



# HENSON EFRON

## BUSINESS FORMATION, STRUCTURING AND JOINT VENTURES

At Henson Efron, our attorneys advise clients as they select the form of operating entity best suited to their business needs, whether it's a limited liability company, C corporation, S Corporation, limited partnership or nonprofit organization. We determine which structure is most advantageous to our clients' business from tax, risk and governance perspectives.

We help create workable governance documents tailored to our client's business, including organizational documents, buy/sell agreements, cross purchase agreements, redemption agreements and equity holder agreements. Our attorneys can advise on officer and director liability, insurance and indemnification issues and concerns. We believe that care taken as a business is formed will help protect assets, ensure the further success of a business and minimize costs and disruption of the business resulting from future ownership transitions.

Our attorneys also offer significant expertise in corporate partnering, focusing primarily on joint ventures, licensing and development agreements and how each can be used by clients to achieve their strategic objectives. With the assistance of our tax attorneys, we advise our clients on the tax implications and considerations of their choice of entity. We have extensive experience negotiating these complex arrangements across many industries, including manufacturing, health care and information technology services.

### Business Formation, Structuring and Joint Ventures Services

- Entity Selection and Tax Planning
- Entity Formation
- Shareholder and Member Control Agreements
- Partnership Agreements
- Entity Capitalization and Loan Agreements
- Buy/Sell Agreements
- Stock Option and Repurchase Agreements
- Stock Plans
- Voting Agreements
- Corporate Finance and Capital Raising
- Joint Development Agreements
- Licensing Agreements
- Joint Venture Agreements



### Professionals

#### Attorneys

- Jennie A. Clarke
- Rochelle L. Hauser
- J.R. Maddox
- Clark D. Opdahl
- Allison M. Plunkett
- Richard E. Shinofield
- Timothy M. Walsh
- Mark L. Wilson