

Business Transactions

Overview

Carlton Fields' business transactions team combines deep industry knowledge with innovative, big-picture thinking to advance our clients' business goals. We advise and represent public and privately held companies and key players that operate in sectors including finance, private equity and venture capital, health care, technology, media, entertainment, and sports. Our comprehensive practice focuses on responsiveness and collaboration in matters that range from counseling on day-to-day operations and routine matters, to managing and closing the most complex transactions.

Experience

- Closed a \$100 million purchase of preferred equities in a public REIT for our client (itself a public REIT).
- Assisted a U.S. tech private equity fund in acquiring, from a South Africa-based company, a substantial equity interest in a Brazilian entity that provides platform solutions for e-commerce.
- Closed a \$1.25 billion five-year credit facility.
- Assisted a waste remediation company in negotiating and closing \$15 million of mezzanine financing (including warrants) and in restructuring the company from a Texas limited partnership into a Delaware subchapter S corporation.
- \$7 billion merger between two telecom companies, including alternative merger agreements and joint proxy statement and related public securities registrations.
- \$1 billion leveraged buyout of cell phone equipment provider.
- \$500 million worth of acquisitions by, and recapitalization of, an investment company and subsidiaries, including purchase and restructuring of operating companies and assets, senior credit facility, purchase of loan portfolios, and master debt financing facility.
- \$190 million reorganization and related financings, assets sales, and acquisitions for a private financial services company.

- \$100 million tender offer for and acquisition by a NASDAQ-listed international apparel corporation of another apparel company.
- Joint proxy statement and related public securities registrations for the \$75 million merger of insurance and health software companies.
- Representation of various companies in their issuances of private common and preferred stock, limited liability company interests, and limited partnership interests (more than \$1 billion in the aggregate).
- \$375 million in private placements of telecom company's common stock.
- \$373 million secondary public offering of a staffing company's common stock.
- \$135 million initial public offering of a digital manufacturing company's common stock.

Insights

05.23.2023

New Florida Law Banning Real Estate Ownership by Foreign Principals From Certain Foreign Countries

05.16.2023

New Florida Law Banning Real Estate Ownership by Foreign Principals From Certain Foreign Countries

06.24.2022

New Crypto Bill Seeks to Regulate Digital Assets and Their Markets

04.08.2022

Florida Supreme Court Weighs in on Delegation Language in Arbitration Provisions, Affirms Sufficiency of "Reference to Rules" Approach

10.28.2021

Investimento Sustentável na Administração Pública (Sustainable Investment in Public Administration)

InfraFM

10.13.2021

New York City Creates Right to Sue Over Use of Biometric Data

04.09.2021

Non-Fungible Tokens (NFTs) as Art Loan Collateral

Business Law Today

02.09.2021

The Corporate Transparency Act: What You Need to Know Pending FinCen Regulations

01.01.2021

Environmental Infrastructure in Brazil: a Paradise for Private Investors

LinkedIn

12.28.2020

Stimulus Package Ushers in New Loan Opportunities and Support for Small- to Medium-Sized Businesses / Extends FFCRA Tax Credit

12.15.2020

Ledgers and Law: Real-World Planning for Cyber Attacks

11.12.2020

Ledgers and Law: Roadblocks Facing the Cannabis Industry

10.14.2020

Ledgers and Law: Start With an Ending in Mind When Building a New Business

08.04.2020

Sustainable Investment in the Brazilian Public Administration

LinkedIn

06.10.2020

Federal Reserve Board Expands Main Street Lending Program

05.04.2020

Update on the Reserve Board's Main Street Program: Moves to Assist Larger Businesses

04.24.2020

New Funds Available Under the Small Business PPP and EIDL Programs

04.23.2020

Economic Impact Payments Authorized by the CARES Act Are Not Exempt From Garnishment in Florida

04.10.2020

Federal Reserve Moves to Assist Larger Businesses

04.07.2020

Hotel Management Agreement: CARES Act Side Agreement

04.06.2020

California Provides Relief for Businesses

04.01.2020

Privacy and Cybersecurity Perils in Hastily Signed Work-From-Home Vendor Contracts

03.31.2020

Small Business Administration Loans Summary Under the CARES Act

03.30.2020

States Introduce Emergency Laws Seeking to Retroactively Expand Business Interruption Insurance for Small Businesses to Include Claims Related to COVID-19 Despite Policy Exclusions Providing Otherwise

03.28.2020

CARES Act Provides Payment Protection and Potential Loan Forgiveness to Small Businesses

03.26.2020

Loan Restructuring and Forbearance Agreements in the Face of COVID-19 – The Hotel Borrower’s Perspective

03.25.2020

Relief Avenues for Small and Medium-Sized Businesses in California During the COVID-19 Pandemic

03.20.2020

COVID-19 and Credit Facilities

03.19.2020

Loan Restructuring and Forbearance Agreements in the Face of COVID-19 – The Lender’s Perspective

01.17.2020

The Latest “Hipster Antitrust” Battleground – Vertical Merger Enforcement

01.14.2020

Florida Is Now a “Demand Futility” State for Shareholder Derivative Actions

12.23.2019

Changes to Florida Notarization Statutes Effective January 1, 2020

06.12.2019

Supreme Court: Trademark Owner in Bankruptcy Can’t Cancel Its Trademark Licenses

04.26.2019

Insight: A Moral Compass - A Guide to Celebrity-Focused Morals Clauses

02.08.2019

They Really Mean It This Time... Three Things to Know About Trump’s Second “Buy American” Executive Order

01.30.2019

Qualified Opportunity Zones vs. 1031

01.30.2019

Seizing the Opportunity with Qualified Opportunity Zones

01.16.2019

On to Greener Pastures: The Landscape of Impact Investing, Divestment Strategies, and How Investors Are Combating Climate Change

Business Law Today

03.31.2018

New Tax Law Eliminates 30-Day Safe Harbor Against CFC Status

12.29.2017

Major Disruption in the Use of Technology and Trademarks in the Insurance Industry

12.21.2017

Parking Is Now A Taxable Expense

10.31.2017

Stop “Partnering” and Begin “Strategically Allying”

10.17.2017

Mergers & Acquisitions

03.08.2017

Tightening the Tax Screws on International IP Structures

03.08.2017

Considerations for Foreign Travelers to the U.S. Under the New Administration

03.08.2017

Leasing Retail Stores in New York City

03.08.2017

China Tightens Regulations on Investing Insurance Funds in Shares of Listed Companies

01.05.2017

Current Developments in International Taxation – Outbound Update

08.15.2016

Rules of the (International) Road: Choosing and Appointing a Distributor

08.15.2016

Post-Daimler: Are Non-U.S. Companies Safe from Suit in U.S. Courts? What if the Non-U.S. Parent Registers to Do Business in a State?

08.15.2016

Changes in Cuba May Impact the Insurance Industry

08.15.2016

The Public-Private Partnership as a New Tool for Infrastructure Development in Argentina

07.27.2016

What's the Future of Hospitality and Tourism in Cuba as U.S. Embargo Loosens?

06.24.2016

Brexit and International IP: Changes are Coming

06.24.2016

The Long Road Ahead for the UK and Europe

06.03.2016

2016 Florida Legislative Post-Session Report

05.13.2016

FinCEN Unveils “Fifth Pillar” of Anti-Money Laundering Compliance

04.29.2016

Rules of the (International) Road: Make an Informed Decision on Agency

04.29.2016

Using Independent Sales Representatives to do Business in the United States

04.29.2016

Immigration Law for Startups: Best Practices, Prime Options, and Common Pitfalls

04.29.2016

Cuba: The Risks and Rewards for U.S. Businesses

04.26.2016

Brazilian Voluntary Disclosure Program: The Cost of The Medicine for Contaminated Funds

04.21.2016

Opportunities and Risks for U.S. Businesses at the Port of Mariel

02.22.2016

Cuba: The Risks and Rewards for U.S. Businesses

02.15.2016

New FIRPTA Exceptions Provide Opportunities for Foreign Pensions and Investment Funds

02.15.2016

Jobs Act Revamped by Fast Act

09.22.2015

7 Things Startups Should Know About Intellectual Property Law

09.21.2015

Cuba Sanctions Relief: The Knot Further Loosens

09.15.2015

9 Things Employees Should Do to Prevent Data Breaches

08.15.2015

Streamlined Procedures for Authenticating Documents in Brazil

07.22.2015

A Kickstart to Business: Florida Joins Other States in Passing Intrastate Crowdfunding Exemption

07.22.2015

With Reservations, Delaware Chancery Court Grants Summary Judgment to Dell in Appraisal Action Sparked by Going-Private Merger

06.09.2015

Expansion of Fiduciary Duties Will Impact Florida LLCs – Is it Time to Update Your Operating Agreement?

05.29.2015

Expect Focus, International, Spring 2015

04.08.2015

USCIS Exceeds Fiscal Year 2016 Limit on H-1B Petitions

01.14.2015

The Time Has Come: Are You Familiar With Florida's New Revised Limited Liability Company Act?

10.23.2014

Seth Joseph Featured in Law360: Capital Markets

10.22.2014

Q&A With Carlton Fields' Jim Walker

08.08.2014

Foreign Judiciaries Through the Eyes of U.S. Courts

07.02.2014

Eleventh Circuit Reverses District Court on Application of Noneconomic Damages Cap

06.25.2014

Florida Governor Signs Florida Information Protection Act

06.12.2014

2014 Florida Post-Session Report Released

06.02.2014

Employers: Are You at Risk for Immigration and I-9 Audits?

05.19.2014

Comply or Pay the Price: Why I-9 Noncompliance May Cost You Millions

01.29.2014

Allowing employees to connect own devices has risks, benefits

01.27.2014

Q&A With Carlton Fields' David Burke

01.16.2014

The "Internet of Things" Will Impact Law and Regulation in 2014

09.23.2013

Risky Business: "Bring-Your-Own-Device" and Your Company

09.18.2013

How to Use Electronic Media to Access Accredited Investors Under the New SEC Rules

09.05.2013

NIST Releases Preliminary Cybersecurity Framework for Critical Infrastructure Organizations

09.05.2013

Treasury and IRS Provide Guidance for Same-Sex Married Couples

07.19.2013

Academic Institutions Face Increased Threat of Cyberattacks

07.01.2013

SEC's Proposed Reforms Impact Insurance Product Money Market Funds

06.27.2013

CFPB Orders \$6.5 Million Refund on Sub-prime Auto Loans Marketed to Servicemembers

06.04.2013

Equity-Based Awards and Equity-Based Compensation

05.09.2013

SEC Brings Action Against Independent Fund Trustees and Provides Gloss on Section 15(c) Process

05.02.2013

Planning for the Affordable Care Act's Net Investment Income Tax

05.02.2013

CFPB Takes Aim at Indirect Auto Lenders for Violations of Fair Lending Law

04.29.2013

SEC Staff Clarifies Status of Insurance Networking Arrangements

04.22.2013

CFPB Issues Report on the Use of Senior Designations and Recommendations for Regulation

04.10.2013

Married Same-Sex Couples Should File Protective Claims for Tax Refunds Now

04.09.2013

Cyber Intelligence Sharing and Protection Act Set for Markup Session

04.02.2013

Staking Claims: Unclaimed Property Update Q1 2013

04.02.2013

IRS Temporarily Liberalizes Requirements for Employment Tax Partial Amnesty Program

03.25.2013

Bill Introduced on Warrantless GPS Tracking

03.25.2013

Cloud Servicing Contracts: Legal Considerations for Companies Migrating to the Cloud

03.06.2013

SEC Seeks Cost/Benefit Data Relating to Standards of Conduct for Broker-Dealers and Investment Advisers

03.05.2013

Start a Five-Step Privacy Program for Your Business

01.30.2013

Discussion Draft of Application Privacy, Protection, and Security Act (APPS Act) Released

01.29.2013

Services Offered to EB-5 Investors

12.26.2012

The White House is Finalizing an Executive Order on Cybersecurity

12.12.2012

SEC Charges Fund Independent Directors on Valuation of Portfolio Securities

11.08.2012

Local Government Economic Development Property Tax Exemptions

07.11.2012

Regulators Define Swaps

06.15.2012

JOBS Act Enhances Private Capital Raising Activities

06.15.2012

JOBS Act Eases Requirements for Triggering SEC's Exchange Act Registration

06.15.2012

JOBS Act: Emerging Growth Companies

06.15.2012

Crowdfunding Under the JOBS Act

05.09.2012

Agency Positions Unfavorable to Investment Companies

03.12.2012

Invest in Your Future: Conditional Green Cards with No Visa Backlog

03.08.2012

Considerations for Going Public and the IPO Process

03.06.2012

SEC and CFTC Issue Proposed Rules on Identity Theft

02.17.2012

Can the Spanish ETVE Be Used to Finance Foreign Operations?

01.04.2012

Equity-Based Awards and Equity-Based Compensation

12.30.2011

New Business Opportunities for Public-Private Partnerships in Georgia

12.28.2011

Corporate and Securities Issues: Report of Inspector of Elections

12.28.2011

Best Practices in Electronic Record Retention (Vendors)

12.28.2011

Corporate and Securities Issues: Script for Annual Meeting of Shareholders

12.28.2011

Best Practices in Electronic Record Retention

08.01.2011

Restrictive Covenants: A Cautionary Tale

07.07.2011

The SEC Adopts Final Rule Under the Dodd-Frank Act Defining "Family Offices"

01.01.2010

U.S. Department of Justice Immigration Law Advisor: Waiver Relief for Refugees Who Have Engaged in Criminal Activity

01.01.2008

AILA's Focus on Waivers

02.05.2005

The New Tax Lawyer's Perspective

07.18.2004

Florida Bar Practice Manual for Limited Liability Companies in Florida

02.02.2004

Missouri's Bifurcated Process in Non-Capital Criminal Jury Trials

01.01.2003

Confiar é Preciso: Falta de Informação Gera Crise Nos Mercados Financeiros

Legal Adviser

01.01.2003

O Novo Tratamento Para os Juros Moratórios no Brasil

Legal Adviser

01.01.2001

The Twilight Zone in the Brazilian Energy Sector, The Journal of Structured and Project Finance

Institutional Investor Journals


Our Team

Key Contacts



Jordan D. August

SHAREHOLDER

 813.229.4280

Additional Members



Steven T. Anapoell

SHAREHOLDER

Los Angeles

☎ 305.530.4029



Frank A. Appicelli

SHAREHOLDER

Hartford

☎ 860.392.5015



Daniel A. Badovinac

SENIOR COUNSEL

Miami

📞 305.539.7327



Ricky C. Benjamin

SHAREHOLDER

Atlanta

📞 404.815.2718



Bruce J. Berman

SHAREHOLDER

Miami

☎ 305.539.7415



Ann Young Black

SHAREHOLDER

Miami

☎ 305.347.6859



Alexandra D. Blye

SHAREHOLDER

West Palm Beach

📞 561.650.8016



Steven J. Brodie

SHAREHOLDER

Miami

📞 305.539.7302



David P. Burke
SHAREHOLDER

Tampa
☎ 813.229.4207



Stephanie Chau
OF COUNSEL

Los Angeles
☎ 310.843.6314



Richard T. Choi

SHAREHOLDER

Washington, D.C.

☎ 202.965.8127



Luciano de Almeida Freitas

CORPORATE FINANCE CONSULTANT

Miami

☎ 305.347.6842



Daniel L. DeCubellis

SHAREHOLDER

Orlando

☎ 407.244.8228



Richard A. Denmon

SHAREHOLDER

Tampa

☎ 813.229.4219



Jonathan "Tre" Dixon III

SHAREHOLDER

Tampa

☎ 813.229.4129



Nathaniel L. Doliner

SHAREHOLDER

Tampa

☎ 813.229.4208



Olivia V. Dresevic

ASSOCIATE

Tampa

📞 813.229.4309



Austin Marshall Eason

OF COUNSEL

Tampa

📞 813.229.4277



Taylor J. Fay

ASSOCIATE

Atlanta

☎ 404.815.2702



Linda L. Fleming

SHAREHOLDER

Tampa

☎ 813.229.4359



Robert P. Friedman

SHAREHOLDER

Los Angeles

☎ 310.843.6344



Ann Began Furman

SHAREHOLDER

Washington, D.C.

☎ 202.965.8130



Lauren F. Gandle

ASSOCIATE

Tampa

☎ 813.229.4236



Jon T. Gatto

SHAREHOLDER

Tampa

☎ 813.229.4141



Joel B. Giles
SHAREHOLDER

Tampa
☎ 813.229.4390



Shannon B. Gray
OF COUNSEL

Tampa
☎ 813.229.4314



Chandler R. Harris

ASSOCIATE

Tampa

📞 813.229.4251



Brian A. Hart

SHAREHOLDER

Miami

📞 305.539.7221



Ethan Horwitz

SHAREHOLDER

New York

📞 [212.380.9617](tel:212.380.9617)



Matthew H. Jacobson

SHAREHOLDER

Miami

📞 [305.539.7372](tel:305.539.7372)



Cristin Conley Keane

SHAREHOLDER

Tampa

📞 813.229.4211



James J. Kennedy III

SHAREHOLDER

Tampa

📞 813.229.4379



Jay Koenigsberg

SHAREHOLDER

Miami

📞 305.539.7333



Alon Lagstein

OF COUNSEL

Los Angeles

📞 310.843.6316



Thomas C. Lauerman

OF COUNSEL

Washington, D.C.

☎ 202.965.8156



Edgel C. Lester Jr.

OF COUNSEL

Tampa

☎ 813.229.4231



William Mark Levinson

SHAREHOLDER

Los Angeles

☎ 310.843.6336



J. Robert MacAneney

SHAREHOLDER

New York

☎ 212.380.9615



Robert B. Macaulay

SHAREHOLDER

Miami

☎ 305.530.4026



Federico M. Maciá

OF COUNSEL

Miami

☎ 305.539.7299



Brad S. Markoff

SHAREHOLDER

Los Angeles

☎ 310.843.6324



Andrew J. Markus

OF COUNSEL

Miami

☎ 305.539.7433



Carlos A. Mas
SHAREHOLDER

Miami
☎ 305.539.7375



Ahmed-Zayn Mohamed
STAFF ATTORNEY

Tampa
☎ 813.229.4113



Thomas F. Morante

SENIOR COUNSEL

Miami

☎ 305.539.7252



Meredith M. Moss

SHAREHOLDER

Los Angeles

☎ 310.843.6304



William G. Najmy

ASSOCIATE

Tampa

☎ 813.229.4941



Mark A. Neubauer

SHAREHOLDER

Los Angeles

☎ 310.843.6310



Dennis J. Olle
SHAREHOLDER

Miami
☎ 305.539.7419



Edith G. Osman
OF COUNSEL

Miami
☎ 305.539.7258



Edward J. Page

SHAREHOLDER

Tampa

☎ 813.229.4308



Scott D. Page

OF COUNSEL

Los Angeles

☎ 310.843.6328



Gail Podolsky
SHAREHOLDER

Atlanta
☎ 404.815.2714



Rahul P. Ranadive
SHAREHOLDER

Miami
☎ 305.539.7237



Alan Rosenthal
SHAREHOLDER

Miami
☎ 305.539.7301



Samantha T. Schneck
SHAREHOLDER

Washington, D.C.
☎ 202.965.8191



Robert B. Shapiro

OF COUNSEL

Washington, D.C.

☎ 202.965.8151



Madelyn Spatt Shulman

OF COUNSEL

New York

☎ 212.785.8048



Daniel B. Simonds

ASSOCIATE

Los Angeles

☎ 310.843.6364



Michele B. Softness

OF COUNSEL

Miami

☎ 305.539.7234



Susan L. Spencer

SHAREHOLDER

Atlanta

☎ 404.815.2663



J. Coy Stull

OF COUNSEL

Tampa

☎ 813.229.4120



Terresa R. Tarpley

SHAREHOLDER

Atlanta

☎ 404.815.2662



Michael R. Tippet

SHAREHOLDER

Atlanta

☎ 404.815.2731



Michael C. Vandormael
OF COUNSEL

Miami

☎ 305.539.7270



James Walker IV
SHAREHOLDER

Atlanta

☎ 404.815.2664



Lowell J. Walters

OF COUNSEL

Tampa

☎ 813.229.4194



Barry Leigh Weissman

SHAREHOLDER

Los Angeles

☎ 310.843.6322



Henry S. Wulf

SHAREHOLDER

West Palm Beach

☎ 561.650.8042



Eleanor M. Yost

SHAREHOLDER

Tampa

☎ 813.229.4395



Edmund J. Zaharewicz

SHAREHOLDER

Miami

📞 305.347.6932



Michael G. Zilber

ASSOCIATE

Miami

📞 305.530.4058

Related Capabilities

Practices

- Banking, Commercial, and Consumer Finance
- Health Care
- Real Estate
- Cybersecurity and Privacy
- Estates, Trusts and Probate
- Family Law
- Hospitality
- Immigration Planning and Compliance

Industries

- Banking, Commercial, and Consumer Finance
- Health Care
- Real Estate
- Securities & Investment Companies
- Telecommunications
- Technology
- Life, Annuity, and Retirement Solutions

- Intellectual Property
- International
- Labor & Employment
- Media, Entertainment, Music & Sports
- Mergers and Acquisitions
- Nonprofit Organizations
- Private Equity and Venture Capital
- Public and Private Offerings
- Public-Private Partnerships
- Representations and Warranty Insurance
- Securities Transactions and Compliance
- Tax
- Telecommunications
- Technology
- Technology & Intellectual Property Transactions
- Pharmaceuticals and Medical Devices
- International: Latin America
- International: Europe
- International: Brazil
- International Litigation & Arbitration
- Telecom: Litigation and Arbitration
- Telecom: Transactions
- AdTech
- Energy and Utilities
- Global Anti-Corruption
- Cannabis Law