

OUR PRACTICE

Cross-Border Business

The expanding global marketplace presents unique trade and investment opportunities throughout the world for both U.S. and non-U.S. businesses and individuals. The goal of the Cross-Border Business Team is to help our clients achieve success wherever their business takes them in the world. From our 24 offices located in key markets throughout the Southeastern United States and in Washington, D.C., and with the assistance of our extensive global network of local counsel and other professionals, we have helped our U.S. and non-U.S. clients take advantage of these global opportunities in more than 100 countries spanning six continents.

The more than 60 members of the Cross-Border Business Team routinely work with our U.S. clients in China, Japan, the United Kingdom, Central and Eastern Europe, Africa, Canada, Mexico, Central and South America. Our cross-border attorneys are fluent in more than 15 languages, including German, Japanese, Spanish, Italian, Mandarin and Cantonese Chinese, French, and Portuguese. We also regularly assist non-U.S. businesses and individuals in connection with their activities in the United States. Our cross-border services include:

- Cross-border **mergers and acquisitions**
- International **dispute resolution**, including arbitration, litigation and mediation
- Establishing **green field and brown field** operations in manufacturing, food and beverage, assembly and logistics and distribution
- Integrating ESG into business operations
- Management of global **intellectual property** portfolios, including registration and enforcement of copyrights, trademarks and patents and trade secret protection
- Global **immigration** including EB-5 permanent residence
- Cross-border **labor & employment**, including employee benefits
- **International trade**, including export controls (U.S. ITAR/EAR and EU)
- Customs/import controls, including AD/CVD and tariff (§232/§301) exclusion requests
- Economic and trade sanctions programs
- Global anti-corruption laws, including U.S. Foreign Corrupt Practices Act and The UK Bribery Act of 2010
- **CFIUS filings**
- Cross-border commercial **contracting and related transactions**
- Global **public policy**
- International **tax**
- **Government contracts**
- Negotiations with regulatory agencies and drafting Joint Venture Agreements, Joint Exploration Agreements, Operating Agreements, Acquisition Agreements and a wide range of supporting documents for foreign entities interested in the **oil and gas** business in the U.S.

The members of the Cross-Border Business Team have developed close working relationships with leading lawyers and other professionals from around the globe. Baker Donelson also is a member of several of the leading global law firm networks through which we can access the right expertise in the right country. Our international network of local attorneys, bankers, accountants and government representatives provides detailed, up-to-date knowledge and information about local business and legal issues and the personalities involved, thus assuring a more tailored, efficient and effective approach to problem solving and dispute

resolution. Regardless of where the project or the dispute is centered in the world, Baker Donelson provides a single point of contact to coordinate in a cost effective and efficient manner the local, national and global resources needed to achieve our clients' goals.



TERRALEX - Our Global Reach

Baker Donelson is a member of TerraLex, an international network made up of 19,000 lawyers at 150 leading firms worldwide. TerraLex provides Baker Donelson attorneys with access to the global expertise and deep local connections needed to provide clients with seamless service no matter where their needs arise. TerraLex was selected as the Global Network of the Year at *The Lawyer's* 2018 European Awards.



Representative Matters

- Represented a Fortune 50 company in an outsourcing of software development and implementation project to an Indian company.
- Spearheaded international aircraft and equipment leases and purchase and sale agreements, and coordinated with local counsel regarding aviation, secured asset and tax issues in more than 40 countries, including India, China, Taiwan, Australia, New Zealand, Indonesia, Tanzania, South Africa, Brazil, Peru, and Chile, as well as most countries in Western Europe.
- Assisted clients and coordinated with local counsel regarding aviation, secured asset and tax issues for operating and financing leases, purchase and sale agreements for fixed wing aircraft and helicopters in various international locations, including England, Spain, France, Italy, Indonesia, Brazil, Malaysia, Nigeria, India, East Timor, Taiwan, Chile, Peru and the Philippines.
- Represented an HIT company in its expansion to the UK.
- Lead counsel to an American company in the acquisition of a technology company based in the United Kingdom, valued in excess of \$100 million.
- Local counsel to guarantor regarding an international lending transaction in excess of 600 million euros.
- Represented an Italian contractor in obtaining contractor and business licenses and in commencement of commercial operations in the United States.
- Drafted various contracts for a large, multinational Italian construction contractor for its U.S. projects.
- Represented the design-builder of an aquarium facility in Taiwan.
- Represented a manufacturer of solar power generation equipment located in California with respect to an RFP bid process and subcontractor agreement for construction of a power generation facility in South Africa.
- Represented a golf-training equipment manufacturer in the development and negotiation of multiple exclusive distribution and licensing agreements with distributors of manufacturer's products in Shenzhen, P.R. China, Hong Kong, United Kingdom, the Middle East, Trinidad and Tobago and South Korea.
- Represented an international health care provider in resolving Hurricane Katrina claims throughout the Gulf region.
- Represented Korean equipment manufacturer in dispute with distributor; obtained appointment of receiver in state court pending international arbitration.
- Represented Mexican manufacturer in contract dispute with distributor in state and federal courts in North Carolina; obtained summary judgment.

- Assisted U.S. companies with establishing international distributorship and sales representative arrangements in Russian Federation, India, China, Brazil, Mexico, Colombia, Canada, Nigeria, Gabon, Kuwait, Saudi Arabia and Pakistan.
- Advised U.S. software, agricultural and oil field services companies in establishing business presences in Russian Federation, China, India, Brazil, Argentina, Columbia and Canada.
- Guided Japan-based global logistics company in their regional headquarters move to Memphis, Tennessee.
- Counsel for expansion and consolidation of chemicals and materials manufacturing facilities to publicly traded entity.
- Counsel to U.S. entities for public bid projects in Brazil.
- Outside legal counsel to numerous Brazilian manufacturing and service entities for operational matters in the United States.
- Advised a U.S. company on the purchase of a UK-based manufacturing company.
- Advised an Italian company on the sale of its U.S.-based subsidiary.
- Advised an Italian manufacturer on the acquisition of a U.S.-based plant facility.
- Advised on numerous projects for U.S. and European clients in establishment of subsidiary entities and operations in Brazil, Mexico, Germany, and Peru.
- Led acquisition of a German medical technology company for a U.S.-based technology fund.
- Led acquisition of a Brazilian entity for a multinational technology company.
- Advised an aerospace materials manufacturer on facility expansion projects in multi-year, multi-phase expansion of more than \$400 million in capital investment.
- Advised a large food processor on plant expansion projects in Louisiana and North Carolina, including state and local incentives negotiation, transportation analysis and infrastructure financing.
- Advised a national-level food processor on multi-state site selection process for plant location.
- Consultant to the Brazilian Ministry of Foreign Relations, the Brazilian Ministry of Planning, Management and Budget, Geneva-based United Nations Conference on Trade and Development for economic development training, and the Ministry of Export, Innovation and Economic Development of Quebec.
- U.S. legal counsel for startup operations for European manufacturers.
- Developed U.S. software licenses for international oil field services software providers.
- Served as co-defense counsel for spice manufacturer in action brought by U.S. Food and Drug Administration (FDA) in which the FDA sought broad injunctive relief including destruction of inventory based on violations of the Food, Drug and Cosmetic Act. In a published ruling, the U.S. District Court for the Western District of Tennessee recognized the extensive measures undertaken by the manufacturer to ensure compliance with FDA rules and regulations and that much of the relief sought by the government was largely unnecessary.
- Handled Offshore Voluntary Disclosure Process for accounts in Switzerland and a variety of other foreign jurisdictions.
- Represented Japanese shipowners and underwriters in claims arising out of a collision in the Bay of Campeche, Mexico.
- Defended an international automobile manufacturer in a class action lawsuit alleging violations of the Tennessee Consumer Protection Act and breach of implied warranties under Tennessee law. After filing motions to dismiss and to strike class action allegations on behalf of the automobile manufacturer, the plaintiff filed a notice of voluntary dismissal dismissing his case.