Intellectual property protection

After an investment decision is made, we support you in obtaining additional aid in areas such as corporate, finance, environmental, real estate, employment and labor, immigration, international trade, contracts, construction, and intellectual property law.

#### **Global Mobility and Immigration**

Nelson Mullins also helps facilitate the movement of key personnel between Europe and the United States with comprehensive immigration law services, including

- · Executive and specialist visa petitions
- Investor visa programs (E-2, EB-5)
- Intracompany transfer visas
- · Global mobility planning
- Compliance and documentation

#### **Economic Development Services**

Our economic development services start with an initial review of the project information and conferring with the project team to establish preferences and negotiation strategies. We will review initial incentive proposals from the target states and local governments, followed by identifying and negotiating any additional cash and non-cash discretionary state and local incentives available, drafting, reviewing, revising



and negotiating the definitive state and local incentive agreements, including any applicable property tax abatement agreements.

As part of the scope of services we can conduct real estate due diligence of the preferred site, such as a title search, obtaining and reviewing a title insurance commitment, obtaining and reviewing any environmental site assessment reports, obtaining boundary and ALTA surveys, etc., followed by drafting and negotiating the real estate purchase or lease agreement, as applicable. This scope of work may also include involvement in negotiating rail services and siding agreements and assisting with obtaining commitment letters from the utility providers (power, gas, water, sewer, roads, communications), and negotiating any required easements.

Once the project moves forward, we will discuss with the project team the preferred construction contracting methodology and negotiate and draft engineering, procurement, and construction contracts.

As part of the project implementation phase, we can also review the project environmental discharge information and confer with the client team to establish environmental permit requirements for the project. We often work with environmental consultants, if and as necessary, to prepare and file applications for required environmental permits; and communicate with relevant government officials to secure the required permits.

#### M&A

Whether you are buying, selling, or merging with another business, Nelson Mullins' M&A team has the experience and market knowledge you need to successfully structure and close deals. Our services include industry consolidation, executing spinoffs, carve-outs, and divestitures, and partnering with private equity groups.

Our experienced international team guides clients through complex cross-border business transactions, ensuring compliance with both U.S. and European regulations. We help clients with

- · Foreign direct investment structuring
- Cross-border mergers and acquisitions
- Joint ventures and strategic alliances
- · International contract negotiations
- · Corporate governance and compliance

#### **International Trade**

We help clients manage complex issues for their global business activities, including

- Importing goods into the United States
- Exporting military defense articles, defense services, or "dual-use" military and commercial goods and services
- Engaging in international transactions with foreign enterprises, foreign nationals, and entities



- Maintaining global import and export regulatory trade compliance programs
- Complying with licensing and compliance agencies, bureaus, and departments of the U.S.

Our experienced team of international trade attorneys help clients navigate a widerange of needs

- Detentions, seizures and forfeitures of merchandise by CBP for alleged violation of federal laws and regulations
- Responses to Customs requests for information, rate advances, focused assessments, audits, Post Entry Amendments, and Post Summary Corrections
- Establishment of Foreign Trade Zones, Subzones, and Alternative Site Frameworks (applications/ activation/compliance)
- Export and temporary import of defense articles and defense services before U.S.
   Department of State Directorate of Defense Trade Controls (DDTC) per The International Traffic in Arms Regulations (ITAR)
- Sanctions of embargoed countries, entities, specially designated nationals, and blocked persons under U.S. Department of Treasury Office of Foreign Assets Control (OFAC) and Executive Orders.
- Tariff classification, valuation, transfer-pricing, dutiable assists, royalties, country of
  origin determinations, substantial transformation analysis, labeling and marking rules
  and related ruling requests before U.S. Customs and Border Protection (CBP) and
  the Federal Trade Commission (FTC)
- Qualification for Importer Self-Assessment program (ISA) and Customs-Trade Partnership Against Terrorism (C-TPAT) for assurance of supply chain security

#### Tax

Leveraging our extensive tax experience, we offer a range of services including advising buyers, sellers, and private equity funds on the tax aspects of mergers, acquisitions, joint ventures, spin-offs, split-offs, and other business combination and divestiture transactions. We offer crucial insights to issuers, underwriters, and placement agents in the tax aspects of capital market issuances, redemptions, solicitations, and restructuring.

Our attorneys help minimize global tax burdens through strategic international tax planning and compliance services tailored to cross-border operations, including

- Tax-efficient structure planning
- Transfer pricing strategies
- FATCA and CRS compliance
- Treaty planning and optimization
- International tax dispute resolution



#### Litigation and Arbitration

At Nelson Mullins, our business litigation strategy starts with understanding what matters most—your business and your goals. We weigh the costs and benefits of litigation against alternative solutions, helping you move forward with confidence.

- Alternative dispute resolution resolving complex cross-border disputes through international or local arbitration and alternative dispute resolution mechanisms
- Integrated approach to potential issues analysis providing a team approach
  and perspectives from Nelson Mullins attorneys in related practice areas such as
  finance, corporate governance, environmental, government relations, real estate,
  bankruptcy, contract breach and partnership disputes, product liability, employment,
  false advertising and deceptive and unfair trade practices, and defense of
  whistleblower cases, and corporate matters
- Expert witnesses and opinions identifying and hiring experts who give valuable advice and can serve as litigation witnesses
- Developing Internal and external communications plans with your executive management, board of directors, customers, and if necessary, regulators or law enforcement
- Joint defense strategies providing strategic guidance to clients and co-counsel in joint defense to coordinate strategies and create efficiencies
- Litigation plans and budgets providing strategic litigation plans and budgets to help "right size" the pursuit or defense of matters
- Opposing expert strategies including investigating and examining opposing experts
- Preventive measures to help prevent litigation before it arises
- Public relations strategy, including timing, media approach, and content
- Time-sensitive investigations conducting corporate investigations and assisting clients with conducting their own internal investigations
- Witness depositions preparing witnesses for and defending depositions of corporate, executive and managerial witnesses and conducting depositions of adverse and non-party witnesses

#### **Employment Law**

We have more than 55 attorneys practicing labor, employment, benefits and immigration law who are seasoned and battle-hardened front line practitioners before the NLRB, EEOC, state, and federal courts, and arbitrators. Our clients also have access to the broader Nelson Mullins platform and colleagues with experience across a range of practice areas, including ERISA, Executive Compensation, Employee Benefits, Corporate, Tax, Litigation, and Government Relations.

Our team works with a diverse group of employers—some with large in-house legal, human resources, and labor/employee relations teams, and others with limited or no in-house support. We collaborate directly with your management team to increase efficiencies and synergies that support your business and employee relations goals.

Our clients have included public and private companies across a range of industry sectors:



- Manufacturing
- Distribution and Transportation
- Healthcare
- Medical Devices
- Financial Services
- Construction
- Real Estate
- Utilities
- · Consulting and Outsourcing
- · Restaurant and Retail Industries
- Colleges and Universities

#### Why Nelson Mullins?

- **Practical Business Approach**: We apply legal knowledge with practical business solutions. Our flexibility, business sense, and tireless advocacy contribute to client success.
- Relationship-Focused Service: Relationships matter to us. We work where you need us, with depth and breadth of resources, treating your business as our business and working tirelessly for your success.
- Proven International Experience: Our team has facilitated visa plans with U.S. consulates in Germany, France, United Kingdom, Canada, Mexico, Japan, and South Korea for multinational manufacturing enterprises.
- **Comprehensive Service Offering**: From pre-investment planning to post-acquisition integration, we provide end-to-end legal support for all aspects of international business expansion and operations.
- Native European Leadership: Our practice is led by attorneys who are native Europeans, providing authentic
  cultural insights and deep understanding of European business practices, regulatory environments, and
  commercial customs. This native knowledge ensures seamless communication and culturally appropriate legal
  strategies.



#### **Eastern Europe and CIS**

# Providing legal guidance around the globe



#### Helping setup clients for success

Nelson Mullins attorneys bring deep experience in government relations, litigation, and corporate transactions, offering strategic guidance to clients from Eastern Europe and the CIS (Commonwealth of Independent States) navigating U.S. and international legal landscapes. Our litigation attorneys are skilled in managing complex cross-border disputes, asset recovery, regulatory compliance issues, and all other U.S. government investigations and enforcement actions.

Through established government relations capabilities, we help clients engage effectively with U.S. agencies and policymakers to advance business objectives. Whether entering new markets or expanding global operations, Nelson Mullins provides tailored, commercially focused solutions that drive success.

#### Providing clients with a holistic approach

Nelson Mullins offers comprehensive services in corporate transactions, government relations, litigation, and crisis management to help clients navigate complex legal and regulatory environments:

#### Corporate

Our clients include start-ups, family businesses, smaller reporting companies, large private companies with hundreds of shareholders, large public companies, institutional investors, corporate investors, private equity funds, and venture capital funds. We also work closely with in-house counsel often serving as outside general counsel to public and private companies. Many of our corporate attorneys are former in-house counsel and C-level executives, former compliance officers, and former U.S. government regulators.

Nelson Mullins 200+ corporate attorneys close more than 150 private equity, venture capital, and angel financing transactions annually and, in recent years, have handled more than 160 mergers and acquisitions with deal values ranging from \$10 million to \$1 billion. Our experience extends to securities offerings, SEC reports, NASDAQ & NYSE listings and compliance. We work with you on buy and sell-side transactions, carve-outs, private equity buy-outs, roll-ups, and spin-offs, meeting your specific needs in every deal.

## Related Practice Areas

Corporate & Securities

Government Relations Strategies

International

Litigation

Litigation, Government Response, and Crisis Management



Our team has deep experience navigating the nuances of middle market transactions. We have long-term private equity and strategic clients who ask to help them make multiple platform and add-on acquisitions, and we regularly assist entrepreneurs and families in achieving successful exits.

Our attorneys also advise private fund sponsors of all sizes ranging from smaller first-time funds through multi-billion-dollar funds, on all aspects of their fund formation, fundraising, operations and compliance, across a broad range of strategies, including:

Our Emerging Growth & Venture Capital team works closely with founders, management teams, investors, and board members to help companies scale across various industries

- Legal Fundamentals we frequently advise companies on entity formation issues, capital-raising strategies and transactions, corporate governance matters, customer and vendor contract negotiations, employment matters, equity compensation strategies, intellectual property issues, securities law compliance, exit planning, and M&A transactions.
- Leveraging relationships to Create Opportunities through our team's professional networks, deep investor relationships, broad industry contacts, and keen understanding of the strategic drivers of your business, we are able bring to significant opportunities to our clients that help them achieve meaningful growth.
- **Scale** working side-by-side with clients as they grow, our team draws upon the firm's deep bench and diversified practice platform to help our clients achieve scale. We grow with you.

#### **Government Relations**

In today's ever-changing political environment, integrating government relations and business strategies makes good sense. Whether you are seeking to capture new markets, identify and secure federal funding, or monitor, stay ahead of, and strategically plan to address political risks, our government relations professionals bring you substantive knowledge and real-world experience, with the accountability and stability of Nelson Mullins.

Experience from the inside gives Nelson Mullins' sovereign practice a practical and effective edge. With strong State Department ties, our team of attorneys and policy advisors includes former government officials who have served as ambassadors, international trade negotiators, Capitol Hill staff, members of Congress, presidential cabinet officials, and senior officials in Republican and Democratic administrations.

We bring a holistic and customized approach to serving each of our sovereign government clients, developing strategies and solutions tailored to their needs on international law matters including federal government strategy, media and public relations, and legal services.

#### **Business Litigation**

We have served as litigation counsel to numerous clients, including pharmaceutical companies and manufacturers, consumer products, gaming and gambling operators and suppliers, medical device manufacturers, automobile manufacturers, national chemical companies, major hotel chains, and many more. In managing high-profile



business disputes, the firm also guides clients on company responses for interrelated government investigations, congressional inquiries, and on public relations and board-level communications strategies.

Our clients include Fortune 50 companies, privately held companies, businesses with global operations, and businesses in heavily regulated industries.

We are zealous advocates for our clients. We help you develop strategies and implement processes that are verifiable, defensible, and repeatable - so that when an investigation or litigation strikes, you are ready.

Through Encompass, we use advanced review tools and measures such as technology assisted review (TAR), relativity assisted review (RAR), and other advanced analytics measures. We address the scope of review, negotiate discovery protocols, and minimize business disruption and burdens.

We take an integrated approach to working with your in-house team and case counsel to understand the legal, business, and technology issues you face and bring efficiencies and defensibility to your practices.

The firm's business litigators have experience representing clients in mediations, providing alternative dispute resolution services in federal and state courts, before administrative agencies, and before arbitration panels administered by AAA, JAMs, the National Arbitration Forum, the World Intellectual Property Organization, and the Financial Industry Regulatory Authority (FINRA).

We are familiar with the special rules and procedures for each. The firm has litigated the enforceability of arbitration agreements on numerous occasions, as well as litigated whether class-wide relief could be sought in arbitration proceedings.

#### **Crisis Management**

Nelson Mullins Litigation, Government Response, and Crisis Management (LGRCM) team has the experience, relationships, and judgment to help companies and individuals navigate high-stakes litigation, government investigations, and other high-risk matters. The LGRCM team provides strategic, practical, and forward-thinking solutions to manage legal and reputational risk.

The LGRCM team leaders are well-versed in policy and well-connected with the policymakers across various government levels. Our professionals draw on their public- and private-sector experience to help clients navigate government and regulatory processes.

We actively engage with and collaborate alongside our clients. The LGRCM team recognizes the importance of working together with our clients' Government Relations teams, in-house counsel, and other key stakeholders to create customized crisismanagement strategies.

Aligned with Nelson Mullins' principles, the LGRCM team is continually working to enhance our service to clients. We are dedicated to:

- Fostering genuine connections with clients and among team members
- Delivering a unique and customized experience for clients



Developing and supporting a diverse group of attorneys

Nelson Mullins' seasoned, interdisciplinary team collaborates closely with clients, offering guidance on a variety of critical issues. These include global crises spanning multiple jurisdictions, criminal and regulatory investigations at both state and federal levels, shareholder activism, #MeToo movements, Congressional probes, internal audits, cybersecurity threats, environmental incidents, and challenges in corporate governance.

#### White Collar Defense & Government Investigations

Nelson Mullins' White Collar Defense & Government Investigations boasts a deep roster of former federal prosecutors, regulators, congressional investigators, and compliance officers, and former in-house counsel for public companies. Our compliance and regulatory teams have experience across industries and are able to address general and client-specific regulatory issues.

Crucial to the cross-border nature of this practice, we focus on high-stakes cases involving economic sanctions, export controls, foreign investment, cybersecurity, U.S. Foreign Corrupt Practices Act, and anti-money laundering laws. Our attorneys have experience in a variety of matters before the Treasury Department's Office of Foreign Asset Control (OFAC), the State Department's Directorate of Defense Trade Controls (DDTC), the Commerce Department's Bureau of Industry and Security (BIS), the Committee on Foreign Investment in the United States (CFIUS), and the U.S. Department of Justice (DOJ).

Our White Collar Defense & Government Investigations Team helps you assess risks in connection with ongoing operations, business decisions, audits, acquisitions, and other internal matters involving regulatory and new service offerings and technology platforms.

We investigate allegations in a comprehensive, informed, and efficient manner. We respond to regulators or other government authorities formally or informally, through litigation or negotiation. We resolve government inquiries in an effective and discreet manner. We design procedures, policies, and practices that are consistent with the current regulatory and legal requirements with an understanding of the dynamic nature of these environments, and we help you stay compliant with domestic and international laws governing a multitude of substantive areas.

#### Why Nelson Mullins?

- A practical and pragmatic business mindset
- Integrated corporate governance services
- Multi-disciplinary team
- Predictability, cost-competitiveness, and administrative efficiency
- Relationships with government professionals and the communities in which we do business



#### **Corporate & Securities**

# Practical & trusted advice for your business



Our corporate and securities team is flexible, solutions-oriented, and works with you to help your company achieve its business goals and growth objectives.

Our clients include start-ups, family businesses, smaller reporting companies, large private companies with hundreds of shareholders, large public companies, institutional investors, corporate investors, private equity funds, and venture capital funds.

We also work closely with in-house counsel often serving as outside general counsel to public and private companies. Many of our corporate attorneys are former in-house counsel and C-level executives, former compliance officers, and former U.S. government regulators.

#### Geographic location and scale for cost-efficient deal execution

Our staffing models, office locations, philosophy, and flexibility in structuring client relationships and fees allow us to create solutions designed to drive business value to our clients.

Our team of 200+ corporate attorneys close more than 150 private equity, venture capital, and angel financing transactions annually and, in recent years, have handled more than 160 mergers and acquisitions with deal values ranging from \$10 million to \$1 billion. Our experience extends to securities offerings, SEC reports, NASDAQ & NYSE listings and compliance. We work with you on buy and sell-side transactions, carve-outs, private equity buy-outs, roll-ups, and spin-offs, meeting your specific needs in every deal.

#### M&A for clients across industry sectors

Middle market transactions are different from the deals that make the front page of the Wall Street Journal--our team understands the difference.

We take a **practical approach**, focusing on what's important for each transaction with a balance of appropriate senior-level attention and efficient staffing.

Our attorneys have experience **across industry sectors**, including banking and financial services, FinTech, business services, consumer products, healthcare,

# Corporate & Securities Strengths

Antitrust

Business Development Companies

**Business Services** 

Construction - Transactions

Corporate Governance

Corporate Leveraged Finance

**Emerging Companies** 

Executive Compensation, ERISA, Employee Benefits

Franchise & Distribution - Corporate

General Counsel Services

Infrastructure & P3

Investment Management

Non-Profit Organizations

**Private Equity** 

Private Equity -Portfolio Company Services

**Private Funds** 

Public Company Compliance & Counseling

**Public Finance** 

Securities Offerings

Special Purpose Acquisition Companies (SPACs)



hospitality, manufacturing and distribution, media, pharmaceuticals, retail, social media, software, technology, telecommunications, and transportation.

We also have **buy-side and sell-side experience**. We have long-term private equity and strategic clients who ask to help them make multiple platform and add-on acquisitions, and we help entrepreneurs and families sell their businesses in the transaction of a lifetime.

#### **Broad range of Corporate Services**

Business clients we serve include

- Businesses with global operations
- Corporate Investors
- Private equity funds
- Venture capital funds
- · Emerging growth companies and start-ups
- Financial Institutions
- Issuers and underwriters
- Middle market companies
- · Privately held companies
- Publicly held companies

#### **Advising Emerging and Growth Stage Companies**

Consistently ranked as a top east-coast law firm in representing venture-backed companies, our Firm's Emerging Growth & Venture Capital team works closely with founders, management teams, investors, and board members to help companies scale across various industries

- Legal Fundamentals we frequently advise companies on entity formation issues, capital-raising strategies and transactions, corporate governance matters, customer and vendor contract negotiations, employment matters, equity compensation strategies, intellectual property issues, securities law compliance, exit planning, and M&A transactions
- Leveraging relationships to Create Opportunities through our team's professional networks, deep investor relationships, broad industry contacts, and keen understanding of the strategic drivers of your business, we are able bring to significant opportunities to our clients that help them achieve meaningful growth
- Scale working side-by-side with clients as they grow, our team draws upon the Firm's deep bench and diversified practice platform to help our clients achieve scale. We grow with you



### Why Nelson Mullins?

- Business sense, practical approach and flexibility in fee structures and staffing models
- Direct partner-level involvement at competitive rates
- Efficiencies driven by geographic footprint, staffing model, and Firm philosophy
- Experience in executing middle market deals and counseling emerging growth companies
- Industry networks and thought leadership- Southeastern M&A Forum, Nelson Mullins' Unconference

The Nelson Mullins corporate team has the experience and relationship mindset to help clients manage their business challenges.



#### Litigation

# Tireless advocates when you need them most



Nelson Mullins combines industry experience, a command of case management, trial skills, technology, and creativity to achieve results.

Our attorneys have represented clients in courtrooms across the United States, including state, federal, bankruptcy, and probate courts. We have also appeared before major arbitration panels and are active in appellate work. Encompass, a division of the firm, provides discovery and review counsel in large proceedings.

#### National and regional litigation counsel

We have served as national and regional litigation counsel to numerous clients, including pharmaceutical companies and manufacturers, consumer products, medical device manufacturers, automobile manufacturers, national chemical companies, major hotel chains, and many more.

In managing high-profile business disputes, the firm also guides clients on company responses for interrelated government investigations, congressional inquiries, and on public relations and board-level communications strategies.

#### Litigation from ADR to White Collar Defense

Our clients include Fortune 50 companies, privately held companies, businesses with global operations, and businesses in heavily regulated industries.

#### An e-discovery approach embraced by Fortune 200 clients

A division of the firm, Encompassis not simply about delivering a set of documents and technologies. We are zealous advocates for our clients. We help you develop strategies and implement processes that are verifiable, defensible, and repeatable - so that when an investigation or litigation strikes, you are ready.

We use advanced review tools and measures such as technology assisted review (TAR), relativity assisted review (RAR), and other advanced analytics measures. We

#### Litigation Strengths

Antitrust

Appellate Practice & Legal Strategies

Broker Dealers & Investment Management Litigation

Commercial Litigation & Business Torts

Consumer Financial Services

Consumer Product Safety, Risk Prevention & Regulatory Compliance

Directors & Officers Liability Coverage

Dispute Resolution Solutions

**Eminent Domain** 

False Advertising & Unfair Trade Practices

Franchise & Distribution - Litigation

Health Insurance

**Premises Liability** 

**Probate Litigation** 

Professional Liability

Qui Tam Litigation

Securities & Enforcement

State Attorneys General Actions

**Tax Controversy** 

Tax Lien Resolution & Litigation

Warranty Litigation



address the scope of review, negotiate discovery protocols, and minimize business disruption and burdens.

We take an integrated approach to working with your in-house team and case counsel to understand the legal, business, and technology issues you face and bring efficiencies and defensibility to your practices.

#### Seeking relief from the high cost of litigation

The firm's business litigators have experience representing clients in mediations, providing alternative dispute resolution services in federal and state courts, before administrative agencies, and before arbitration panels administered by AAA, JAMs, the National Arbitration Forum, the World Intellectual Property Organization, and the Financial Industry Regulatory Authority (FINRA).

We are familiar with the special rules and procedures for each. The firm has litigated the enforceability of arbitration agreements on numerous occasions, as well as litigated whether class-wide relief could be sought in arbitration proceedings.

#### Focused and persuasive advocacy in the appellate courts

Firm attorneys regularly appear before state and federal appellate courts around the country, including filing amicus curiae briefs on behalf of industry groups.

The firm's appellate practitioners include former judicial law clerks, who bring to clients an understanding of the internal operating procedures of the courts and a sensitivity to the public policy role of the appellate courts.

#### Why Nelson Mullins?

- National litigation counsel for some of the largest matters in the country
- Trial ready but settlement savvy
- Experience in the medical and scientific aspects of pharmaceutical and medical device MDL litigation
- Team includes current and former defense bar leaders (LCJ, IADC, DRI, FDCC)
- Dedicated, scalable e-discovery practice and cost management
- The Nelson Mullins litigation team has the right experience to help you manage your business challenges



#### Tax

# Tax & employee benefits: transactions, planning, consulting, & controversy



Our clients rely on our experience to guide them through the tax aspects of various transactions, including mergers, acquisitions, joint ventures, reorganizations, and spin-offs. We represent clients in tax controversies involving the Internal Revenue Service, state, and local tax authorities. When disputes arise, we handle tax authority internal appeals, and matters before the U.S. Tax Court, federal and state trial and appellate courts, and administrative boards.

We also advise employers on employee benefits, executive compensation, and employee benefit plan matters.

In addition, we counsel privately held companies, executives, and high net worth individuals in income, estate, and gift tax planning, business succession, and wealth preservation.

#### Types of clients served

Our clients include Fortune 500 companies, privately-held companies, U.S. subsidiaries of international companies, private equity funds and portfolio companies, and high net worth individuals.

#### Helping clients through our wide and deep tax experience

Leveraging our extensive tax experience, we offer a range of services including advising buyers, sellers, and private equity funds on the tax aspects of mergers, acquisitions, joint ventures, spin-offs, split-offs, and other business combination and divestiture transactions. We offer crucial insights to issuers, underwriters, and placement agents in the tax aspects of capital market issuances, redemptions, solicitations, and restructuring.

We also represent public and private real estate investment trusts (REITs), institutional real estate investors, real estate fund managers, and developers. We advise on structuring real estate investments and on indirect tax aspects of real estate transactions, including complex like-kind exchange transactions.

#### **Tax Strengths**

Executive Compensation, ERISA, Employee Benefits

**International Taxation** 

Non-Profit Organizations

**Opportunity Zones** 

State & Local Tax

Tax Controversy

Tax Planning & Consulting



Our team handles reviewing proposed transactions, structuring, negotiation, and documentation of transactions and overseeing transaction implementation.

We represent investment banks with securities and commodities transactions, utility ownership and investment, principal investment in portfolio companies and investment partnerships, contractual relations with counterparties, vendors and clients, and broker-dealer operations. We also represent real estate owners and developers in planning property acquisition, ownership, syndication, development, recapitalization and disposition. We represent investment funds in all stages of planning, formation and operation, mass market online, mail order and brick-and-mortar retailers in connection with their day-to-day compliance and operations; and prospective recipients of state and local tax and economic development incentives.

We represent taxpayers in controversies involving the IRS, state Departments of Revenue, and county tax offices, including litigation matters in federal district and circuit courts, the U.S. Tax Court, state trial and appellate courts, and state and local property tax boards and commissions.

### Our team provides clients with a wide scope of comprehensive and trusted tax services

Our tax services include tax transactions, consulting, executive compensation, ERISA and employee benefits, tax controversy, state and local tax, private client services, public and private debt, equity-related instruments, and strategic tax planning for businesses.

#### Why Nelson Mullins?

- Depth of experience in sophisticated tax transactions and planning
- Skilled advocates in federal and state tax controversies
- Practical business mindset
- Accessibility and responsiveness
- Proactive and creative approach

# WORKING TOGETHER



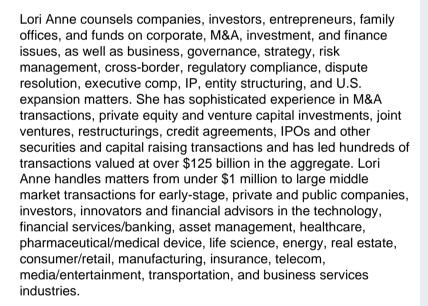


# Lori Anne Czepiel

Partner

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Lori Anne's practice also involves general business counseling. She acts as outside general counsel to clients and portfolio companies, providing practical guidance and solutions on commercial, contract, strategic, cross-border, regulatory compliance, risk management, launch/GTM and expansion issues in close collaboration with lawyers from other firm practices (including healthcare, pharmaceutical, technology, banking, IP, regulatory, tax, and litigation). Lori Anne also helps entrepreneurs and investors in early-stage companies build investable businesses that grow and succeed in obtaining customers, outside investments, strategic transactions, and liquidity events. Her straightforward business-oriented perspective in part derives from prior in-house and leadership experience, including acting General Counsel for a Nasdaq-listed global computer products distributor, General Counsel for M&A/Corporate at a global consulting firm, and as a member of the boards of directors of international nonprofit businesses.



#### **Education**

Boston University School of Law, JD, cum laude

- G. Joseph Tauro Distinguished Scholar
- Editor, Annual Review of Banking Law

Northwestern University, BA, Economics

Northwestern University, Kellogg School of Management Executive Education

#### **Admissions**

New York

California

District of Columbia

U.S. District Court for the Central District of California

#### **Practice Areas**

Mergers & Acquisitions

Corporate Governance

International

FinTech

Energy

Corporate & Securities



Lori Anne has extensive experience with in-bound, out-bound, and international cross-border transactions and businesses spanning over 55 countries throughout Europe, Asia-Pacific, Latin America, MENA, and Canada.

Lori Anne also is active in firm committees, mentoring, and pro bono initiatives inside and outside the firm, and a leader in professional organization and community efforts including those described below.

#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

#### **Representative Matters**

Selected FinTech, Healthtech, Energy, and Other Technology M&A, Investment, & Other Transactions and Matters

- Represented Btab Ecommerce Group, with operations in Asia-Pacific, UK and US, in \$250m public merger with Integrated Wellness
- Led two acquisitions by Al-driven corporate finance solutions company of a financial software company; also leading internal reorganization
- Led auction and sale by founders of Akorbi, an international company providing digital translation and transformation solutions for financial services and health companies, to Propio, a portfolio company of PE firm Leonard Green Partners
- Leading representation of investment bank developing sovereign-backed carbon credit instrument and related international offering
- Led representation of global Al company with cognitive and autonomic enterprise platforms and products, in contract and dispute resolution matters
- Leading representation of Tennessee Technology
  Development Corporation (LaunchTN), a \$70m SSBCI fund, in
  technology, fund-of-fund, and other investments in start-up
  companies and outside general counsel matters
- Represented early-stage company with alternative trading system for equity, debt and digital assets using blockchain, in recapitalization and merger with foreign global trading platform
- Represented online broker-dealer on sale auction
- Advising early-stage company with advanced space system and proprietary Al platform to analyze solar energy and climate trends and impacts on real property and development, about international regulatory compliance, commercial and government contracts, licensing, structure, and cross-border capital raising
- Advising founders of early-stage AI platform for family offices and other organizations on formation, compliance, commercial and government contracts, and capital raising

#### **Industries**

Energy

Life Sciences, Pharmaceuticals & Medical Devices

Consumer Products & Retail

Manufacturing

Banking & Financial Services



- Advising LatAm consumer products company on US expansion, distribution arrangements and related compliance, structure and outside general counsel matters
- Advised founders of early-stage LatAm digital wallet and exchange on structure, compliance, and capital raising
- Advised founders of early-stage health/insurtech company on restructure, investments, license agreements, IP, executive comp, outside general counsel matters
- Led representation of Series C stage retail tech platform company for retailers in its acquisition of a digital rebate platform company
- Led representation of early-stage medical device development company in sale to international MedTech contract research organization (CRO) for the management of clinical studies for medical technology, IVDs, biologics, and device-drug combination products
- Led representation of spacetech company in auction for \$100m sale
- Led representation of early-stage insurtech/Al company and founder in sale to NYSE company
- Representation of global FinTech and ETF company in re-IPO and uplist
- Led representation of Asian medical device manufacturer on US distribution arrangements, outside general counsel matters
- Led representation of VC investor in healthtech start-up in initial investment, license, follow-on financing from strategic customer and restructure of investment
- Representation of Web3/blockchain security company in complex \$150m international Series A round, comprised of Series A Preferred Stock financing, secondary offering and conversion of SAFEs, with lead investors including SoftBank Vision Fund and Pantera Capital
- Led representation of UK-based SaaS logistics company on US securities and expansion issues
- Led representation of venture-backed mobile payment systems company in agreements to acquire assets of various mobile app and software companies
- Led representation of PE-owned FinTech company as the controlling partner in joint venture to develop a blockchain loan trading and settlement platform and management and IP arrangements
- Led seed investment by real estate fund in real estate tech company
- Led representation of investor in Singapore-based global company developing next-gen loyalty program solutions
- Led representation of cybersecurity firm on sale to global firm
- Representation of company developing SaaS-based predictive analytics products for property/casualty insurers in merger with NYSE-listed competitor



- Representation of company developing digital and software solutions for restaurants in acquisition by EU-based global technology company
- Led representation of UK health software company on US expansion
- Led representation of start-up and founders on joint venture with education technology company, IP, and outside general counsel matters
- Advised Japanese technology company on US structuring and securities issues
- Led representation of controlling partner and lead investor in structuring joint venture with defense contractor for final development and commercialization of aircraft, distribution, and financing matters
- Led representation of management team of company developing motion capture technology for entertainment, gaming and commercial uses, in management buyout from public UK parent
- Led representation of investor in digital marketing and entertainment platform
- Led representation of venture-backed manufacturer of RF semiconductors for the wireless industry in the company's auction
- Led representation of hedge fund in successfully seeking representation on the board of public medical device company
- Led representation of EU payments company on cross-border matters
- Led representation of start-up renewable energy fund and founders on investment and structuring issues
- Led representation of interactive digital media, app, and gaming company on restructuring
- Representation of sustainable design e-commerce company in sale to PE-backed software company
- Representation of B2B retail e-database company in restructure, investments
- Led representation of renewable energy company acquiring carbon emissions reductions under California Air Resources Board forest protocols
- Led representation of PE-backed network infrastructure, security, and convergence solutions company with operations in US, India, Singapore, and Japan and senior management in acquisition by a global consulting firm
- Led representation of Hong Kong majority owner of US public consumer electronics manufacturer in strategic transaction with public subsidiary
- Led representation of EU-based navigation software company in acquisition of US competitor
- Led representation of controlling shareholder of company developing online platform for employee administration outsourcing services to small and medium-sized businesses in sale to public financial software company



 Led representation of global consumer tech company, founders, and senior management in PE-sponsored leveraged recap, and rollover

#### **Selected Additional Private Equity Transactions**

- Led representation of RISE Group, a Middle East-based sports marketing and commercial consulting firm, as US counsel in sale to Elevate, a US-based sports marketing and advisory firm
- Led representation of Latin American distribution company in \$150m private notes offering, including \$50m private shelf
- Led representation of Maquinas Diesel, S.A. de C.V. (MADISA CAT), Mexico's largest distributor of machinery and equipment, in \$100m private notes offering to Prudential Private Capital and affiliates
- Led auction and sale by founders of Assured Automation, a leading e-commerce supplier of specialty valve automation products to FloWorks International, a Wynnchurch Capital portfolio company
- Led investment by Tennessee Technology Development Corporation (LaunchTN) in Veterans Venture Capital's Fund II
- Led representation of founders of developer of software platform for test automation to PE firm in sale transaction
- Led representation of founders of Palmex, a manufacturer and distributor of snacks in Mexico, the US, Canada, LatAm and the Caribbean, as minority investors with PE firm Wind Point Partners, in Palmex' merger with Benestar Brands and related restructuring
- Led representation of founder in sale of insurance brokerage to PE-backed buyer, and rollover
- Led representation of LatAm-based consumer food company Palmex and founders in sale to US PE buyer Wind Point Partners, and rollover
- Led representation of health practice management services company and its board of directors as significant shareholder in the acquisition of its PE-owned parent by a consortium of PE funds and rollover
- Led real estate private equity firm in joint venture for commercial real estate development, investments, and securities offering
- Led representation of PE-backed consumer company in auction bid for competitor
- Led representation of the proprietary investment group of international investment bank in a private equity investment in a pharmaceutical distributor with global operations
- Led representation of the global special situations group of a major investment bank in a minority private equity investment in a Latin American asset-based lending and project finance company
- Led representation of publicly traded US retailer and board of directors in competing offers by PE funds and ultimate acquisition



- Led representation of management shareholders of PE-owned consumer services company in auction and ultimate sale to NYSE-listed company
- Led representation of major investment bank as a minority coinvestor with PE funds in acquisition of a controlling interest in publicly traded Korean financial institution

#### **Selected Additional M&A Transactions**

- Led representation of regional pharmacy chain in sale to major US pharmacy company
- Led healthcare company in sale to regional healthcare system
- Led representation of Latin America-based consulting firm in strategic transaction with global advisory firm
- Led representation of healthcare fund and principals in consortium investment led by a global PE firm to pursue a proposed acquisition from a public company, including commitment and structuring of related entity
- Led representation of international manufacturing joint venture among Latin American family office and major US appliance manufacturer in auction of partner's appliance business and sale to Chinese competitor
- Led representation of joint venture of several insurance companies and the board of directors in evaluating strategic options and the ultimate sale
- Led representation of UK-based worldwide logistics company in its acquisition of a UK company with US operations
- Led representation of financial advisor to company developing energy conserving technologies in tender offer by NYSE company
- Led representation of US-based energy company in auctions of certain of its non-US operations, including natural gas pipeline and power plant businesses in Latin America and the Caribbean
- Led representation of US-based energy company and its electric and gas subsidiary in a dual-track transaction with a proposed IPO of its Brazilian operations and the ultimate sale
- Led representation of NYSE-listed SPAC and founders in evaluating several potential acquisitions and the ultimate agreement to acquire one of the largest managing general insurance agencies in the US
- Led representation of US-based financial services company in acquisition of Korean bank
- Led representation of telecom company and its board of directors in sale of public subsidiary with Latin American telecom operations, including auction and ultimate sale to competitor and related bankruptcy matters
- Led representation of public Mexican financial services company and its controlling shareholders in acquisition by public UK-based financial services company
- Led representation of NYSE-listed retailer of gas and electricity in auction and ultimate agreement to be acquired by a publicly traded UK competitor and outside general counsel matters.



 Led representation of international investment bank as controlling partner in international joint venture to pursue M&A opportunities in Japan and throughout Asia

#### **Previous Professional Experience**

- Partner, New York office of international AmLaw 5 law firm
- Partner, California office of international AmLaw 50 law firm
- Acting General Counsel for a Nasdaq-listed global computer products distributor
- General Counsel, M&A and Corporate Securities, for a global consulting firm

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- Super Lawyers
- · Who's Who in American Law
- Who's Who in Finance and Business

#### **Professional Activities**

- New York City Bar Association selected to:
  - Emerging Companies (venture capital/start-up) Committee (Member 2015-2018)
  - Special Committee on M&A and Corporate Control Contests (Member 1998-2007)
- American Bar Association:
  - o Mergers and Acquisitions Committee
  - o Acquisitions of Public Companies Task Force
  - Contributor to draft Model Public Company Merger Agreement
- Practising Law Institute, Speaker
- 100 Women in Finance
- Private Directors Association
- Association of Corporate Governance
- Springboard Enterprises, global network of entrepreneurs, investors, and advisors accelerating diverse entrepreneurs in technology and life sciences
- Innovate@BU, Boston University
- US-Mexico Chamber of Commerce, Northeast Chapter's Regional Advisory Board (2005-2010)



#### Community

- Wainscott Citizens Advisory Committee to the East Hampton Town Board, Board Member and Recording Secretary
- The Joyce Theater Foundation, former Board Member
- Midori & Friends Foundation, former Board Member
- Northwestern University Alumni Association, former Regent, Board Member, and Executive Officer

#### **Articles & Speeches**

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025)

Representations and Warranties in Acquisition Agreements: Sanctions, Investments and Trade Compliance - Speaker (October 7, 2025)

Third Annual Blockchain, Digital Assets and FinTech Senior Executive Roundtable - Host and Moderator (New York, Sept. 16, 2025)

"Investments and Exits," Workshop as part of LaunchTN's 3686 Conference- Speaker (Nashville, Sept. 8, 2025)

"Privacy and Security Considerations for Establishing, Maintaining, Buying and Selling Companies," CyberSessions: Navigating Data Privacy/Security Compliance, Breach Preparedness and Response, Corporate Transactions, and Litigation in a High-Risk World," Nelson Mullins Webinar - Speaker (March 27, 2025)

"Banking on Innovation: Shaping the Future of Financial Services," Banking Transformation Summit - Speaker (Charlotte, Nov. 19, 2024)

Second Annual Blockchain, Digital Assets and FinTech Senior Executive Roundtable: Opportunities and Solutions; and Smart Contracts Issues and Programmability - Host and Moderator (New York, Sept. 25, 2024)

3686 Conference - Innovation Players- Moderator (Nashville, Sept. 11, 2024)

Life Science and Biotech Investor Roundtable co-sponsored with Family Office Network - Host (New York, April 1, 2024)

Springboard Enterprises at SxSW, Host Committee (Austin, TX, 2023-2025)

Blockchain and FinTech Senior Executive Roundtable: Opportunities, Risks and Supporting Growth- Host and Moderator (New York, September 13, 2023)

New York City Family Office Outlook 2023 Forum, Venture Investing for Family Offices- Speaker (New York, September 12, 2023)

FinTech Exits and Investable Businesses - Fintech University Series- Presenter (Aug. 1, 2023)

Building an Investable Business – Preparing Your Company Now for Successful Exit/Acquisition and Outside Investment- Co-Speaker (April 26, 2023)

Nelson Mullins Presents 2023 Women in FinTech Conference- Panelist (Miami, March 29, 2023)

A Year in Review: Legal Issues in FinTech , 2023 Women in FinTech Conference- Co-Panelist (Miami, March 29, 2023)

Legal and regulatory issues for Blockchain and FinTech entrepreneurs and companies to address when building toward investable and successful businesses, Boston Blockchain Week, Panel Leader (Boston, September 2022)

Alternative Lending – How this FinTech Industry is Changing Access to Capital, Columbia Business School Alumni of New York - Program Chair (2018)

Your JV – Joint Venture or Junk Venture? - Speaker (2017)

Inside Counsel Insider – Securities Law Compliance, Webinar Sponsored by West LegalEd - Speaker (2017) Special Issues in M&A Deals, webinar sponsored by West LegalEd - Speaker (2016)



#### LORI ANNE CZEPIEL PARTNER

Post-Closing Business Integration, Webinar Sponsored by West LegalEd - Speaker (2016)

Practical Strategies to Address Cyber Risk in Your Business: What Boards, Business Owners and General Counsel Need to Know Now," Insurance Information Institute - Program Chair (2014)

#### **Alerts**

Navigating the Business Landscape After Silicon Valley Bank and Signature Bank, Additional Nelson Mullins Alerts (March 16, 2023)

"Hedge Funds in the United States: Regulatory Overview," Thomson Reuters Practical Law Company's "Global Guide to Hedge Funds", Additional Nelson Mullins Alerts (February 1, 2018)

#### **Blogs**

DExodus: Andreesen Horowitz Announces It is Leaving Delaware, Recommends Others Also Consider Leaving, Corporate Governance Insights - Author (July 28, 2025)

DExodus: New Considerations from Stanford Study on Shareholder Suit Expenses, Corporate Governance Insights - Author (June 11, 2025)

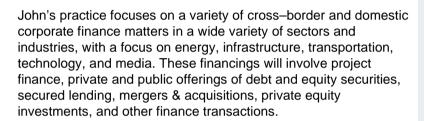


# John F. Haley

Partner

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John represents sponsors and financial institutions in connection with Energy, Infrastructure, and Project Financings and has experience in the energy and transportation industry throughout Latin America and the Caribbean. Additionally, he has represented clients in cross—border transactions in Europe and Asia.

His capital markets experience includes representing issuers (domestic, foreign, and sovereign) and underwriters in both private and public offerings of debt and equity securities. John acts for lenders and borrowers in a wide range of domestic and cross—border financings, with many representations involving sovereign and corporate borrowers throughout the United States, Eastern and Western Europe, Central and South America, and the Caribbean.

John's mergers and acquisitions experience includes both sale—side and buy—side representations in a wide variety of sectors, including energy, technology, digital media, and consumer products among others. Many of these representations have involved clients from Argentina, Brazil, El Salvador, Honduras, Nicaragua, Mexico, Peru, Guatemala, Colombia, and other jurisdictions in Latin America.

John also advises clients in all aspects of forming and structuring private equity funds for commercial and real estate ventures. He is fluent in both Spanish and French.



#### **Education**

Fordham University School of Law, JD (1996)

The University of Chicago, BA, Economics (1990)

L'Institut d'Etudes Politiques, Certificate, International Relations (1989)

#### Admissions

Florida

New York

#### **Practice Areas**

Corporate Leveraged Finance

Latin America & the Caribbean

Mergers & Acquisitions

Energy

Europe

#### **Industries**

Energy

Gaming



#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

#### Languages

- Spanish
- French

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- Latinvex, Latin America: Top International Law Firms (2022-2025)
- Legal 500 Latin America, International Firms: Corporate and M&A (2023)
- Florida Legal Eliteby Florida Trend magazine (2015–2016)
- Most Effective Lawyer Finalist by the Daily Business Review (2016)
- Daily Business Review, Dealmaker Section, \$145M Toll Road Project Bond Financing in Honduras (December 2, 2015)
- Daily Business Review, Toll Dealmaker of the Year for financing of the Boulevard Touristico del Atlantico Toll Road in the Dominican Republic (May 2011)
- Daily Business Review, Attorneys apply Biology Lesson for Road Project in Dominican Republic (May 2, 2011)
- Daily Business Review, Dealmaker Section, Eurobond Financing for Brazilian Bus Operator (July 6, 2011)
- Daily Business Review, Dealmaker Section, Exchange Offer Transaction for Brazilian Bus Operator (January 7, 2009)
- Daily Business Review, Dealmaker Section, Argentina's MercadoLibre Receives Boost through US IPO (September 26, 2007)

#### **Professional Activities**

Member, Dade County Bar Association

#### **Articles & Speeches**

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025) Argentina Tech Mission- Speaker (October 4, 2022)



#### JOHN F. HALEY PARTNER

COVID-19: Considerations and Plans for Reopening Your Business- Speaker (May 12, 2020)

2019 South Florida Health Forum- Moderator (October 11, 2019)

Going International, 9th Annual Miami Entertainment Law Symposium for the American Bar Association-Panelist (April 6, 2018)

Cross-Border Infrastructure Projects , 2014 International Business Transaction Conference, Florida International Bar Section- Moderator (April 2014)



# Christina Lehm

Partner

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As their U.S. legal counsel, Christina's clients benefit from her experience in litigating a variety of complex business disputes. In addition to partnership disputes and claims of breach of contract, Christina also handles claims of unfair and deceptive trade practices, tortious interference, and civil RICO claims.

unique business objectives and strategic goals.

Christina defends Civil False Claims Act cases brought by alleged whistleblowers and has defended a number of clients in federal litigation that implicates federal legislation in highly regulated industries, such as healthcare providers and healthcare clinics.

Christina's clients appreciate her ability to represent them throughout the entire proceeding from inception through trial and appeals, having one go-to-person to communicate with throughout all stages of the case.

As a native of Denmark, Christina began her career in business in Europe before moving to the United States where she later pursued a career in law. Her European background allows her to bridge the cultural differences that international businesses may experience when they conduct business in the U.S., and she helps them navigate the differences in the legal systems when they are involved in litigation in the U.S.

#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.



#### **Education**

Nova Southeastern University Shepard Broad College of Law, JD, summa cum laude (2014)

- Senior Associate, Nova Southeastern University Law Review
- Oral Advocate, Moot Court travel team

Aarhus University, BS, Economics and Business Administration (1994)

#### **Admissions**

Florida

District of Columbia

U.S. Court of Appeals for the Eleventh Circuit

U.S. District Court for the Middle District of Florida

U.S. District Court for the Southern District of Florida

#### **Practice Areas**

Appellate Practice & Legal Strategies

Commercial Litigation & Business Torts

False Advertising & Unfair Trade Practices

Healthcare Qui Tam Investigations & Litigation



#### **Experience**

#### Litigation:

- State Farm Mut. Auto. Ins. Co. v. Performance Orthopaedics & Neurosurgery, LLC, 278 F. Supp. 3d 1307 (S.D. Fla. 2017)
- US ex rel. Florida Society of Anesthesiologists, v. Choudhry, et al., 13-cv-02603 (M.D. Fla. June 14, 2017)

#### Appellate:

 Vital Pharm., Inc. v. Prof'l Supplements, LLC, 210 So. 3d 766, 768 (Fla. 4th DCA 2017). Reversal of award of attorneys' fees as damages for the entry of a wrongful injunction where no bond had been posted.

#### **Previous Professional Experience**

- Christina is a native of Denmark and is fluent in Danish, English, and German, and conversational in Swedish and Norwegian. She has a background in business in Europe and the United States.
- Christina worked in the fashion and retail industries in New York, NY, and in Denmark, as a buyer, national sales manager, and national merchandise manager for two international brands, helping them establish and expand their retail presence in the United States.

#### Languages

- Danish
- German
- Swedish
- Norwegian

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- The Boca Raton Observer "Top Lawers" (2025)
- Fort Lauderdale Illustrated's Top Lawyers List, Healthcare Law (2023)
- Best Lawyers in America® Ones to Watch, Health Care Law (2021–2026)

#### Europe

#### **Industries**

Manufacturing

Life Sciences, Pharmaceuticals & Medical Devices



#### **Professional Activities**

- American Bar Association
- The Florida Bar
- Co-chair Women in Leadership Committee, Broward County Bar Association
- Received certificate of completion, MIT "Artificial Intelligence: Implications for Business Strategy" (part of MIT's Executive Program; a collaboration between MIT Sloan School of Management and MIT Computer Science and Artificial Intelligence Laboratory)

#### **Articles & Speeches**

#### Insights

Eleventh Circuit Addresses the False Claims Act Public-Disclosure Bar- Author (August 26, 2025)

Florida Federal Court Makes Pivotal Ruling on Direct vs. Consequential Damages in Design Disputes- Author (July 18, 2025)

DOJ Must Intervene to Dismiss FCA Qui Tam Suits, Supreme Court Says, Westlaw Today- Author (August 24, 2023)

SCOTUS Affirms the DOJ's Power to Dismiss False Claims Act Actions- Author (June 28, 2023)

Questions to Consider in High Court FCA Dismissals Case, Law 360- Author (July 14, 2022)

Florida Permits Immediate Appeals of Orders Granting or Denying a Request to Add a Claim for Punitive Damages, *Daily Business Review*- Author (February 17, 2022)

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025)

Download the Latest Update on Litigation Trends in Florida, ACC South Florida's 13th Annual CLE Conference-Speaker (September 29, 2023)

Christina Lehm and Mark Raymond to Present to German Chamber of Commerce- Presenter (April 24, 2023)

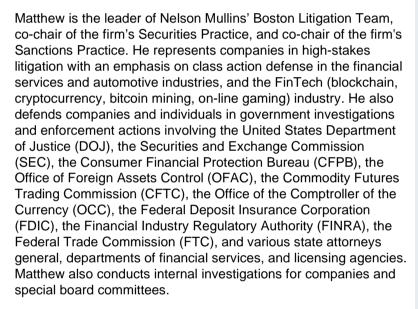


# Matthew G. Lindenbaum

Partner

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matthew.lindenbaum@nelsonmullins.com



Matthew was named to Legal 500's list of Boston Elite in the field of commercial litigation and has been repeatedly recognized as a Massachusetts Super Lawyer and "Rising Star." He has developed in-depth knowledge of the business of digital assets and cryptocurrency (including bitcoin mining), auto financing, mortgage loan origination, servicing and securitization, fair lending, bank fees (including overdraft and non-sufficient fund fees), commercial real estate, on-line gaming, and automotive manufacturing and sales businesses. He also frequently advises on clients on issues related to the securities laws, corporate governance, financial institution regulation, gaming, and sanctions compliance. Matthew advises and represents corporations, officers, and boards of directors and their committees in business litigation matters.



#### Education

Columbia Law School, JD (2004)

 Articles editor, Columbia Journal of Law and Social Problems

Northwestern University, BA (2001)

#### **Admissions**

District of Columbia

Maryland

Massachusetts

Vermont

U.S. District Court for the District of Massachusetts

U.S. District Court for the District of Maryland

U.S. District Court for the District of Vermont

U.S. District Court for the District of Wisconsin

U.S. Bankruptcy Court for the District of Massachusetts

U.S. Court of Appeals for the First Circuit

U.S. Court of Appeals for the Ninth Circuit

U.S. Court of Appeals for the Eleventh Circuit



#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

#### **Representative Matters**

#### Government and Internal Investigations

- Conducted internal investigations for a Fortune 100 company related to sales practices.
- Conducted multiple internal investigations for Fortune 500 companies related to sales practices.
- Represented multiple banks in DOJ fair housing investigations.
- Represented Poloniex, LLC in settlement with the SEC.
- Represented Poloniex, LLC in settlement with OFAC.
- Represented fintech companies in regulatory investigations by federal and states regulators, including the DOJ, SEC, OFAC, CFTC, and multiple state attorneys general.
- · Represent national bank in CFPB investigation.
- Represent national bank in CFTC investigation.
- Represented dozens of individuals in FIRREA investigation by the DOJ.
- Conducted internal investigations for public authority in response to whistleblower complaints.
- Conducted internal investigations concerning revenue recognition practices, sales practices, manufacturing defect reporting risk, "me too" allegations, stock option backdating practices, and insider trading allegations.

#### Litigation

- In re Tether and Bitfinex Crypto Asset Litigation, 19-CV-09236 (2023): Dismissal with prejudice for digital assets exchange in putative class action, alleging RICO, anti-trust, and Commodities Exchange Act claims.
- FXCH, Ltd. v. Circle Internet Financial, LLC("Circle"), JAMS No. 5400000177 (2023): motion to dismiss granted in full.
- Represents bitcoin mining company in litigation and commercial arbitrations.
- Represents FinTech company in consumer arbitrations.
- Represents Toyota in class action litigation concerning alleged fuel tank defects, battery performance.
- Lavery v. Sideprize LLC and Establish the Run LLC, No. 2022CH02437 (Illinois): motion to dismiss granted in qui tam action (2022)
- Meaden v. HarborOne Bank, 1:23-cv-10467-DLC (2023): represent HarborOne Bank in class action litigation concerning NSF fees.

#### **Clerkships**

Law Clerk, The Honorable Michael W. Farrell, District of Columbia Court of Appeals (2004 - 2005)

#### **Practice Areas**

**Consumer Financial Services** 

White Collar Defense & Government Investigations

Class Action & Multi-Claim Litigation

FinTech

International Sanctions

#### **Industries**

Automobiles & Other Motor Vehicles

Gaming



- Gustafson v. BAC Home Loans Servicing, L.P.(C.D. Cal. 2013): class certification of nationwide borrower class denied.
- IKB International S.A. In Liquidationv. Bank of America Corp.,(C.D. Cal. 2015): motion for summary judgment granted in full.
- Isaac v. Ashley Furniture Industries, Inc., (D. Mass. 2017): motion to dismiss 93 A claims in putative class action granted in full.
- Kolbe v. BAC Home Loans Servicing, L.P.(1st Cir. 2013, en banc): district court opinion granting motion to dismiss putative class action affirmed.
- Magliacane v. City of Gardner et al, (Mass. Superior 2018): motion to dismiss and strike class allegations granted in full.
- Presti v. Toyota Motor Sales U.S.A., Inc., (D. Mass. 2018): motion to dismiss claims in putative class action granted in full.
- Principal Life Ins. Co. v. Bank of America Corp.(C.D. Cal. 2013): dismissal of claims challenging disclosures made in connection with the public offering and sale of mortgagebacked securities.

#### **Previous Professional Experience**

- Partner, Goodwin Procter LLP, Boston
- Associate, Hughes Hubbard & Reed LLP, Washington, D.C.

#### **Educational Activities**

- Columbia Law School
  - Author, "Religious Conscientious Objection and the Establishment Clause in the Rehnquist Court: Seeger, Welsh, Gilette, and Section 6(j) Revisited" (2003)
  - Harlan Fiske Stone Scholar

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- The Legal 500, Boston Elite Commercial Litigation, Tier 2
- Massachusetts Super Lawyers, Civil Litigation: Defense
  - o "Super Lawyer" (2021-2025)
  - o 'Rising Star' (2013-2018)
- National Law Review Go-To Thought Leadership Award: Cryptocurrency Regulation News (2022)



#### **Professional Activities**

- Editor, Investigations Blog
- Fellow, Boston Bar Foundation Society of Fellows
- Former Co-chair, Class Actions Committee of the Litigation Section of the Boston Bar Association

#### Community

Member, Kids in Need of Defense Boston Advisory Committee

#### Leadership

- Leader of Nelson Mullins' Boston Litigation Team
- Co-Chair of the Nelson Mullins Securities Practice Group

#### **Articles & Speeches**

#### Insights

Fast Forward the Fintech Future- Speaker (April 21, 2025)

Battle for the Planet of the Bored Apes: Regulation of Digital Assets, *Blockchain & Cryptocurrency Laws and Regulations 2025*- Author (October 28, 2024)

Gov't Backtrack On Ether As Security May Spur Crypto Clash- Co-Author (May 19, 2023)

Federal Fraud Statutes: Have Courts Caught Up to the Catch-All Statutes?, New York Law Journal- Co-Author (April 28, 2022)

'Liu v. SEC': One Year Later, New York Law Journal- Co-Author (June 25, 2021)

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025)

Trade Issues Review- Speaker (March 6, 2025)

Fear the Reaper - FinTech and Digital Assets Litigation, FinTech University Series- Speaker (October 1, 2024)

World Digital Mining Summit, How to Avoid Legal Mines While Mining Bitcoin- Speaker (June 17, 2024)

Remediation of Defective Token Offerings, FinTech University Series- Co-Presenter (February 6, 2024)

FinTech, SEC, and OFAC Investigations, FinTech University Series- Co-Presenter (October 3, 2023)

FinTech and Bankruptcy, FinTech University Series- Co-Presenter (April 4, 2023)

Potential White Collar Issues, FinTech University Series- Speaker (June 14, 2022)

Class Action Practice in Federal Courts After Trans Union v. Ramirez- Co-Presenter (August 5, 2021)

Nelson Mullins Supports Kids in Need of Defense- Attendee (April 10, 2018)

#### **Alerts**

"Free your mind!" — Understanding the CFTC's New Mitigation Credit Matrix, Additional Nelson Mullins Alerts (March 5, 2025)

I'm From the Government and I'm Here to Help: President Biden Signs Executive Order on Digital Assets, Additional Nelson Mullins Alerts (March 14, 2022)



#### MATTHEW G. LINDENBAUM PARTNER

#### **Blogs**

No Soup for You - SEC Commissioners Revoke Authority of Director of Enforcement to Launch Investigations, The Vault - Author (March 24, 2025)

New Rule on SEC Delegation of Authority to Director, Investigations - Author (March 19, 2025)

Rytr or Wrong: Is the FTC's Operation Al Comply a Prudent Defense Against Deception or an Assault on Innovation and Constitutional Free Speech?, Investigations - Author (October 4, 2024)

Supreme Court Says When It Comes to Deciding Arbitration Clauses: "I am the Law", The Vault - Author (June 10, 2024)

If You Can't Say Something Nice (About the SEC), Don't Say Anything at All, Investigations - Author (February 20, 2024)

Gov't Backtrack On Ether As Security May Spur Crypto Clash, Investigations - Author (May 25, 2023)

When James Met Gary, Howey, and Hinman: New York AG Takes Aim at KuCoin (but hits Ethereum) in Latest Crypto Crackdown, Investigations - Author (April 4, 2023)

March Madness: "The Truth" Fined by the SEC for Not Shooting Straight in Crypto Promotion, Investigations - Author (March 21, 2023)

Nothing Gets Between These Celebrities and Their Crypto... Except a Class Action Lawsuit (and the Feds), The Vault - Co-Author (December 28, 2022)

Keeping Up With the Kardashians, Madison Cawthorn, and Their Damned, Dirty (and Bored) Apes, Investigations - Author (December 22, 2022)

Canary in the LBRY, Investigations - Author (November 30, 2022)

Dead Canary in the LBRY, The Vault - Co-Author (November 23, 2022)

Every Buck You Lend, Every Text You Send, the SEC'll Be Watching You, Investigations - Author (October 17, 2022)

Change in Corporate Enforcement Policy, But How Much?, Investigations - Author (September 21, 2022)

Gary Gensler the Righteous Man, The Vault - Co-Author (September 19, 2022)

Increasing Due Diligence Before Token Listings to Uncover Fraud, The Vault - Co-Author (May 24, 2022)

SEC's Crypto Assets and Cyber Unit Expands Its Reach to Cryptomining, The Vault - Co-Author (May 12, 2022)

SEC Targets Companies Conducting Crypto Mining, Investigations - Author (May 10, 2022)

Feds Giddy Up on FinTech: SEC Adds 20 Positions to Cryptocurrency Unit, The Vault - Co-Author (May 6, 2022)

The Feds Double Down (Again): SEC Adds 20 Positions to Cryptocurrency Unit, Investigations - Co-Author (May 6, 2022)

The DOJ Throws Cold Water on the Frosties NFT Founders, The Vault - Co-Author (April 8, 2022)

The DOJ Pulls the Rug on the Frosties NFT Founders, Investigations - Author (April 1, 2022)

I am the Gatekeeper: SEC Commissioner Calls for Heightened Attorney Scrutiny, The Vault - Co-Author (March 15, 2022)

Who is the Gatekeeper? SEC Commissioner Calls for Heightened Attorney Scrutiny, SECurities in a SECond - Co-Author (March 15, 2022)

Are You The Gatekeeper? SEC Commissioner Calls for Heightened Attorney Scrutiny, Investigations - Co-Author (March 9, 2022)

The Feds Double Down: FBI Cryptocurrency Unit Adds to Growing U.S. Enforcement Measures Taken to Stop Crypto Crimes, Investigations - Author (February 22, 2022)

Poloniex, LLC Settles SEC Enforcement Action, Investigations - Co-Author (August 9, 2021)

Poloniex, LLC Settles with the SEC, The Vault - Co-Author (August 9, 2021)

"In Jersey, Anything's Legal As Long as You Don't Get Caught", The Vault - Co-Author (July 28, 2021)

"In Jersey, Anything's Legal as Long as you Don't Get Caught", Investigations - Co-Author (July 28, 2021)

Senator Focuses on New Challenges, The Vault - Co-Author (July 13, 2021)



2021)

#### MATTHEW G. LINDENBAUM PARTNER

Senator Warren Sets Her Sights on New Foes – the SEC and the Cryptocurrency Industry, Investigations - Co-Author (July 12, 2021)

No Harm, no Foul—With TransUnion v. Ramirez, the Supreme Court Holds that Article III Does not Permit a Damages Class Where Much of the Class Suffered no Injury, The Vault - Co-Author (June 25, 2021)

The Empire Strikes Back — Did the DOJ Hack the Colonial Pipeline Hackers?, Investigations - Author (June 21,

Under Armour, Inc. Settles Securities and Exchange Commission Enforcement Action Targeting Undisclosed Practice of Pulling Sales Forward to Obscure Gaps in Projected Quarterly Revenues, Investigations - Author (May 21, 2021)

DOJ Investigates FinTechs Over PPP Loan Miscalculations, The Vault - Author (May 13, 2021)

March Madness: Archegos Capital's Brackets Have Been Busted, Investigations - Contributing Author (April 2, 2021)

Way Down in the Hole — Wireline Appears to Have Confused the SEC With an Agency That Wants to Repeat Itself, Investigations - Co-Author (March 1, 2021)

Investor Class Action Securities Lawsuits—The Next Big Thing In Cryptocurrency Litigation?, Investigations - Co-Author (April 8, 2020)



# Leandro V. Molina

Partner

330 Madison Avenue 27th Floor New York, NY 10017 T 212.413.9012

leandro.molina@nelsonmullins.com



Leandro has more than 20 years of experience practicing corporate finance and is a partner in the firm's highly regarded Emerging Companies practice. He represents startups, emerging companies, and investors in financing rounds, M&As and corporate matters in the U.S. throughout all tech sectors, with special focus on fintech. Additionally, he is the co-head of the Latin America practice group. Leandro is dual-qualified in the U.S. and Brazil (New York and São Paulo) and licensed as a Foreign Legal Consultant in Florida.

Leandro has been ranked by Chambers & Partners USA, Legal 500 USA, Legal 500 USA, Legal 500 Latin America, and Latin Lawyer. His practice area at Nelson Mullins has also been ranked in these legal publications—with the firm featured in Latinvex as a top international law firm for three years consecutively and in Latin Lawyer 250 as recommended international firm, both in Corporate/M&A. His startups and emerging companies' clients have described him as a "very proactive" and "tremendous lawyer" who is "hands on and knowledgeable of the market."

He also provides advice to Latin American and other foreign clients accessing the U.S. market, as well as to U.S. companies and funds investing in Latin America. Leandro has worked on numerous transactions, counseling and providing assistance in a wide range of projects in Latin America and worldwide, including private equity, venture capital, investment fund structuring and structured finance deals, financing, M&As, and joint ventures. He has also assisted family offices and VC players in portfolio investments in equity and debt, as well as in other corporate and securities law matters.

#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

#### Education

University of California, Berkeley, School of Law, LLM

Pontifícia Universidade Católica de São Paulo, Specialization Degree, Corporate Law

Pontifícia Universidade Católica de São Paulo, LLB

#### **Admissions**

New York

Brazilian Bar São Paulo Chapter

#### Certifications

Certified Business Law, Berkeley School of Law

#### **Practice Areas**

Corporate & Securities

Mergers & Acquisitions

**Emerging Companies** 

Latin America & the Caribbean

FinTech



#### **Previous Professional Experience**

- · Attorney, New York office of global law firm
- Senior Associate, Pinheiro Neto Advogados, São Paulo, Brazil
- Foreign Law Clerk, Miami office of global law firm

#### Languages

- English
- Portuguese

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- Latinvex, Latin America: Top International Law Firms (2022-2025)
- Chambers USA: America's Leading Lawyers for Business, Startups & Emerging Companies – Nationwide (2023-2025)
- Legal 500 United States, M&A/Corporate and Commercial --Venture Capital and Emerging Companies (2023)
- Legal 500 Latin America, International Firms: Corporate and M&A (2023)

#### **Articles & Speeches**

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025)



# George Pavlenishvili

Partner

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george.pavlenishvili@nelsonmullins.com



George's practice focuses on a range of financing transactions, including project finance, syndicated loans and debt securities offerings. He represents energy and infrastructure companies, independent power producers and developers, equity investors, project sponsors, financial institutions, and governments. In his experience, he has assisted in development, financing, and mergers and acquisitions of power, natural gas, LNG, real estate and other projects in the United States, Latin America, and the Caribbean.

George previously worked in the financial sector for Goldman Sachs and Citigroup.

#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

#### **Representative Matters**

- Represented Canacol Energy Ltd., the largest independent natural gas producer in Colombia, in a Rule 144A/Regulation S offering of senior unsecured notes with an aggregate principal amount of \$500 million and the related tender offer and exchange of the company's previous \$320 million senior unsecured notes.
- Represented an international bank and US based fund in connection with \$56MM asset-based financing.
- Represented an international lending institution in connection with series of asset-based financing transactions totaling over \$450MM.
- Represented Canacol Energy Ltd. in a \$46 Million Senior Unsecured Revolving Credit Facility with a syndicate of banks and Credit Suisse, Banco Davivienda and Citigroup as Lead Joint Arrangers and Joint Bookrunners on the RCF.
- Represented Canacol Energy Ltd. in a \$75 Million Senior Unsecured Bridge Term Loan with a syndicate of banks and Credit Suisse, Banco Davivienda, Citigroup, and Itau as Lead Joint Arrangers and Joint Bookrunners.

#### **Education**

Benjamin N. Cardozo School of Law, LLM (2006)

Odessa National Law University, JD (1998)

Pace University, MBA (2004)

#### Admissions

New York

#### **Practice Areas**

**Alternative Energy** 

Oil & Gas

Mergers & Acquisitions

Latin America & the Caribbean

Eastern Europe and CIS

Energy

#### **Industries**

Energy

Banking & Financial Services



#### GEORGE PAVLENISHVILI PARTNER

- Represented a US developer in connection with the acquisition and development of an LNG terminal.
- Represented an American private equity sponsor and a South Africa—based borrower in connection with development and project financing of a wind project in South Africa, with a capital cost of more than \$50 million.
- Represented the Administrative Agent and various European banks in the "take-back-the-keys" restructuring of the Pocahontas Parkway toll road in Virginia, which includes the Route 895 Connector and an approximately 1.58 mile, fourlane roadway with direct access to the Richmond International Airport known as the Richmond Airport Connector
- Represented an affiliate of a Spanish public multinational solar energy company in connection with the multiple solar projects in the US.
- Represented a solar energy equipment supplier as project counsel and its managing member, in connection with its acquisition of equity in and the development, construction, financing, and operation of a 183-megawatt portfolio of wind farms under long-term power purchase agreements with local power company.
- Represented a major solar power developer and solar panel manufacturer in connection with the acquisition of an approximately 300 megawatt (AC) solar energy production facility project located in California
- Represented of U.S. branch of a German wind turbine manufacturer and project developer in connection with the development and sale to an American nuclear electric power generation company as first phase of 300-megawatt wind project in Michigan.

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- Latinvex, Latin America: Top International Law Firms (2022-2025)
- M&A Advisor Energy Deal of the Year(2022)

#### **Articles & Speeches**

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025)

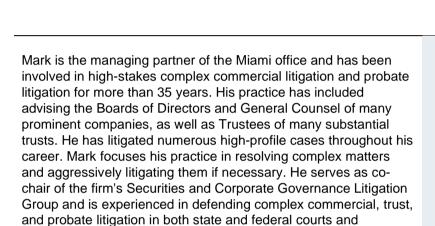


# Mark F. Raymond

Partner

2 South Biscayne Blvd. 21st Floor Miami, FL 33131 T 305.373.9425 F 305.995.6384

mark.raymond@nelsonmullins.com



#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

arbitrations before FINRA, ICDR, and AAA. His practice includes

#### **Representative Matters**

defending class actions.

- Successfully defended EU based multi-national company against claims that it was liable for \$520 million in damages resulting from allegedly failed audits of a Florida-based factoring company; the audits were performed by the U.S. member firm of the BDO International Network and, after a three-week trial, the jury took less than one hour to reach its verdict for his client
- Obtained a directed verdict for a defendant in a high profile accounting malpractice suit after a five—week trial; he successfully argued that the case against his client should be dismissed in its entirety, and the court agreed
- Regularly represents trustees or beneficiaries of trusts in all aspects of probate litigation in state courts in Florida



#### **Education**

University of Miami School of Law, JD (1983)

Babson College, BS, Business Administration (1980)

#### **Admissions**

Florida

U.S. Court of Appeals for the Eleventh Circuit

U.S. District Court for the Middle District of Florida

U.S. District Court for the Northern District of Florida

U.S. District Court for the Southern District of Florida

#### **Practice Areas**

Commercial Litigation & Business Torts

Directors & Officers Liability Coverage

**Professional Liability** 

**Probate Litigation** 

Securities and Corporate Governance



- In a case against Raytheon Corporation, which was seeking \$18 million from Mr. Raymond's client, developed and executed a strategy that was a reversal of fortune for Raytheon Corporation and a victory for his client, where the client, instead of having to pay \$18 million to Raytheon, recovered \$8.8 million
- His practice also includes federal court litigation, defending corporations, as well as representing receivers appointed by the courts and agencies such as the Securities and Exchange Commission, Federal Trade Commission, CFTC, and the Florida Attorney General's Office
- As lead attorney for the plaintiff, a Fortune 100 company, against an industrial contractor for breach of contract, obtained a \$50 million settlement for the client
- Represented the FTC receiver of a company in a diet products fraud case, and obtained a trial judgment of \$8.5 million for the benefit of fraud victims
- Representation of investors has resulted in tens of millions of dollars of judgment settlements and arbitration awards in favor of his clients
- Is highly regarded in the legal community for his ability to assist clients in addressing and extricating themselves from difficult and potentially costly situations, often without litigation

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- The Best Lawyers in America®, Lawyer of the Year, Miami, FL, Litigation – Mergers and Acquisitions (2017, 2019, 2022, 2026); Litigation – Banking & Finance (2014, 2025)
- The Best Lawyers in America®, Corporate Law (2007–2018, 2020–2021), Litigation – Mergers & Acquisitions, Commercial Litigation, Bet-the-Company Litigation, Litigation – Banking and Finance, Litigation – Real Estate, and Litigation – Securities (2007–2018, 2020–2026), Public Finance Law (2020–2026)
- Benchmark Litigation "Litigation Star", General Commercial, Trusts and Estates (2023–2025)
- AV® Preeminent™ Peer Review Rated by Martindale-Hubbell
- Florida Super Lawyer by Super Lawyers magazine(2006– 2025)
- American Jewish Committee Miami Broward's Judge Learned Hand Award (2019)
- Professional Excellence "Distinguished Leaders in Law" Award by the Daily Business Review (2017)
- Power Leaders in Law & Accounting by the South Florida Business Journal (2014–2017)
- Chambers USA:Litigation: General Commercial Florida (2010–2025), Litigation: Securities – Florida (2022-2023)



- Florida Legal Elite by Florida Trend magazinefor Commercial Litigation (2007–2015, 2022)
- Top 100 Miami Florida Super Lawyer by Law & Politics magazine (2012–2013)
- South Florida Power Player by Business Leader magazine (2009)
- Most Effective Lawyer in Complex/Business Litigation by the Daily Business Review (2007, 2009)
- Top Lawyer by the South Florida Legal Guidein Securities Litigation and Complex Commercial Litigation (2006–2017, 2019–2021)

#### **Professional Activities**

- · Member, The Florida Bar
  - Business Law Section
  - o Trial Lawyers Section
  - o Securities Law Section
- Member, Business Law Section, Section of Litigation, American Bar Association
  - Business Law Section
  - Section of Litigation
- Member and Board of Directors, County Bar Association
  - Securities Litigation Committee

#### **Articles & Speeches**

#### Insights

Supreme Court Broadens Grounds for Personal Jurisdiction Over Corporate Entities- Co-Author (July 5, 2023) So You Have Relocated to Florida and Think You Are No Longer a New York Resident?, Law.com/New York Law Journal(Jan. 22, 2021)

Bracing for Helms-Burton Impact — What to Keep in Mind if Doing Business in Cuba, *Bloomberg Law*- Co-Author (August 22, 2019)

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025)

Christina Lehm and Mark Raymond to Present to German Chamber of Commerce- Co-Presenter (April 24, 2023) 2023 General Counsel Conference Midwest: Winning a Seat on Corporate Boards- Speaker (April 20, 2023)

AJC 2019 Judge Learned Hand Awards Dinner- Speaker (May 14, 2019)

AJC 2019 Judge Learned Hand Award Winner - Honoree (May 14, 2019)

#### **Alerts**

Helms-Burton Comes to Life, Additional Nelson Mullins Alerts (July 18, 2019)

#### **Blogs**

Are the Client's Estate Planning Consultations with Counsel Privileged?, The Estate Planning & Probate Litigation Blog - Co-Author (May 26, 2020)

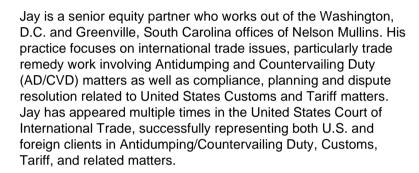


# Jay Rogers

Partner

Greenville ONE 2 W. Washington Street Suite 400 Greenville, SC 29601 T 864.373.2216 F 864.373.2925

jay.rogers@nelsonmullins.com



He also provides outside corporate counsel to a variety of U.S. and foreign businesses, including advising these clients on cross-border M&A issues, corporate governance, commercial/supplier relationships, and economic development incentives.

From 2006 to 2009, Jay served as Chairman of the Board of Directors of the Greenville Area Development Corporation, the primary economic development vehicle of Greenville County, South Carolina. In addition, he has practiced law in Mexico and Brazil as a Foreign Legal Consultant and is fluent in both Spanish and Portuguese.

#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.



#### Education

University of Virginia, BA, English (1983)

University of South Carolina School of Law, JD (1987)

- Managing Editor, South Carolina Law Review(1986-1987)
- · Order of the Coif
- Order of the Wig and Robe
- National Trial Competition Southeast Region Winner (1987)

#### **Admissions**

District of Columbia

South Carolina

U.S. Court of International Trade

U.S. Court of Appeals for the Fourth Circuit

#### **Practice Areas**

Customs, Tariffs, and International Trade

Litigation

**Economic Development** 

Corporate Governance

**Business Immigration** 



#### **Representative Matters**

- Won an appeal to the US Court of International Trade overturning an adverse determination by the US Department of Commerce in its administrative review of an Antidumping Duty Order. The Order governed Steel Concrete Reinforcing Bar from Mexico. The appeal succeeded in obtaining a Court-ordered Remand of Commerce's finding of "Adverse Facts Available" (AFA) against our client. Following Remand, Commerce lowered the client's Antidumping Duty from the AFA rate of 66.7% to Zero Percent (0%). Grupo Acerero S.A. de C.V. v. United States, 48 CIT \_\_\_\_, 698 F. Supp. 3d 1320 (2024), Sustained following Remand in Grupo Acerero S.A. de C.V. v. United States, Court Int'l Trade Slip Op. 25-21 (February 28, 2025) (Judge S.A. Vaden).
- Successfully protested the liquidation by United States
  Customs and Border Protection (CBP) in 2024 of antidumping
  duties levied on certain products imported from China,
  resulting in a \$2.9 million refund by Customs of these duties,
  plus interest, to the client.
- In 2025, reversed an adverse Binding Letter Ruling by US Customs and Border Protection regarding client's USMCA country of origin issue, resulting in tariff savings worth high seven figures to client.
- Made multiple appearances in the United States Court of International Trade, successfully representing both U.S. and foreign clients in Antidumping/Countervailing Duty, Customs, Tariff, and related matters.
- Advised U.S. and foreign companies with respect to:
  - o Antidumping, Countervailing Duty, and Tariff matters
  - U.S. and Foreign Customs matters
  - Commercial relationships with vendors, customers, and lenders both in the U.S. and abroad
  - Economic development incentives offered by local, state and national governments
- Represented clients across a range of industries, including manufacturing, distribution, gaming, business services, and information technology.
- Handled transactions (including the set-up of business entities, joint ventures and contractual trade relationships, along with associated cross-border tax planning) throughout the U.S. and in more than a dozen foreign jurisdictions, including Mexico, Brazil, the Dominican Republic, British Virgin Islands, Guatemala, Paraguay, Honduras, and the Bahamas, among others.
- Represented foreign investors from Brazil, Mexico, the United Kingdom, Italy, France, and Germany in setting up operations in the U.S.
- Handled a variety of U.S. customs-related matters, including resolving disputes with customs enforcement officials, formation of Customs Bonded Warehouses and the administration of Foreign Trade Zones
- Worked in the area of U.S. export controls, including compliance with Export Administration Regulations and the rules of the Office of Foreign Assets Control



#### **Previous Professional Experience**

 Foreign Legal Consultant for the law firms of Jauregui Navarrete y Nader in Mexico City and Tozzini Freire Teixeira e Silva in São Paulo, Brazil (1999)

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- The Best Lawyers in America®
  - o Economic Development Law (2024-2026)
  - o International Trade and Finance Law (2024-2026)
- Best Lawyers International in Finance and Trade in the Latin American Region
- Greenville Business Magazine "Legal Elite of the Upstate"
  - o International Law (2012-2014, 2022-2024)
  - o Economic Development (2024)

#### **Professional Activities**

- South Carolina Bar
- Member of American Immigration Lawyers Association (AILA) since 2001

#### Leadership

- Customs and International Trade Bar Association, Vice-Chairman of the Professional Responsibility and CLE Committee (2024-Present)
- Greenville County Planning Commission, Chair (2018-2020)
- Greenville County Planning Commission, Member (2015-Present)
- Greenville Area Development Corporation, Chair (2006-2009)
- Appointed by the U.S. Secretary of Commerce to the South Carolina District Export Council (2010-2013)

#### **Articles & Speeches**

#### Insights

The End of Globalization?, ACC Docket- Author (April 24, 2023)

US, China Phase 1 Trade Deal Is Best Bet For Now, Law360- Author (December 20, 2019)

The Trade War and Its Impact on the Location Decision Process, AreaDevelopment Magazine- Author (Q4 2019)



#### JAY ROGERS PARTNER

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025)

Trade Issues Review- Speaker (March 6, 2025)

Tariffs, Customs and Deglobalization: How to Cope - Speaker (January 22, 2020)

Using Foreign Trade Zones and Other Tariff Mitigation Strategies to Win Projects- Speaker (October 1, 2019)

Navigating Trade Wars and International Tax Reform- Panelist (June 18, 2019)

History of Globalization: Surviving the New Era of Higher Tariffs- Speaker (November 15, 2018)

Survival Strategies for the New, High Tariff World- Speaker (Thursday, November 1, 2018)

Using Foreign Trade Zones to Navigate the New, High-Tariff Era- Presenter (June 27, 2018)

Economic Development and Tax Incentives: Presentation to Greenville County Bar - Presenter (February 2, 2018)

Introduction to Stock and Asset Purchase Agreements, SC Corporate CLE Group(June 2015-2017)

The Future of Trade Agreements between the U.S. and EU , *European American Chamber of Commerce*(May 24, 2017)

#### **Alerts**

Trump's Latest Round of Steel and Aluminum Tariffs: This Time Around, Everyone Pays, Additional Nelson Mullins Alerts (February 13, 2025)

Trump Administration Delays Collection of (Some) Tariffs for 90 Days, Additional Nelson Mullins Alerts (May 6, 2020)



# Mauricio D. Rivero

Partner

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mauricio.rivero@nelsonmullins.com



#### Pulse aquí si desea leer mí biografía en español.

Mauricio is a seasoned tax attorney who concentrates his practice on international tax planning, business succession planning, U.S. tax compliance, and tax controversy work.

He has experience servicing high net worth international families with U.S. tax planning, expatriation, pre-immigration and succession planning, including the use of Private Trust Companies (PTCs) and U.S. income and transfer tax aspects of foreign trusts and estates. He has also assisted U.S. and foreign investors and businesses with both inbound and outbound U.S. tax planning, income tax treaty planning, cross-border mergers and acquisitions, corporate and partnership tax matters, and has assisted clients with REIT structuring, particularly involving foreign investors.

He has represented clients before the United States Tax Court and the Internal Revenue Service and assisted clients with offshore tax compliance (both OVDI and the Streamlined Programs).

#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

#### **Previous Professional Experience**

- Partner, Tax and Trust boutique firm (2021–2025)
- Partner, Miami-based national firm (2020–2021)
- Partner, Am Law 100 firm (2018–2020)
- Partner/Associate, Coral Gables boutique firm (2012–2018)
- Associate, Miami-based national firm (2006–2012)

#### **Education**

Florida International University College of Law, JD (2005)

Florida International University, PhD, History (2000)

Florida International University, BA, English and History (1991)

#### **Admissions**

Florida

U.S. District Court for the Southern District of Florida

U.S. Tax Court

#### **Practice Areas**

Trusts & Estate Planning

**International Taxation** 

Latin America & the Caribbean

**Tax Controversy** 

Tax Planning & Consulting



#### Languages

- Spanish
- Portuguese

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- The Best Lawyers in America®, Tax Law, Trusts and Estates (2025-2026)
- Super Lawyers Rising Star(2015)
- Florida Legal Eliteby Florida Trend Magazine (2014, 2016)

#### **Professional Activities**

- Member, Society of Trust & Estate Practitioners (STEP)
- Member American Bar Association
  - Tax Section
- Member, Cuban American Bar Association
- Member, Florida Bar Tax Section International Law Committee
- Member, Greater Miami Tax Institute
- · Member, UM Citizen Board

#### Community

· Coach, 2024 National Tax Moot Court Competition, Florida Bar

#### Leadership

 Professor, Corporate and Partnership Tax, Florida International University College of Law (Spring 2024)

#### **Articles & Speeches**

#### Insights

Tax Report — Treasury Department Publishes Foreign Tax Credit Guidance, Includes GILTI Relief for R&D Expenses- Co-Author (December 11, 2019)

"The Foreign Account Tax Compliance Act", Journal of Accountancy- Author (August 2010)

"Increased Disclosure, Penalties, and Audit Periods Courtesy of the Foreign Account Tax Compliance Act", *Journal of Taxation*- Author (May 2010)

"Act Now to Prepare for IRS Employment Tax Audit Initiative", Practical Tax Strategies- Author (March 2010)



#### MAURICIO D. RIVERO PARTNER

#### **Events/Speaking Engagements**

International Bar Association - Annual Conference- Attendee (November 2, 2025)

"Tax Planning and Compliance in Times of Uncertainty: Potential Sunset Tax Provisions by End of 2025," Lunch and Learn Series - Presenter (June 2024)

"Tax Planning and Compliance in Times of Uncertainty: Foreign Sales Tax Breaks, Business Succession Planning & IRS Audits", Lunch and Learn Series - Presenter (February 2023)

"Impact of the U.S. Tax Reform for International Investment and Multijurisdictional Taxpayers" - Presenter (March 2018)

"Estate and Gift Tax Considerations for Inbound Real Estate Investments by Foreign Investors" - Presenter (October 2017)

"Formulario 5472 y la Transparencia Fiscal" - Presenter (August 2017)

"Partnership Tax Provisions for Partnerships Engaged in Business" - Presenter (July 2016)

"Planning for Multinational Families with United States Members," Roundtable - Panelist (April 2016)

"FATCA, Forms & Transparency" - Presenter (March 3, 2016)

"Estate and Succession Planning for Multinational Families", Anti-Money Laundering Conference - Speaker (March 2016)

"Beneficiarios estadounidenses de fideicomisos extranjeros" - Presenter (November 2015)

"Community Property Issues Affecting Latin American Clients of US Financial Institutions" - Presenter (September 2015)

#### **Blogs**

Significant Tax Provisions of the One Big Beautiful Bill Act, Tax Reports - Co-Author (July 17, 2025)

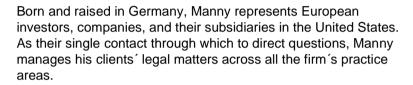


# Manny Schoenhuber

Partner

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manny.schoenhuber@nelsonmullins.com



Manny is a frequent speaker, domestically and abroad, on legal aspects and conducting business in the U.S., and the author of *Mastering Market Entry: USA – The European's Guide to Making It BIG*in America. His mission is to help European companies and investors succeed in the U.S. by connecting them with the very best attorneys and business partners.

As a US-educated attorney with European roots, Manny provides added value to clients by understanding the cultural, societal, and organizational differences. He helps clients navigate through the US legal landscape and its "common-law-peculiarities" which are still considered "uncommon" to most Europeans.

Manny has served as a trusted advisor to companies and investors around the globe, including the following countries: Germany, Austria, Switzerland, The Netherlands, Belgium, Luxembourg, Denmark, Sweden, Turkey, France, Poland, Czech Republic, Slovenia, Estonia, Lithuania, Croatia, England, Italy, Portugal, and Spain. Manny is the *Vertrauensanwalt*of the German Consulate General Houston covering Texas, Louisiana, Arkansas, Oklahoma, and New Mexico.

A self-proclaimed, passionate "Transatlanticist," Manny frequently travels to Europe to foster transatlantic cooperation, strengthen the EU-US partnership, and attract European business and investment to the US.

Prior to becoming a lawyer and quarterbacking the attorney-client relationship, Manny was a professional soccer goalkeeper in Germany and collegiate athlete in Florida.



#### **Education**

University of Houston Law Center, JD (2017)

• Editor-in-Chief, Houston Journal of International Law

St. Leo University, BA, Business Administration and Management (2015)

> All-American team captain and goalkeeper, men's soccer team

#### **Admissions**

Texas

U.S. District Court for the Eastern District of Texas

U.S. District Court for the Southern District of Texas

U.S. District Court for the Western District of Texas

#### **Practice Areas**

Europe

Customs, Tariffs, and International Trade

**Economic Development** 

**Business Immigration** 

Litigation



#### **Experience**

The following is a selected sampling of matters and is provided for informational purposes only. Past success does not indicate the likelihood of success in any future matter.

#### Languages

German

#### **Representative Matters**

- Serves as outside general counsel for European-owned companies and investors on cross-border legal matters
- Assists European companies and investors with foreign direct investment and U.S. market entry, such as subsidiary set-up, governance, regulatory, financing, real estate, immigration, and employment
- Counsels European companies in all aspects of the site selection process, including incentives and grants negotiations with U.S. state and local economic development authorities
- Represents European companies and their U.S. subsidiaries in U.S. arbitration, state, and federal court

#### **Publications**

- US-Regierung: So macht Trump "Made in Germany" zum Makel, Handelsblatt (February 12, 2025)
- Mastering Market Entry: USA The European's Guide to Making It BIG in America, author
- Darum wollen immer mehr deutsche Firmen in den USA produzieren, Handelsblatt (November 8, 2024)
- Beware of the American legal system A Practical Overview, Deutscher Anwaltsspiegel (November 7, 2024)
- Auswirkungen der US-Wahl auf deutsche Unternehmen, Deutscher Mittelstands-Bund (November 4, 2024)
- So vermeiden deutsche Unternehmen kostspielige Fehlentscheidungen im Umgang mit den Besonderheiten des US-amerikanischen Rechtssystems, Frankfurter Allgemeine Zeitung (October 31, 2024)
- US-Rechtssystem birgt Risiken für Exporteure, Lebensmittel Zeitung (October 18, 2024)
- Vorsicht vor dem amerikanischen Rechtssystem, Deutscher Anwaltsspiegel (Deptember 4, 2024)
- Gehaltskürzung für Manager: Wann sie rechtens sind, WirtschaftsWoche (August 10, 2024)
- Die wichtigsten Fallstricke für deutsche Unternehmen, die in die USA expandieren, WirtschaftsWoche (August 6, 2024)
- Anwalt zur US-Wahl: Unter Trump könnten deutsche Firmen "erheblich profitieren", Frankfurter Rundschau (July 31, 2024)



- Preventing Third Party Liabilities with Integrated Risk & Compliance Management, Horvath (June 17, 2024)
- Markteintritt in den USA: Lang lebe der amerikanische Traum! Deutscher Mittelstandsbund (January 30, 2024)
- Mit US Immobilien zur Green Card, Immobilien & Finanzierung (October 1, 2022)

#### **Speaking Engagements**

- USA Expansion Experts: Trusted USA Market Entry & Expansion Counseling, Presenter (2024 – present)
- German-American Chamber of Commerce of the Southern U.S. – After the Presidential Election: What's next for German businesses in the U.S.? Panelist (November 19, 2024)
- Wirtschaftsrat der CDU Markteintritt in den USA und die Präsidentschaftswahlen, Speaker (October 1, 2024)
- Ministerium der Justiz des Landes Nordrhein-Westfalen & US-Generalkonsulat Düsseldorf – Regulation Overload: Ist die Normenvielfalt für Unternehmen im internationalen Wettbewerb noch zu bewältigen? Panelist (March 14, 2024)
- Enterprise Europe Network Doing Business in the United States: What You Need to Know about Entering the US Market, Panelist (February 22, 2024)
- German-American Chamber of Commerce of the Southern U.S. – Southwestern Business Conference, Panelist (December 1, 2023)
- Breaking Borders Navigating the Complexities of Doing Business in the U.S., Speaker (May 25, 2023)
- VDMA Vertragsrecht und Produkthaftung: Fallstricke in den USA vermeiden, Speaker (May 24, 2023)
- German-American Chamber of Commerce of the Southern U.S. – Current US Legislation: Valuable Insights for German Companies and Their U.S. Operations, Speaker (January 26, 2022)

#### Recognitions

The bar rules of some states require that the standards for an attorney's inclusion in certain public accolades or recognitions be provided. When such accolades or recognitions are listed, a hyperlink is provided that leads to a description of the respective selection methodology.

- Lawdragon 500 X The Next Generation(2023-2025)
- Texas Super Lawyers, Rising Star (2022-2025)
- Best Lawyers in America® Ones to Watch, Commercial Litigation (2026)

#### **Professional Activities**

 European American Chamber of Commerce Texas, Vice President of the Board of Directors (2024 – present)



# MANNY SCHOENHUBER PARTNER

- American Council on Germany (ACG), Member (2021 present)
- German-American Chamber of Commerce of the Southern U.S. (GACC South), Member (2018 – present)
- German-American Lawyers Association (DAJV), Member (2018 – present)