



## FRANCHISE

Luce Forward's franchise attorneys are internationally known for their expertise. They have testified before lawmakers on franchise-related issues, litigated cutting-edge franchise issues on behalf of major franchisors, and appeared as expert witnesses in numerous actions involving franchising.

Our franchise practice is international in scope. Over the years, Luce Forward's franchise attorneys have represented more than 100 domestic and overseas franchise clients in a variety of industries, including restaurant and fast food chains, real estate brokerages, temporary employment agencies, car rental agencies, optical retailers, apparel manufacturers, automobile repair businesses, and pest control operators.

### > FRANCHISE TRANSACTIONS

Luce Forward's franchise attorneys provide legal and business advice covering every aspect of the franchise life cycle, from counseling start-up franchisors and existing companies exploring franchising as a method of expanding the distribution of their goods and services, to advising more established franchise systems. Services provided to emerging companies include guidance on issues such as business organization, obtaining venture capital, developing business plans and organization, and drafting of disclosure documents and franchise agreements. For more mature franchise organizations, Luce Forward provides counsel on issues such as mergers and acquisitions, antitrust matters unique to franchising, regulatory compliance with federal and state registration and disclosure statutes and regulations, intellectual property matters, including domestic and international copyright protection, trademark and service mark filing, trade secrets, and acquisition and sale of patented and unpatented technology, as well as providing general corporate and securities expertise.

#### Representative Matters.

- Represented a major real estate brokerage franchise in its acquisitions of private brokerages throughout the country.
- Counseled a major motion picture company in connection with its trademark licensing and merchandising agreements.
- Represented foreign corporations in negotiation and structuring of master franchise agreements outside the U.S.
- Representing prominent American franchisors in the negotiation and structuring of franchise area development and subfranchising agreements in Canada, Mexico, South America, Europe, Asia, and the Middle East.

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> **FRANCHISE LITIGATION**

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Luce Forward's franchise practice includes specialists who are exclusively devoted to the trial and arbitration of franchise-related disputes. They are franchise-specific trial attorneys experienced at handling all aspects of litigation and ADR common among franchisors and large franchisee-groups. They handle complex business litigation on behalf of franchisors and franchisee-groups involving issues such as terminations, enforcement of non-competition covenants, intellectual property issues, antitrust claims, encroachment, misappropriation of trade secrets, UFOC and regulatory issues, and claims under the California franchise statutes.

We are sensitive to the many nuances of the franchise relationship that affect the dispute resolution process and, where appropriate, actively explore opportunities to resolve disputes through mediation. However, they have extensive arbitration and litigation experience and are frequently brought into franchise disputes for the purpose of handling the actual litigation or arbitration.

**Representative Matters.**

- Litigated a month-long arbitration involving claims that the franchisor misrepresented the system in the UFOC, and counterclaims that the franchisee-group breached a multi-unit development agreement.
- Prosecuted claims in federal court for breach of multiple franchise agreements in the system of an international franchise retailer.
- Defended claims asserted in an adversary proceeding in Bankruptcy Court brought by franchisees claiming that the franchisor caused the franchisees' bankruptcy filings.
- Obtained a preliminary injunction against a former franchisee in order to preclude post-termination competition.
- Defended a health-care system client against claims of unfair competition and false advertising brought by the attorney general on behalf of the general public.
- Prosecuted a trademark infringement case against a former franchisee who left the system and began a competing business in the same territory.