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ABOUT OUR FIRM

Carter Ledyard & Milburn LLP

Contact Us

Phone
(212) 238-8638

Website
www.CLM.com

Address
28 Liberty St, New York, NY 10005

Carter Ledyard & Milburn LLP: A Legacy of Excellence

Carter Ledyard is an elite New York law firm headquartered in the financial district in Manhattan. Our 171 year history speaks to our legacy of quality client service. We offer our clients full service legal counsel including in the following:

Practices:

- Corporate and Transactions
- Cross-Border
  - Latin America
  - MENAT
  - China
  - Canada
  - UK-Australia
  - Europe
  - Japan
- Cybersecurity and Data Privacy
- Employment
- Environmental and Land Use
- Financial Services
- First Amendment and Media Law
- Intellectual Property
- Litigation
- Real Estate
- Securities and Public Companies
- Trusts & Estates
- Tax
- Tax-Exempt Organizations

Sectors:

- Art Law
- Artificial Intelligence (AI), Machine Learning (ML) and Large Language Models
- Cannabis
- Crypto, and Digital Assets
- Energy and Natural Resources
- Government Agencies and Municipalities
- Financial Services
- Hotels and Hospitality
- Life Sciences, Pharma and Medical Devices
- Native and Tribal Law

Why Carter Ledyard?

- Partner attention on every client matter so your matters won't get lost
- Leanly staffed matters so you will not see bills for lawyers you don't know
- Sophisticated legal advice
- Competitive fee structure is less costly than large, global firms
- Creative advice
- Integrated platform that enables lawyers across practices to understand our clients' issues and resolve them on a short learning curve
- Central location in New York's Financial District
- Our commitment to giving voices to people of all backgrounds
- Business acumen delivered to all of our clients

Thought Leadership

Carter Ledyard emphasizes detailed analysis, contextualization, and multi-media to help our clients understand the issues driving legal decision-making across the business world. We invite you to visit our Insights & Multimedia page for a look at the videos, Q&As, audio summaries of articles, a Cyber Tech Terms Glossary, and a Podcast on tax issues.

Corporate, Capital Markets and Financial Services

Nationally recognized and internationally known for our cross-border acumen, our lawyers provide comprehensive, sophisticated, and highly effective counsel to clients engaging in various business transactions, including mergers and acquisitions, securities offerings and regulatory compliance, lending, corporate trusts, investments, and other corporate matters.

Carter Ledyard's corporate law department represents domestic and international companies with their transactional and finance matters in areas including:

- **Corporate Finance and Credit Lines**
- **Corporate Governance**
- **Leveraged Finance and High Yield Debt**
- **Market Entry and Corporate Structuring and Financing into the US**
- **Mergers and Acquisitions**
- **Securities Regulation and Issuances**

Carter Ledyard is one of the few law firms with a specialty practice representing indenture trustees in our corporate trust practice, representing large, institutional corporate trust clients in a variety of their needs. We handle registered and private funds, including closed- and open-end funds, unit investment trusts and exchange-trade products

Our **Capital Markets and Leveraged Finance** team represents financial institutions and investment advisors as underwriters, lenders and issuers in an array of securities transactions and regulatory advice.

We advise clients across the continuum of M&A including Restructurings, Joint ventures, Investments, Divestitures, Spin-offs, Asset deals, Takeovers, and Liquidations. We handle cross-border transactions for U.S. and offshore clients that help pave the way for international deals.

Litigation & Disputes

With broad experience in litigation and dispute resolution, our lawyers represent domestic and foreign corporations, non-profits and individuals. We advocate for clients in federal and state courts 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.

We represent companies of all sizes, non-profit and other organizations, and individuals across the nation and around the world. Our team represents clients who encounter sophisticated legal issues and need lawyers who know how to handle them.

Some of the areas we routinely handle include:

- Bankruptcy
- Broker-Dealer and Securities
- First Amendment and Media
- Art
- Construction
- Environmental and Land Use
- Employment and Trade Secrets
- Fiduciary Litigation
- Condemnation, Eminent Domain and Real Estate
- Contracts and Commercial
- IP including Patent
- White Collar and Investigation

Trade Secrets and Restrictive Covenants

Carter Ledyard has a nationally known restrictive covenants practice. For many of our clients, protecting their human capital such as key employees through employment agreements or restrictive covenant agreements is critical to protecting their business, trade secrets and goodwill.

We help our clients determine whether they can or should have restrictive covenants in place, and we have unique knowledge to craft agreements that are capable of withstanding legal challenges posed by likely competitors and disloyal employees.

Trusts & Estates

Bringing diverse skills to our practice, our nationally recognized team provides award-winning client service to those who retain and rely on us. Our lawyers develop close relationships with our clients because we listen actively and attentively to their concerns and goals and truly care about them. That we have represented families for multiple generations is a testament to our dedication to protecting the interest of our clients.

We represent high net worth individuals, families, business owners, investors, entrepreneurs, executives, artists, collectors, inventors, philanthropists, authors, and public figures. We help structure clients' financial affairs and draft and prepare wills, trusts, and all necessary documents to implement estate plans. Our clients have assets ranging from publicly and privately-owned businesses to racehorses, from real property to intellectual property rights in music, plays and novels, and from airplanes to valuable artwork.

We also represent banks, trust companies and individuals, as fiduciaries and beneficiaries, in the administration of trusts and estate, as well as in contested matters. Our Trusts & Estates practice has earned the firm a national reputation for the successful and efficient transfer of assets among several generations of a family.

Some areas we handle include:

- Fiduciary litigation
- Intergenerational wealth transfer planning
- Estate and gift taxation and fiduciary income tax
- Estate planning
- Trusts and estates administration
- Asset protection
- Work with clients to minimize risk when considering hiring employees from a competitor
- Will and trust preparation
- Charitable giving techniques

Intellectual Property

Our IP team provides strategic counsel to regional, national, and international clients in a diverse array of industries. We draw on our extensive experience, in-depth legal and business knowledge, and scientific backgrounds to advise on issues involving patents, trade secrets, trademarks and trade dress, and copyrights. We help clients with:

- Patent, trademark, trade secret and copyright litigation
- Patent and trademark prosecution
- Freedom to operate analyses
- Licensing and IP-driven corporate transactions

For those who face infringement claims, our lawyers explain the full scope of potential defenses and counterclaims that we can deploy, identify and exploit opponents' vulnerabilities, and represent our clients vigorously.

Clients say they value our ability to understand sophisticated technology – an attribute gained from our backgrounds and training in such sciences as biology and biotechnology, chemistry, electrical engineering, computer science, and other areas.

While we bring to our practice a fluency in technical language, which clients say they appreciate, we also know how to distill complex concepts into common parlance. This enhances our ability to serve clients and especially pays dividends in the courtroom as it gives us the capability to build a bridge connecting our client's situation and interests with the judge and jury.

Real Estate

We handle diverse 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, redevelopment projects involving governmental agencies, and corporate acquisitions involving real property and residential real estate.

Owners: Our attorneys represent major landlords in negotiating and finalizing commercial office and retail leases and long-term ground leases.

Tenants: Our leasing group has provided tenant representation to financial institutions and business corporations in some of the largest leasing transactions in the New York City area in recent years.

Buying and Selling: Our team assists clients in buying and selling properties throughout the United States, with a focus on office, retail, and mixed-use buildings in Manhattan and elsewhere in the City of New York. We help close deals in the purchases and sales of actively managed office buildings, residential apartment complexes, retail portfolios, net-leased office buildings, joint venture transactions, air rights transfers, and transfers of controlling interests.

Financing and Development: We counsel clients on a wide range of real property development activity, including joint ventures, assemblages, obtaining subdivision and other regulatory approvals, ground leases and air rights transfers. In performing this work, we deal with the many regulatory issues that often arise.

Architects and Professional Agreements: We handle construction access and license agreements involving all manner or projects ranging from Local Law 11 maintenance work to major new residential, hotel and commercial projects.

Condemnation: Advice and representation in connection with governmental projects and proceedings, community and government relations, relocation of tenants, advice on litigation strategy and active prosecution of litigation.

Environmental, Land Use, and Zoning

Carter Ledyard's Environmental, Land Use and Zoning lawyers bring broad experience and deep familiarity with the New York and federal regulatory landscape to matters large and small. For over 25 years we have advised clients on development of many of the most significant infrastructure projects in the New York metropolitan area and some of the most important projects for building and protecting communities.

We pride ourselves on understanding our clients' goals, leverage points and exposures, and developing practical and creative approaches to advancing and protecting clients' interests. We excel both at resolving conflicts without litigation and achieving our clients' goals through the courts when necessary. We advise clients on a range of areas including:

- Environmental impact reviews under federal, state and local laws
- Environmental enforcement proceedings
- Zoning advice and representation before regulating authorities
- Negotiation of development rights transactions
- Due diligence on corporate mergers and acquisitions
- Advising on proposed and actual changes to law and zealous representation in related litigation

We represent public and private entities in all aspects of environmental and land use law. The clients that rely on us for environmental and land use counsel include energy companies, public benefit corporations, affordable housing developers, religious institutions, non-profit organizations, coop and condo associations and other homeowners, waste management companies, manufacturers and more.

Our lawyers help both governmental and private clients navigate the complex regulations governing environmental and land-use matters in New York and other jurisdictions.

Condemnation

Representing most of the major public entities in the New York metropolitan region that exercise the eminent domain power, our highly-regarded lawyers draw on extensive experience and deep institutional knowledge to provide exemplary legal services. We often assist our clients with large-scale projects, many involving highly valued commercial properties, which frequently present challenging legal and valuation issues. They require us to craft thoughtful, creative approaches, often resulting in ground-breaking legal rulings that shape the contours of condemnation law while attaining optimal outcomes for our clients.

Our lawyers bring to this complex and dynamic area of practice the ability to see both the numerous, project-specific issues facing our clients, and the relevant institutional constraints to which our clients are subject, and we understand and apply the best customized methods to help our clients advance their interests. We handle a wide array of condemnation matters, including representing clients in the acquisition of:

- Full fee interests
- Partial takings
- Temporary and permanent easements
- Fee and easement interests in volumes of space above and below grade
- Real estate fixture

We also help clients avoid condemnation proceedings by acquiring real property interests through negotiation.

Our team also works with public and private utilities and pipeline companies, including those formed under the New York Transportation Corporations Law and interstate natural gas pipeline enterprises, in obtaining right-of-way access to construct new electric and gas transmission lines.

Cybersecurity and Data Privacy

Carter Ledyard helps clients navigate the myriad of state, federal and international cybersecurity and data protection regulations and guidelines. We integrate advice from practice areas such as litigation, intellectual property, corporate and financial services.

The Cybersecurity and Data Privacy Group provides clients with well-rounded advice on developing, strengthening, testing, and enforcing their information protection policies and procedures. Some of the services we provide include:

- Development of cybersecurity, data protection, and privacy policies
- Compliance counseling
- Corporate governance advice
- Data protection and breach prevention
- Risk assessment and management, and mitigation strategies
- Incident response planning, execution and related investigations
- Third-party vendor assessment and management
- Cybersecurity insurance assessment
- Litigation

We represent for-profit and not-for-profit clients of various sizes, from small firms and start-ups with limited resources to middle market firms and large public companies.

Carter Ledyard has developed a proprietary reference resource for clients, Tech Terms, which is a glossary of terms frequently used in this space, available here.

Cryptocurrency, Virtual Assets and Digital Assets is a related expertise that our integrated team advises clients from an array of industries in.

CLM's Artificial Intelligence (AI) and Machine Learning (LLM) sector experts frequently work together with our IP, Cybersecurity, Privacy and Data Protection teams on client solutions.

Employment Law

We provide counsel on a variety of employment law matters, informed by many years of experience and a combination of deep institutional knowledge and fresh, innovative ideas. Along with general employment matters, we advise on:

- Discrimination and harassment proceedings and litigation
- Contract preparation, negotiation, and enforcement
- Terminations and restructurings
- Personnel policies and manuals
- Training and compliance
- Restrictive covenant drafting and enforcement

Privacy protection is a topic frequently arising in employment law. Coordinating with our Cybersecurity and Data Privacy lawyers, we help clients handle issues relating to domestic and international laws regulating this emergent area of concern.

We represent large and small public and private companies, tax-exempt groups, small family businesses, overseas enterprises, and individuals. Our firm's employment lawyers represent clients in a range of industries, from finance and financial services to software and from high tech to manufacturing. Many of our clients are internationally-based companies navigating an unfamiliar and often confusing U.S. employment law and regulatory environment. We shepherd them through this complex topography to help keep them compliant and on track to achieve their commercial goals.

Tax-Exempt Organizations

Our lawyers help entities operate smoothly, cost-effectively, and innovatively while they navigate the dynamic and complex legal and regulatory regimes applicable to tax-exempt organizations. We often serve as "outside general counsel" to our clients, handling virtually all of their legal needs and/or coordinating across their various existing outside counsels and advisors. We represent:

- Large and small public charities pursuing a wide range of missions
- Museums and performing arts institutions
- Cemeteries
- "Friends of" groups
- Healthcare research organizations and providers
- Direct service agencies
- Churches and other religious organizations
- Schools
- Private foundations, including corporate foundations and family foundations
- Professional and trade associations
- Social welfare organizations
- Directors and officers, members, and donors to exempt organizations.
- For-profit partners, corporate sponsors and philanthropists who interact with the nonprofit sector.

We also have unique experience representing nonprofits in government investigations and a wide variety of litigated matters

This group has an extensive Thought Leadership and guidance resource area for Nonprofit Boards & Bylaws, available to clients on-demand customized to their specific needs

Tax

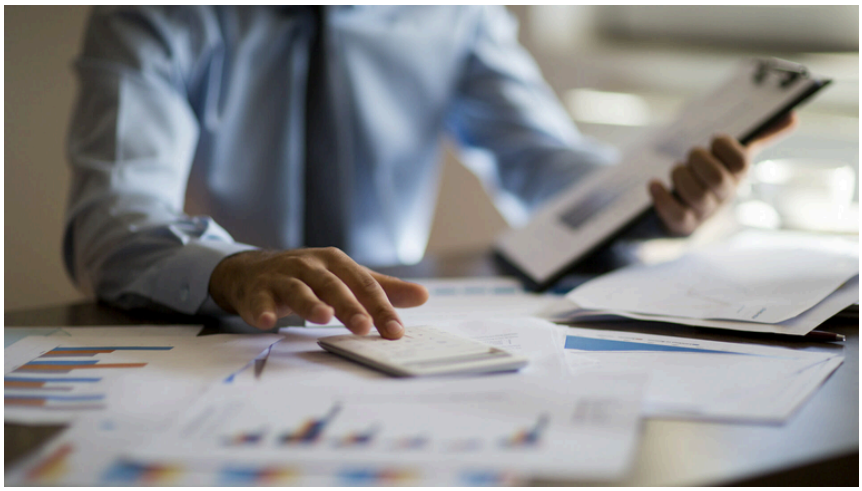
The firm's Tax Department provides general tax planning for corporations, limited liability companies, partnerships, tax-exempt organizations, individuals and estates. We also provide sophisticated advice regarding the tax aspects of business and investment transactions. We have extensive experience in:

- Advising private and registered funds, including hedge funds and private debt and equity funds
- Structuring international capital markets transaction
- Drafting and commenting upon tax legislation and regulations
- Real estate transactions, including like- kind exchanges and condemnation

The firm's Tax Department provides general tax planning for corporations, limited liability companies, partnerships, tax-exempt organizations, individuals and estates. We also provide sophisticated advice regarding the tax aspects of business and investment transactions.

In addition, we review potential investments on behalf of our individual and corporate clients, and we work with the Trusts & Estates Department to advise high-net-worth individuals.

Our department hosts a Tax podcast, which can be found here.



Cross-Border

We advise international companies to help them enter and thrive in the U.S. markets and we assist domestic organizations in starting, conducting, and expanding ventures abroad, capitalizing on long-term relationships with local law firms

Our lawyers provide comprehensive legal services relating to domestic law to enable international clients to operate in the United States. Companies based around the world that look to finance, expand, hire employees, acquire real estate, permitting, corporate structuring, JV and M&A with US entities and other areas. Market entry, antitrust, regulatory, tax and trusts & estates are top areas for our international clients.

We advise transnational interests in areas including mergers and acquisitions, business transactions, securities, taxation, broker-dealer, investment adviser and fund regulation, antitrust and competition, intellectual property, creditors' rights and bankruptcy, real estate, environmental regulation, litigation, employment, maritime, and trust and estates.

First Amendment and Media Law

Vigorously defending clients when they've been unfairly maligned, our practice is unique because it is among the few significant practices representing individuals adverse to the media. We work relentlessly to protect those threatened by the publication of damaging, inaccurate information. We work to mitigate the risk of reputational damage and to repair such harm where it has already occurred. With some of the nation's preeminent plaintiffs' side media lawyers, we represent high-profile clients in litigation and matters involving libel, privacy, and commercial speech issues

In fighting unfair press coverage and reputational attacks, our team often collaborates with lawyers in the firm's other practice areas, including litigators in the white-collar arena. This convergence enables us to strategically push back on behalf of clients who find themselves on the receiving end of distorted coverage in the wake of events such as government investigations and business scandals.

The lawyers deliver pinpointed and cost-effective responses that dynamically counter the misrepresentation clients have endured in the public sphere. Although preventing deceptive coverage in the first place is the ideal outcome, if an injurious publication occurs the team works tirelessly to repair the client's reputation through retraction or corrective publication or, if necessary, a defamation lawsuit.

- Injunctions
- Retractions
- Negotiated Resolutions
- Corrective publication
- Defamation lawsuits
- Privacy defense
- Reputational rehabilitation

Criminal Defense and White Collar

Carter Ledyard's Criminal Defense and White-Collar Group handles state and federal criminal and regulatory matters on behalf of individuals and businesses. We conduct complex internal investigations, and counsel corporations and individuals in their response to state and federal subpoenas for documents or witness testimony.

Our areas of practice include antitrust, internal investigations, and securities fraud, and collaboration with our First Amendment and Media Law litigators, among others. We represent corporations, directors, officers, and other employees or former employees in actions involving alleged violations of the federal securities laws

Typically, the firm represents corporations or individuals facing claims of and state violations of the anti-fraud provisions of the securities laws, which arise in a variety of factual contexts including mergers and acquisitions, public offerings, tender offers, private placements, financing and broker/customer relations.

We work for clients who are keenly focused on the future: companies, governments and individuals who want both personal and intelligent representation marked by skill, new ideas and efficiency.

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28 Liberty Street, New York, NY 10005
212.732.3200

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