



## International Transactions List

### Representation of:

- An international telecommunications company in connection with FCPA due diligence.
- An international distribution company in its restructuring and acquisition of numerous Latin American companies.
- A major skin products manufacturer in the establishment of distribution agreements worldwide.
- A non-U.S. insurance company to determine if sales of life and health insurance through intermediaries on a non-admitted basis were permissible under local law in 20 Latin American countries.
- A U.S. telephony service provider to the cellular industry in numerous international matters.
- A U.S. telecommunications company providing bridge loan facility to a U.S. entity having multiple non-U.S. subsidiaries (Europe and Latin America) and securing stock and asset pledges from all of the subsidiaries.
- A non-U.S. entity in its acquisition of a majority interest in a Colombian food company.
- A U.S. telecommunications company in its acquisition of a majority interest in an Argentine telecommunications company.
- A U.S. cable television company in connection with the solution of a shareholder dispute.
- A U.S. power company in connection with an investor-state investment dispute.
- Latin American DTH systems owner and operator in connection with the acquisition of systems components. (Supplier was in Mexico).
- A non-U.S. television network regarding satellite transponder leases.
- A major U.S. software and hardware manufacturer as its Latin American outside counsel.
- A number of Internet-based media companies in various web-based strategic alliances.
- One of the largest of the Brazilian HMO organizations in licensing its custom software for use in Brazil.
- A major plastic products manufacturer as its Latin American outside counsel including dealing with collection issues and negotiating agency and distribution agreements.
- A major U.S. health insurance provider as its Latin American outside counsel.
- A joint venture company established by a U.S. oil company and a European industrial company involving supply contracts for petroleum by-products and in connection with the company's operations in a Latin American country.

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- One of the major European oil companies in the negotiation and documentation of a joint venture in a Caribbean nation.
- Latin America-wide free ISP in the asset acquisition of a competitor and in a merger with a competitor.
- Establishment of joint venture between a Portuguese software distributor and a U.S. software manufacturer for the distribution of software in Brazil.
- A U.S.-based cable television company in connection with the acquisition of a non-U.S. Internet service provider
- Representation of a U.S.-based cable television company in its acquisition and operation of 2 cable television systems in a Latin American country and in connection with its other holdings in the U.S and internationally.
- Representation of a non-U.S. cable television company in its acquisition by a major U.S. cable company.
- Distribution in Brazil of consumer electronics products under license agreement with a major multinational company.
- Establishment of joint venture between a Portuguese software distributor and a U.S. software manufacturer for the distribution of software in Brazil.
- U.S. public company in licensing of biotechnology IP to major Brazilian company.
- Offshore subsidiary of Brazilian bank as to pledge of shares of Canadian mining company as collateral for loans in Brazil.
- Private placement to Brazilian investors of interests in a Florida LLC which purchases real property tax certificates.
- Sale of Brazilian medical software subsidiary of a U.S. public company.
- Establishment of Brazilian subsidiary for a major U.S.-based logistics company.
- Restructuring of the Brazilian subsidiary of a major international personal care chemical company.
- A worldwide chemical manufacturer in connection with its restructuring for operational and tax efficiency reasons.
- U.S. pay phone manufacturer in the sale of thousands of pay phones into Mexico.
- U.S. media company in its acquisition of a Mexican ISP.
- U.S. company in its dissolution of a Mexican subsidiary.
- U.S. company in its dissolution of a Nicaraguan subsidiary.
- U.S. food services company in acquisition, distribution and other agreements in Netherlands, Switzerland, Mexico, Chile, Argentina.
- Acquisition of \$135 million provider of international VOIP services by domestic U.S. public company and associated convertible debt financing.
- International banking corporation in connection with an \$85 million secured convertible debenture financing of a public health care technologies solutions provider in connection with its all-cash bid to acquire a public provider



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- of information technology systems for hospitals, healthcare networks, and imaging facilities.
- Roll up of \$45 million South Pacific telecommunications, systems integration, and data communications business through a Canadian plan of arrangement and mergers, with a related initial SEC registration.
- Publicly-held company in its \$26 million strategic acquisition of a company which is a leading provider of network solutions and systems integration services in Venezuela, Argentina, Mexico, Colombia, Ecuador, and Central America.
- Leading electronics manufacturer based in China and several of its subsidiaries and affiliates in China, the U.S., and the British Virgin Islands in connection with the \$12 million sale of certain assets and divisions as well as the private placement of securities.
- Affiliate of a leading electronics manufacturer based in China in connection with an \$8 million investment by an affiliate of a multinational computer technology and consulting corporation.
- \$6 billion China-based consumer electronics conglomerate in various matters.
- Subsidiary of publicly-held company in its \$5 million strategic acquisition of a network solutions and systems integration services company with operations based in Argentina.
- Wholly-owned Cayman Islands subsidiary of publicly-held company in its \$5 million strategic acquisition of a company which provides technical training and certifications which, together with its affiliates, operates in Panama, Venezuela, Brazil, Argentina, and Peru.
- Liechtenstein asset management company in the \$1.3 billion sale of its international asset management division.
- Privately-held commercial plastics company in the sale of its 33 subsidiaries (in the U.S., Latin America and Europe) to a division of General Electric Company.
- Representation of a publicly-held company in the United Kingdom in its \$113.0 million acquisition of 27 companies in the U.S., Latin America, Europe and Asia.
- Representation of a multinational, direct broadcast satellite company, in joint ventures in Argentina and Colombia and in general corporate matters.
- Representation of a publicly-held .com company in corporate governance, various mergers and acquisitions in the U.S. and Latin America and the sale of its domain name and related assets to a Spanish entity.
- Representation of the contractor for a power plant in Guatemala City, Guatemala.
- Representation of the manufacturer of equipment for a utility project in Nicaragua.
- Represented private U.S. supply chain solutions provider in its \$15 million acquisition of U.K. electronic trading systems company.
- Cargo airline based in Fortaleza, Brazil, in connection with a \$12 million issuance of medium term euronotes to Venezuelan investors.
- Represented Florida-based aircraft concierge services business in negotiating establishment of franchisee with London-based global franchisor.



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- U.S. logistics company in various non-U.S. strategic alliances, and establishment of foreign affiliates.
- Filing and prosecuting patent applications in a number of foreign countries.
- Domestic corporate transactions for international clients
- Representation of the U.S. affiliate of a Brazilian sports marketing company in the negotiation of the sale of soccer tournament broadcast rights.
- Representation of the U.S. affiliate of a Brazilian sports marketing company in the negotiation of the sale of soccer tournament sponsorship rights.
- Representation of an international incentive company in its U.S. operations.
- Representation of an Australian media company in its expansion into the U.S. market including establishing the structure of the U.S. operating entities and multiple U.S. acquisitions.
- Representation of subsidiary of Argentine bank in the acquisition of the technology assets of a U.S. company.
- Advice to the UK investment arm of U.S. financial institution regarding the U.S. aspects of a management buyout of a European company.
- Negotiation of television series and development agreements for Mexican production company.
- Acquisition of a division of a municipal waste treatment company for French chemical company.
- Acquisition of division of Florida-based national distributor of auto wheels and accessories for an Italian wheel manufacturer.
- Negotiation of advertising and public relations contracts for U.S. and Latin American companies.
- Assistance to a Spanish food company to acquire the interests of its U.S. minority owner and to recapitalize the U.S. company.
- Assistance to a French-owned maritime goods company to remove management, establish new management and recapitalize the company.
- Assistance to a Spanish tile manufacturer to acquire the interests of its U.S. minority owner and to recapitalize the U.S. company.
- Representation of an offshore fund and a U.S. bank in the formation of a U.S. \$100 million fund to invest in U.S. real estate and the creation of various investment joint ventures.
- Representation of a private financial services company in its \$36 million acquisition by merger of a public Canadian financial services company.
- Represented U.S. telecommunications provider in its \$7 billion sale to a German telecommunications company.
- Representation of a private pharmaceutical development company in \$50 million equity financings by U.S. and international pharmaceutical companies and venture funds.
- Representation of a U.S. software technology company in Regulation S private offering of securities to multiple investors in the United Kingdom.



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- Representation of a Florida-based waste hauling business in the multimillion dollar sale of substantially all of its assets to a publicly-held solid waste services company with customers throughout the U.S. and Canada.
- Representation of a Florida-based distributor of IT products to Latin America and the Caribbean in a multimillion dollar stock exchange, stock purchase and asset purchase transaction with a publicly-held global provider of supply chain solutions to the wireless industry.
- Representation of a company in the fresh food delivery business in connection with structuring and various corporate matters including investments by non-U.S. investors.
- Representation of the shareholders of a New Jersey-based worldwide chemical manufacturer and its global affiliates in the \$54 million sale of all of their stock to a national private equity company. The target had operations in Central and South America, South Africa, the People's Republic of China and Hong Kong, and manufactures and supplies chemical ingredients to the personal care industries world-wide.
- Representation of a leading electronics manufacturer based in China and several of its subsidiaries and affiliates in China, the U.S., and the British Virgin Islands in connection with the \$12 million sale of certain assets and divisions as well as the private placement of securities.
- Representation of a publicly-held publisher in all aspects of its business, including corporate governance and various sales, mergers, acquisitions and swaps (including the \$420 million sale of its online subsidiary to a British company).
- Representation of a privately-held commercial plastics company in the sale of its 33 subsidiaries (in the U.S., Latin America and Europe) to a division of General Electric Company.
- Representation of a Delaware company in its restructuring and sale of a well-known political magazine to Canadian investors.
- Representation of a publicly-held company in the sale of two of its electronic materials businesses to a Canadian purchaser.
- Representation of the Special Committee of a Cayman Island-based investment fund charged with negotiating the transaction with various conflicted parties for the "recapture" of approximately \$50 million (face value) in the assets of a multimillion dollar entity.
- Closing on the investment of \$2 million by a foreign investor into firm client, involving significant tax restructuring.
- Representation of Jacksonville-based company in a \$250 million strategic investment involving U.S. and foreign transactional/operational income tax planning with respect to the strategic investment, as well as the restructuring of the company's operations in Central and South America, Africa and the Caribbean.
- Representation with negotiations of a \$200 million per year contract with the Japanese government to provide temporary power generation in the wake of the earthquake and tsunami. This is one of the largest transactions to date with respect to the recovery efforts in Japan.
- Representation in a signed agreement to enter into a strategic alliance to accelerate its entry into the wireless devices market in Latin America.
- Representation of U.S. logistics company in various non-U.S. strategic alliances, and establishment of foreign affiliates.



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- Represented various foreign entities with investments in U.S. companies and real estate.
- Advised a U.S. client on certain financial matters pertaining to real estate loans in Puerto Rico. Local counsel was also used.
- Advised U.S. manufacturer of lighting fixtures on licensing agreements with Chinese manufacturer.
- Represented a U.S. manufacturer in acquiring a business in Brazil and in negotiating several acquisitions in Europe.
- Representation of London market and European insurers (including certain underwriters at Lloyd's, and various British, German, Swiss, French, and Australian insurers) in a number of disputes in the Southeastern U.S.

### **Public-Private Partnership Transactions**

- Representation of a consortium of U.S. and non-U.S. construction companies in its bid to become the concessionaire to construct, operate, and maintain the Port of Miami Tunnel.
- Representation of a consortium of non-U.S. companies in its bid to become the concessionaire to provide express lanes for Interstate 595 in Broward County, Florida.
- Representation of a consortium of U.S. and non-U.S. companies in its bid to become the concessionaire to lease, operate, and maintain Alligator Alley.
- Representation of a major non-U.S. high speed rail operator in connection with its bid to operate Florida's high speed rail trains.

### **Representative Real Estate Matters**

- Senior bridge loan from Brazilian investor group to finance acquisition of distressed Florida residential real estate project by other Brazilian group.
- Representation of Brazilian investors in purchase of commercial properties and high-end condominium apartments and residences.
- Representation of Brazilian property owners in sale of properties to U.S. and European investors.
- Representation of Brazilian family in sale to U.S. and European investors of Amazon region land, with pricing based on available carbon credits.
- Representation of a group of Brazilian investors who acquired the Belleview Biltmore Hotel and resort in Belleair, Florida.

### **Representative Litigation Matters**

- Representation of investor in construction of an electric plant in ICSID arbitration against the government of Panama.
- Representation of Brazilian consultant in claim against U.S. multinational for commission on sale of industrial equipment in Brazil.
- Representation of Brazilian investor in shareholder dispute within U.S.-based cosmetics company which distributes Brazilian cosmetic products.
- Representation of offshore bank in connection with fraud claim against rogue trader involved in breach of fiduciary duty transactions.



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- Representation of a U.S. company in connection with an international distribution dispute arbitrated in Geneva, Switzerland.
- Representation of Brazilian company in connection with a dispute over equipment supplied by a U.S. company for the construction of a municipal water treatment plant.
- Multi-plaintiff products litigation brought by South American plaintiffs against European chemical manufacturers (case dismissed on grounds of *forum non conveniens*).
- Representation of Tel Aviv company in shareholder litigation.
- Representation of Guatemalan business owners in dispute with co-owners.
- Representation of U.S. company in litigation with Mexican supplier.
- Representation of Hong Kong business in dispute with Washington, D.C. business.
- Advising international manufacturer on long-arm jurisdiction issues arising from extra-territorial business activities.
- Representation of German manufacturer in litigation with U.S. company over acquisition and sale of a business.
- Litigation against South African product suppliers.
- Defense of class action in Puerto Rico for telecom company.
- Representation of the Bahamian subsidiary of a Brazilian bank and its affiliates in defending against proceedings commenced by a Brazilian bankruptcy trustee in Florida, the Cayman Islands, British Virgin Islands, and Belize.
- Defense of aviation company in eight products liability (aviation) cases stemming from five separate accidents. The cases are in Florida federal court, Florida state court, New Hampshire federal court, New Mexico federal court, and California state court.
- Representation of a major cable network in filing a Motion for a Temporary Restraining Order against a Mexican cable network.
- Patent infringement lawsuit, styled as *Newport Medical Instruments Inc. v. Flight Medical Innovations Ltd.*
- Representation of R.J. Reynolds in appeal in PR Appellate Tribunal of the San Juan Region.

### Representative International Tax Matters

- Representation of a worldwide chemical manufacturer in connection with its restructuring for operational and tax efficiency reasons.
- Transfer pricing studies for a Brazilian sports marketing company.
- Tax structuring for numerous inbound foreign investment transactions.
- Tax structuring for numerous non-U.S. entities to allow a sale of goods from a U.S. entity outside of the U.S. while minimizing or eliminating tax consequences.
- Tax structuring for non-U.S. real estate investment funds investing in U.S. real estate.
- Pre-immigration tax planning for numerous executives relocating to the U.S.
- Tax structuring for estate planning purposes for non-U.S. high net worth individuals.



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- Organization of optimal Canadian affiliate tax structure for Axis Technologies LLC.
- Structuring of oil brokerage companies to avoid Controlled Foreign Corporation (“CFC”) rules allowing retention of \$200 million in earnings in offshore entities to be used for business purposes.

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For more information, please contact:

**Andrew J. Markus**

[amarkus@carltonfields.com](mailto:amarkus@carltonfields.com)

[www.carltonfields.com/amarkus](http://www.carltonfields.com/amarkus)

305.539.7433