



Andrew J. Markus

SHAREHOLDER

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Overview

Josh Markus represents U.S. and non-U.S. companies in international and domestic corporate transactions including joint ventures, strategic alliances, mergers and acquisitions, public-private infrastructure partnerships, and multijurisdictional international projects. He also regularly provides contractual advice and counseling on commercial matters including electronic commerce, distribution of goods and services, supply contracting, intellectual property licensing, direct marketing, advertising, entertainment-oriented matters, sports broadcasting rights marketing, cable and satellite television, and wholesale and retail consumer products distribution and sales.

Josh is board certified in International Law by The Florida Bar. He is a member of the American Law Institute and a member of the board of governors of the American Bar Association.

Experience

International Corporate

- Represented a worldwide telecommunications company in connection with FCPA due diligence.
- Represented a Latin American-wide distribution company in its restructuring and acquisition of numerous Latin American companies.
- Represented a major skin products manufacturer in the establishment of distribution agreements worldwide.
- Represented a worldwide chemical manufacturer in connection with its restructuring for operational and tax-efficiency reasons.
- Represented 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.
- Represented a U.S. service provider to the cellular industry in numerous international matters.
- Represented 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.

- Represented a non-U.S. entity in its acquisition of a majority interest in a Colombian food company.
- Represented a U.S. telecommunications company in its acquisition of a majority interest in an Argentine telecommunications company.
- Represented a U.S. cable television company in connection with the solution of a shareholder dispute.
- Represented a U.S. power company in connection with an investor-state investment dispute.
- Represented a U.S. company in connection with an international distribution dispute arbitrated in Geneva.
- Represented Latin American DTH systems owner and operator in connection with the acquisition of systems components.
- Advised a non-U.S. television network regarding satellite transponder leases.
- Represented a major U.S. software and hardware manufacturer as its Latin American outside counsel.
- Represented a number of internet-based media companies in various web-based strategic alliances.
- Represented one of the largest Brazilian HMO organizations in licensing its custom software for use in Brazil.
- Represented major plastic products manufacturer as its Latin American outside counsel, including dealing with collection issues and negotiating agency and distribution agreements.
- Represented a major U.S. health insurance provider as its Latin American outside counsel.
- Represented a joint venture company established by a U.S. oil company and a European industrial company involving supply contracts for petroleum byproducts and in connection with the company's operations in a Latin American country.
- Represented one of the major European oil companies in the negotiation and documentation of a joint venture in a Caribbean nation.
- Represented Latin America-wide free ISP in the asset acquisition of a competitor and in a merger with a competitor.
- Established joint venture between a Portuguese software distributor and a U.S. software manufacturer for the distribution of software in Brazil.
- Represented U.S.-based cable television company in acquisition of non-U.S. internet service provider.
- Represented a U.S.-based cable television company in its acquisition and operation of two cable television systems in a Latin American country and in connection with its other holdings in the United States and internationally.
- Represented non-U.S. cable television company in its acquisition by a major U.S. cable company.

Domestic Corporate

- Represented an international incentive company in its U.S. operations.
- Represented a Florida-based dealer and servicer of marine and truck engines in

all aspects of its business.

- Represented a non-U.S. 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.
- Represented *Fortune* 100 company in the sale of an operating division of the company.
- Represented subsidiary of Argentine bank in the acquisition of the technology assets of a U.S. company.
- Advised U.K. investment arm of U.S. financial institution regarding the U.S. aspects of a management buyout of a European company.
- Formed and represented a NASDAQ-listed infomercial and direct marketing company.
- Formed and represented Hispanic-oriented internet financial services provider.
- Negotiated television series and development agreements for Mexican production company.
- Represented French chemical company in the acquisition of a division of a municipal waste treatment company.
- Represented Italian wheel manufacturer in the acquisition of division of Florida-based national distributor of auto wheels and accessories.
- Negotiated advertising and public relations contracts for U.S. and Latin American companies.

Public-Private Partnerships

- Represented 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.
- Represented consortium of non-U.S. companies in its bid to become the concessionaire to provide express lanes for Interstate 595 in Broward County, Florida.
- Represented consortium of U.S. and non-U.S. companies in its bid to become the concessionaire to lease, operate, and maintain Alligator Alley.

All Insights

04.29.2019	Foreign Investment Review Becomes Communitywide
04.23.2019	Carlton Fields' Andrew J. Markus Appointed Honorary Consul of the Republic of Bulgaria
12.18.2018	Reform May Mean More CFIUS Filings in Cross-Border M&A Transactions
11.02.2018	Carlton Fields Receives Equal Justice Pro Bono Award
07.09.2018	Super Lawyers Honors 81 Carlton Fields Attorneys on 2018 Florida "Super Lawyers" and "Rising Stars"

06.29.2018	Carlton Fields Ranked Top Firm and Attorneys Named Legal Leaders in Florida Trend Magazine's 2018 "Legal Elite"
03.31.2018	Trends Against BITS and Investor State Dispute Resolution
08.15.2017	78 Carlton Fields Attorneys Named "Best Lawyers in America"
06.23.2017	Florida Super Lawyers Ranks 92 Carlton Fields Attorneys as 2017 "Super Lawyers" and "Rising Stars"
06.20.2017	Carlton Fields Shareholder Andrew J. Markus Appointed to The Beacon Council's Board of Directors
03.08.2017	Rules of the (International) Road
01.02.2017	Carlton Fields Attorneys Named to the 2017 "South Florida Legal Guide"
08.15.2016	Rules of the (International) Road: Choosing and Appointing a Distributor
08.15.2016	The Public-Private Partnership as a New Tool for Infrastructure Development in Argentina
04.29.2016	Rules of the (International) Road: Make an Informed Decision on Agency
09.28.2015	Rules Of The (International) Road: Protect Your Overseas Business and Investments
05.29.2015	Taking Your Business International
02.01.2014	Florida P3s
02.12.2013	Cross Border Sale of a Family Business or a Small or Medium Size Company
08.30.2012	New Addition to the Public Private Partnership Law of Florida - Another Level of Politics or a Cure for Political Games?
04.11.2012	Rules of the Road for Going International
02.17.2012	Can the Spanish ETVE Be Used to Finance Foreign Operations?

04.07.2009	Public-Private Partnerships Authorized
01.01.2008	My Career as a Latin American Transactional Lawyer, Chapter 4
01.01.2001	My Career as a Latin American Transactional Lawyer, Chapter 13
01.01.1994	Going International in Latin America
01.01.1993	Miami International Practice, Chapter 9
01.01.1990	The Role of US Counsel in Advising the Foreign Investor
01.01.1988	Business Structures

Recognition

- AV Preeminent Rated by Martindale-Hubbell
- Recipient, Legal Services of Greater Miami's Equal Justice Pro Bono Large Firm Award (2018)
- Recipient, *Marquis Who's Who* Albert Nelson Marquis Lifetime Achievement Award (2017-present)
- Listed in *The Best Lawyers in America*, Corporate Law, Mergers & Acquisitions Law (2016-2019)
- Selected for inclusion in *Florida Super Lawyers* (2010-2019)
- Recipient, Fellows of the American Bar Foundation Outstanding State Chair Award (2014)
- Recipient, Lifetime Achievement Award by the ABA Section of International Law (2010)
- Listed in *Who's Who in the World*
- Listed in *Who's Who in America*
- Listed in *Who's Who in American Law*
- Listed in *Who's Who Legal Government Contracts*
- Listed in *Who's Who Legal Public Procurement*
- Listed as a Top Lawyer in *South Florida Legal Guide*
- Listed in *Florida Trend's* Florida Legal Elite
- Board Certified by The Florida Bar in International Law

Professional & Community Involvement

- American Law Institute (2003-present)
- American Bar Association
 - Board of Governors representing Texas and Florida, District 8 (2016-2019)
 - Section of International Law and Practice

- Chair (2003-2004)
 - Chair Elect (2002-2003)
 - Vice-Chair (2001-2002)
 - Chair, Long Range Planning Committee (2001-2002)
 - Publications Board, Technical Legal Assistance Board, Nominating Committee (2001-2002)
 - Chair, General Division (2000-2001)
 - Chair, Public International Law Division (1999-2000)
 - Chair, Comparative Law Division (1998-1999)
 - Budget Officer and Chair, Finance Committee (1996-1998)
 - Chair, Membership Committee (1994-1996)
 - Chair, Inter-American Law Committee (1990-1994)
 - Section Council (1994-present)
 - House of Delegates (2005-2014, 2016-2019)
- House of Delegates Technology and Communications Committee (2012-2014)
- Delegate from the Section of International Law (2005-2011)
- Delegate at Large (2011-2014)
- Standing Committee on Membership (2004-2007)
- Chair, Section Officers' Conference Membership Committee (2007-2010)
- Section Officers' Conference Liaison to ABA Standing Committee on Membership (2007-2010)
- Board of Governors Pricing Strategy Advisory Committee (2005-2007)
- Representative to the Council of the Inter-American Bar Association (2005-2011)
- Standing Committee on Publishing Oversight (2010-2013)
- Standing Committee on Publishing Oversight Liaison to the ABA Standing Committee on Membership (2010-2014)
- Project Director, Haitian Technical Assistance Project (1993-1995)
- Spokesperson on Haitian Issues (1993-1995)
- American Bar Foundation
 - Fellow (2006-present)
 - Florida State Chair (2007-2015)
 - Outstanding State Chair (2014)
 - Fellows Research Advisory Committee (2017-present)
- The Florida Bar
 - Chair, International Law Section (1991-1992)
 - International Law Certification Committee, (1998-2004)
 - Chair, International Law Certification Committee (2003-2004)
 - Chair, Standing Committee on Advertising (1997-1999)

- Chair, Council of Sections (1994-1995)
- President's Task Force on Advertising Rules (1998-2000)
- Beacon Council
 - Board of Directors (2016-present)
 - Chair, International Trade Advisory Committee (2015-2016)
 - Representative, International Trade Consortium of Miami-Dade County (2014-present)
- *Law360*, International Trade Editorial Advisory Board (2011-2013)
- American Jewish Committee - Miami/Broward
 - President (2016-2018)
 - Board of Directors (2010-present)
 - VP-Development (2011-2013)
 - VP-International Relations (2013-2016)
 - National Board of Directors (2016-2018)
- Miami International Arbitration Society (2010-present)
- British American Chamber of Commerce, Miami
 - President (1996-1998)
 - Chairman (1998-2000)
- British American Business Council (1996-2000)
- Florida Brazil Institute Advisory Board (1992-2003)
- Founder and Board Member, Commercial Dispute Resolution Center of the Americas (1992-2003)
- Board of Directors, U.S. Mexico Law Institute (2006-2008)
- Globalaw
 - Chair, International Distribution Initiative (2007-2009)
 - Membership Nominating Committee (2007-2009)

Speaking Engagements

- "Pathways to Employment in International Law," ABA Section of International Law Fall Meeting, Miami Beach, FL (October 2012).
- "Starting Out With an Ideal and Ending Up With a Deal: The Role of the Lawyer as Negotiator," ABA Section of International Law Fall Meeting, Miami Beach, FL (October 2012).
- "How Can Diversity Help or Hinder Cross-Cultural Negotiations," ABA Section of International Law Fall Meeting, Miami Beach, FL (October 2012).
- "Growing your Business with Global Working Capital," Greater Miami Chamber of Commerce, Miami (October 2012).
- "Understanding Professional Service Contracts: Protecting Yourself and Your Clients," American Society of Consulting Arborists Online Webinar (September 2012).

- "Mock Negotiation of International Distribution Agreement," ABA Section of International Law, Dublin (October 2011).
- "Employment Law Aspects of M&A Transactions," ABA Section of International Law, Dublin (October 2011).
- "Public Private Partnerships," French National Bar Association National Convention, Nantes, France (October 2011).
- "Common Goals of Bar Associations to Protect the Core Values of the Profession," Annual Meeting of the Union Internationale des Avocats, Miami (November 2011).
- "PPPs," Convention Nationale des Avocats de France-Nantes, France (October 20, 2011).
- "PPPs," ABA Section of International Law, Paris (October 2010)
- "PPPs," ABA Section of International Law, Miami Beach, FL (October 2009).
- "Practical Legal Issues for Latin American Business," 11th Annual Channel Focus Latin America, Baptie and Company, Miami (March 11, 2008).
- "How SOX Affects Your Use of Co-Op and Market Development Funds," 10th Annual Channel Focus Latin America, Baptie and Company, Miami (March 15, 2007).
- "Practical Aspects of Distribution in Latin America," Product Distribution and Marketing, ALI ABA, Coral Gables, FL (March 9, 2007).
- "Outsourcing Internationally," Annual Meeting of the International Section of the Academy of Legal Studies in Business (August 12, 2006).
- "The Use of U.S. Business Organizations in Cross Border Investment," Annual Meeting of the U.S. Mexico Law Institute, Mexico City (2006).
- "Practical Legal Issues for Latin American Business," Eighth Annual Channel Focus Latin America, Baptie and Company, Fort Lauderdale, FL (2005).
- "International Distribution Agreements: How to Adapt a Domestic Distribution Agreement to the International Environment," ABA CLE Teleconference (June 17, 2004).
- "Agency, Distributorship and Franchising in Florida," Florida France Forum, The Florida Bar and Le Barreau de Paris, Paris (2001).
- "Exit Strategies for International Ventures," International Ventures for the New and Old Economies, ABA National Institute, San Francisco (2000).
- "Jurisdiction Over the Internet," Interjurist Annual Conference, Interjurist, Geneva (1999).
- "Project Finance for Caribbean Infrastructure Projects," 20th Annual Miami Conference on the Caribbean and Latin America, Caribbean Latin American Action, Miami (1997).
- "A Comparative Analysis of Major Arbitration Rules Used in Inter American Commercial Dispute Resolution," Alternative Dispute Resolution in the Americas, World Research Group, Miami (1997).
- "Project Finance Fundamentals," Ninth Annual Conference on Doing Business in Latin America, International Law Section of The Florida Bar and Inter American Law Committee of the ABA Section of International Law, Miami (1996).
- "Convergence in the InterAmerican Telecommunications Market," Ninth Annual International Congress on Computer and Telecommunication Law, Associação Brasileira de Direito de Informática e Telecomunicações, Sao Paulo (1995).

- "Negotiating and Structuring Alternatives to Direct Investments," Doing Business in Mexico, American Conference Institute, Washington (1995).
- "Privatization in Latin America," 14th Annual Institute for Corporate Counsel: Doing Business and Investing Abroad, Practising Law Institute, New York (1991).

Credentials

EDUCATION

- Vrije Universiteit Brussel (LL.M., International and Comparative Law, *magna cum laude*, 1974)
- University of Florida College of Law (J.D., with honors, 1973)
 - Alumni Council (2001-2004)
 - Chair, Advisory Committee on International Programs (1999-2009)
 - Advisory Board, Center for Governmental Responsibility (1990-2009)
 - Vice-Chair (2003-2007)
- Duke University (B.A., 1970)

COURT ADMISSIONS

- Florida State Courts

BAR ADMISSIONS

- District of Columbia
- Florida

BOARD CERTIFICATIONS

- International Law

LANGUAGES

- French
- Portuguese
- Spanish

Areas of Focus

PRACTICES

- Aviation
- Business Transactions
- Class Actions
- Corporate Law and Governance

INDUSTRIES

- Construction
- Health Care
- Technology & Telecommunications

- Energy and Utilities
- Government Law & Consulting
- Institutional Investment and Finance
- Intellectual Property
- International
- Mass Tort and Product Liability
- Media, Entertainment, Music and Sports
- Mergers and Acquisitions
- Private Equity and Venture Capital
- Public-Private Partnerships
- Qualified Opportunity Zone Task Force