

practice chairs

Bryan J. Hall / Partner
Alexander G. Malyshev / Partner

Karen T. Schiele / Partner
John M. Griem, Jr. / Partner
Matthew D. Dunn / Partner
Jonathan Trafimow / Partner
Rocco M. Sainato / Counsel
Melinda Fellner / Partner
Shaelyn Gambino Morrison / Associate
Edmundo Elias-Loyola / Foreign Associate

As a vital part of Carter Ledyard's cross-border skillset, our LatAm group is focused on supporting our foreign and domestic individuals, corporate and family group clients with inbound US transactional and disputes matters. In addition, our tight business relationships with a network of trusted lawyers and firms throughout Mexico, Central America and the Caribbean and throughout Latin America enables our client teams to deliver single-point-of-contact legal services. We provide the insight and knowledge to our cross-border clients that they need to complete successful projects and transactions that are both compliant with US law and optimized to their business success. What makes Carter Ledyard different is our approach to keeping and maintaining trusted relationships with clients: it is our personal touch and close attention to their needs which has enabled our Firm to prosper independently for over 170 years. Our tight ratio of partners and associates ensures seasoned lawyers are personally handling client matters.

Why Carter Ledyard?

From our offices in the heart of New York's financial district our team enjoys a long and distinguished track record of assisting foreign and domestic mid-sized companies on a range of corporate issues—a one-stop legal services provider for our clients. We serve international clients with U.S. matters and our U.S. clients with their global matters. We help organizations navigate through cross-border mergers, acquisitions, and joint ventures and handle issues involving capital markets, debt, regulatory requirements, and in family groups and high net worth organizations handle complex assets. Additionally, we assist our clients in overcoming the difficulties – including the cross-cultural challenges that often arise – of entering and conducting business in the U.S. market.

With an exceptionally strong cross border practice, Carter Ledyard understands the business cultures and practices of the countries in which clients operate, and many speak the languages of those they counsel, facilitating clear communication and helping to ensure smooth transactions and commercial operations. We have Spanish- and Portuguese-speaking lawyers to help support our communications with clients in Latin America.

LatAm Linked

Our newsletter and video series devoted to legal updates that affect clients throughout Latin America with operations or investments in the United States. We aim to provide practical information that you can use as you look to expand, seek

financing, hire or terminate employees, deal with tax matters, apply for licensing, and engage in business transactions.

[Read Our Series](#)

Who We Represent

Carter Ledyard's client base spans the spectrum of industry sectors because with more than 170 years of serving clients, our Firm knows how to deliver quality legal service to family groups and high net worth individuals and families, as well as private and public companies in industries that span tech, media, manufacturing, energy, finance, healthcare and pharma, consumer products and more. With that said, our sweet spot is in representing the mid-market corporates and their service providers.

We build strong relationships with organizations and practitioners around the world, and they trust and rely on us to help them meet their objectives and craft successful outcomes to their nation-spanning deals. Our experience with and understanding of the important global matters that affect our Latin American clients such as nearshoring, supply chain, corporate finance and securities are top of mind when we deliver our services.

And finally, our fee structure allows for mid-sized companies to retain us for a range of matters and with the assurance that our partners are guiding and attending to the details.

What We Do

In particular, Carter Ledyard's LatAm practice delivers the following services seamlessly to our clients:

- Market entry and the critical legal guidance to successfully operate in the United States
- Mergers and acquisitions including advice on CFIUS and OFAC compliance
- Joint Ventures
- Due Diligence
- Trusts and Estates, private client and wealth legal services to individuals, estates, service providers and family offices
- Tax services to corporates and family offices
- Real Estate
- Climate disclosures and Environmental compliance and disputes
- Disputes and litigation
- Arbitration and Mediation
- Trade secrets
- Intellectual Property
- Capital Markets
- Syndicated lending and leveraged debt
- Supply chain and logistics legal advice
- Employment law and compliance with state and local statutes
- Cybersecurity and data privacy compliance with state and local statutes
- Anticorruption and investigations

Foreign Companies Entering the US Market

Corporate and M&A

Carter Ledyard's Corporate and M&A leaders provide their knowledge and experience for a variety of business matters, such as entity structuring and launching businesses; market entry to establish compliant corporate structuring, real estate, employment matters, and related

issues when expanding a business into the U.S.; financing; drafting and negotiating software, app content and technology licenses; vendor, marketing, and social media agreements; evaluating data privacy issues; developing and launching websites and providing content to online service providers; and the full spectrum of legal needs for mergers and acquisitions and joint ventures. We have experience advising on Corporate Transparency Act questions.

Capital Markets and Leveraged Finance practice

Trusts & Estates

Our lawyers help ultra-high-net-worth individual clients and families develop estate plans to ensure that their assets benefit those whom they intend to benefit – in the best way possible. We bring a mix of institutional knowledge and inventive strategies to counsel a wide range of clients including business owners, investors, entrepreneurs, executives, artists, collectors, inventors, philanthropists, authors, and public figures. Our representation of family groups involves handling a variety of assets including real estate, foreign investments and other portfolio assets. In particular, we assist individuals and families establish residence and move investments into the United States.

Tax Exempt Organizations and Nonprofits

We have experience representing organizations based outside the U.S. in forming corporate entity, setting up its governance structure, securing tax exemptions, and advising on related issues. We have extensive experience setting up “friends of” organizations in the U.S. for our foreign clients. Our specialized lawyers in this group deploy extensive experience, in-depth knowledge, leading-edge legal strategies, and creative thinking to counsel public charities, private foundations and other types of tax-exempt organizations on a wide variety of legal issues. We represent clients across all aspects of their governance and operations, at all stages of the corporate life cycle. As part of a full-service law firm, we work with colleagues in other practice areas to advise our clients on a broad spectrum of legal needs with maximum efficiency and value.

Cybersecurity and Data Privacy

The United States has no federal cybersecurity requirements at this time, so the state-by-state compliance structure for foreign companies operating in the US is extremely complex. Carter Ledyard’s Cybersecurity and Data Privacy lawyers have experience and understand how to provide optimal advice for compliance. We handle the following:

- Development of cybersecurity, data protection, and privacy policies
- Compliance counseling
- Corporate governance
- Data protection and breach prevention
- Risk assessment and management, and mitigation strategies
- Incident response planning and execution, and related investigations
- Incident reporting and disclosure in accordance with regulatory requirements
- Third-party vendor assessment and management
- Cybersecurity insurance assessment
- Litigation
- Mergers and Acquisitions due diligence

Trademarks

The scope of our trademark work is broad. We counsel clients from diverse industries on matters including evaluating the strength of proposed names and marks, clearing and registering marks, properly using marks for goods, services, using marks in advertising, campaigns, protecting trademarks in social media, managing trademark portfolios worldwide, anti-counterfeiting, trademark and domain name enforcement, recordation of trademarks with U.S. Customs & Border Protection (CBP), and litigation. In addition, we support our clients in negotiating licenses,

consent and coexistence agreements, assignments, purchases and sales, conducting intellectual property audits and due diligence investigations as well as developing ownership structures to permit shared uses of the same trademark.

Advertising and Marketing

We provide practical advice for all types of advertising and marketing campaigns. Our attorneys are well-versed in the myriad of requirements and regulatory statutes that govern advertising and marketing clearance, sweepstakes and contests, influencer marketing, Internet and e-commerce law, and all forms of branding. We assist clients with a wide array of media programs, including print, direct mail, television, radio, video, podcast, digital, mobile, social media, electronic sports, digital gaming, and other emerging platforms. We follow technology developments, and we help our clients leverage new opportunities for strategic branding. We also support our clients in negotiating licenses, consent and coexistence agreements, assignments, purchases and sales, conducting intellectual property audits and due diligence investigations as well as developing ownership structures to permit shared uses of the same trademark.

Dispute Resolution

With experience in all phases and aspects of litigation and dispute resolution, our lawyers represent domestic and foreign corporations and individuals. We advocate for clients in federal and state courts located throughout the United States and in mediations and arbitrations in the U.S. and around the world before FINRA, AAA, ICDR, JAMS, ICC and other tribunals. We provide top-quality counsel in internal investigations and agency and administrative proceedings and appeals. Our trademark attorneys practice before the United States Patent and Trademark Office (USPTO), the U.S. Trademark Trial and Appeal Board (TTAB), the United States International Trade Commission (ITC), Uniform Domain-Name Dispute-Resolution Policy (UDRP), and in courts of general jurisdiction.

International Arbitration

Real Estate

We handle the full range of real estate matters including commercial and residential property sales and acquisitions, commercial leases, long term ground leases, joint ventures, joint venture development projects, brokerage agreements, construction access agreements, construction contracts and architect's agreements, mortgage and mezzanine loans and other financings, preferred equity investments, condemnation proceedings, re-development projects involving governmental agencies, and corporate acquisitions involving real property. residential real estate.

Employment

Our team provides high-quality counsel on the full continuum of employment law matters, informed by many years of seen-it-all experience and a combination of deep institutional knowledge with fresh, innovative ideas. Conveniently offering a "one-stop" practice, our lawyers work diligently to resolve clients' issues and concerns by using tools that range from a simple five-minute phone call to full-blown, save-the-company litigation strategies—and everything in between. We've earned a national reputation for providing practical, cost-effective advice that helps companies stay focused on what they do best: running successful businesses, providing good jobs, and enhancing their communities.

Anticorruption and Investigations

Our firm conducts complex internal investigations, and counsel corporations and individuals in their response to state and federal subpoenas for documents or witness testimony. Our attorneys conduct internal investigations of businesses facing potential criminal or civil penalties or other liability. Carter Ledyard's Internal Investigations and White-Collar Defense Group handles all types of state and federal criminal and regulatory matters on behalf of individuals and businesses and defends clients in investigations, and enforcement proceedings by the SEC, FINRA, CFTC, Department of Justice (DOJ), and state securities regulators. Our clients include broker-dealers, investment advisers and hedge funds, as well as individual executive officers and employees and Foreign Corrupt Practices Act (FCPA) investigations of U.S. and foreign companies.

Representative Matters

- Perro Azul, a leading Mexican entertainment company, on the U.S. aspects of its acquisition by The North Road Company
- A leading Mexican software development company on the U.S. corporate and tax aspects of its sale to a U.S. based entity
- Investment fund in the transfer of their assets into the U.S., through a sophisticated cross-border structure
- A LatAm-funded leading cybersecurity company in all aspects of their day-to-day operations in the U.S. Coordinating outside foreign counsel in multiple cross border transactions including corporate restructure
- LatAm founders of a leading digital bank in the U.S., with their estate planning, including cross-border tax and corporate matters
- LatAm shareholder of a U.S. company, in connection with a shareholder litigation
- Mexican investor with its estate planning in the U.S., including the structuring of soon-to-be established operations in the U.S
- A leading U.S. jewelry manufacturer on employment issues
- Mexican Family office in the structuring of a business and advice on private investment for the purchase of IP in the U.S.