



## AVIATION

### A Complicated Process, Simplified.

Luce Forward provides comprehensive services for all facets of aircraft transactions to individuals and corporations.

Our multidisciplinary approach gives you the best of all possible legal worlds. Our legal experts in areas as varied as FAA operational rules, sales and income tax implications, and contract negotiation work as a team to provide you with complete and thorough representation throughout the process of acquiring an aircraft and thereafter during your ownership and operation of the aircraft.

Personal attention, prompt response and clear communication ensure a smooth transaction that not only minimizes overall risk, but also maximizes tax advantages.

Luce Forward attorneys work closely with a broad spectrum of commercial, corporate and general aviation clients, including aviation financing companies, scheduled and on-demand air carriers, aviation fixed base operators, as well as individual aircraft owners and operators.

### Aircraft Acquisition, Financing and Sale.

Luce Forward advises certificated carriers and commercial operators, corporate flight departments and individuals seeking to acquire, lease or share in the use of aircraft, as well as aviation management companies, charter companies and fractional ownership programs. Luce Forward lawyers have assisted our clients in all stages of aircraft acquisition and sale transactions. Our services include:

- Fractional ownership program analysis.
- Fractional ownership program formation and implementation.
- Charter and FBO contracts.
- Aviation management company formation and transactional matters.
- Aircraft financing documents including operating and finance leases.
- Structuring leases to Part 121 operators.
- Operations under Parts 91 and 135 of the Federal Aviation Regulations.
- Time Sharing, Interchange and Joint Ownership arrangements.

Luce Forward will help you avoid these common oversights when purchasing an aircraft:

- Not having a well-negotiated purchase agreement.
- Not conducting a thorough visual inspection prior to movement of the aircraft to the inspection facility.
- Not hiring an independent third party maintenance facility to complete a thorough inspection of the aircraft and records.
- Not using an escrow company to close the transaction.
- Not formulating an effective exit strategy should the aircraft not meet your requirements.
- Not retaining an experienced team - acquisition consultant, mechanic, attorney - to guide you through the process.

**Tax Planning and Controversies.**

Luce Forward advises aircraft owners and operators with general tax strategy and planning and in the structuring of special purpose entities to hold aviation assets. We structure aviation transactions to minimize exposure to state sales and use and property taxes. We also represent clients in all aspects of tax controversies including sales and use tax, and property tax appeals. Our services include:

- Tax strategy and planning, including analysis of state sales, use and property taxes that arise from the ownership and operation of corporate and commercial aircraft.
- Special Purpose Entity selection and formation.
- 1031 like-kind exchanges.

**Pre-Litigation, Litigation and Alternative Dispute Resolution.**

Luce Forward lawyers are experienced in handling a broad range of aviation-related litigation, including advising clients in the pre-litigation stages of a dispute; prosecuting and defending suits; trying cases in state and federal court; and resolving disputes via alternative dispute resolution, including arbitration, mediation, and early neutral evaluation. Our litigation experience includes:

- Defending air carriers in noise and nuisance suits.
- Representing airport tenants in disputes with airports.
- Defending claims by state, federal, and local agencies relating to airport environmental contamination.
- Representing defense contractors in litigation relating to private and government contracts.
- Representing aviation-related businesses in real estate and land use litigation, including lease disputes.
- Prosecuting and defending claims for personal injuries arising out of aviation accidents.

**Airport Land Use and Environmental Issues.**

Luce Forward lawyers have represented clients in all aspects of airport development issues, including land use entitlements, environmental issues, redevelopment agreements, leasing of space and sales of airport parcels. Our services include:

- Representation of clients before airport land use commission proceedings.
- Acquisition, sale, leasing, financing and construction of fixed-base operator facilities.
- Permitting of projects affecting sensitive or endangered species and wetlands.
- Public infrastructure bond financings.
- Fuel contamination issues.
- Regulatory compliance and administrative proceedings.

**Export and Foreign Asset Control.**

Luce Forward advises clients on export control and foreign asset control matters. Luce Forward attorneys advise our clients on the scope of the Export Administration Regulations and export and reexport controls. Luce Forward assists clients in establishing export compliance programs.

In each case, Luce Forward attorneys advise our clients on every stage of such transactions, including:

- Assistance in structuring the transactions.
- Negotiating and drafting all documents.
- Planning and transactional assistance.

**Acquisition Checklist.**

- Secure financing and prequalify for purchase price range.
- Analyze air transportation needs / typical mission profile.
- Research aircraft market and select aircraft type(s).
- Select aircraft fitting profile and price range.
- Perform technical analysis of selected aircraft and rank.
- Conduct aircraft ownership and operation financial projections.
- Determine acquisition and ownership structure.
- Prepare aircraft acquisition and operating plan.
- Prepare offer letter for selected aircraft.
- Conduct visual inspection.
- Negotiate purchase agreement.
- Obtain title report.
- Conduct technical inspection.
- Negotiate management and/or charter lease agreements.
- Obtain and bind insurance.
- Prepare closing plan to minimize sales tax exposure.