

## ENTITY FORMATION, JOINT VENTURES AND STRATEGIC ALLIANCES

Freeman Freeman and Smiley's Business Transactions and Tax Practice has extensive experience in structuring, negotiating, and documenting partnerships, multi-party joint ventures, and strategic alliances, including transactions involving technology development and exploitation. Such transactions can involve the following aspects:

- Formation and tax planning
- Exclusivity of rights by industry, geography, or time
- Triggers of consequences based upon performance criteria
- Transfers or licensing of key intellectual property
- Determination and documentation of management and governance rights of the parties
- Documentation of strategic goals and milestones
- Economic arrangements, such as profit and loss allocation and distribution priorities during the operational period or upon sale of all or a portion of the business
- Planning for possible termination of the relationship, including rights to tangible and intangible assets and buy-sell arrangements
- Non-competition agreements

### Professionals

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