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## General Corporate and Transactional Practice

*A regional company completes the \$100 million sale of a 14-state, 50-facility operating division in less than a month.*

*A start-up corporation requires shareholder and employment agreements.*

*A venture capital fund is investing in a Series A round of preferred stock in an early stage company.*

*In order to grow, a closely held business needs to arrange for a revolving line of credit and to raise equity capital.*

In today's rapidly changing business climate, both large and small businesses require smart, efficient legal representation. Our clients range from publicly traded Fortune 100 companies to closely held, start-up businesses and include a growing number of companies in the emerging high-tech and biotech industries.

### Accomplishing your strategic goals

Your strategic goals may include growing your business through acquisitions or selling all or a portion of your business. Whatever your strategic goals, our attorneys have experience that will assist you in achieving them. Our work with clients in connection with mergers and acquisitions includes representing both purchasers and sellers in small, local acquisitions and complex multistate, multimillion dollar transactions. In addition, we regularly assist clients in structuring spinoffs, divestitures and leveraged buyouts, and counsel clients on business entity formation. In connection with such transactions, we advise our clients not only on the corporate law issues, but also on tax considerations and all other relevant issues.

### Financing a growing business

Whether a business is a promising start-up or a large corporation that is changing in response to market pressures, raising capital is necessary to meet a business's goals. We assist businesses in raising capital through private placements and public offerings of debt and equity securities. We also routinely represent clients seeking financing

from bonds and third-party lenders. Our attorneys have represented underwriters in these transactions, as well as issuers seeking to recapitalize, either by restructuring the terms of outstanding securities or by issuing new securities in exchange transactions. Our publicly held clients rely on us for ongoing compliance with federal securities laws, including the preparation and filing of annual and quarterly reports and proxy statements. We also advise companies on such matters as stock exchange and NASDAQ requirements, insider trading issues and stock option plans.

**Managing a business day-to-day**

For the everyday legal issues that businesses of all sizes routinely face, we have a depth of experience in matters of critical importance to businesses. Our Corporate practice group advises business clients on all facets of contracts, corporate governance, employment practices, employee benefit plans, executive compensation and stock option plans. We assist clients in developing employee handbooks and personnel policies.

**Working together to manage your legal costs**

Attorneys in our Corporate Practice Group work closely with the other practice groups of the firm to ensure that our clients receive the full benefit of the wide range of experience in the firm. In connection with a particular transaction, our attorneys may consult with attorneys with experience in land use, tax, securities, bankruptcy, environmental, litigation and employment law.

**Putting experience to good use**

Many of our attorneys have prior experience in the business world or hold advanced degrees in business, accounting, tax and urban planning. We demonstrate our commitment to the Long Island community by providing pro bono legal services to, and serving as members of the Boards of Directors of, many not-for-profit organizations.