

Our Corporate and Transactional Practice Group is comprised of experienced attorneys that handle complex business transactions. We understand the challenges facing businesses in their various stages of development. Our attorneys understand that each client has its own goals and they use their knowledge and expertise to help clients develop the best strategies to accomplish client goals. Our Corporate and Transactional Practice Group attorneys engage other attorneys across MWH practice groups to employ a multi-disciplinary approach to solve client issues.



Over 160 years of combined legal experience



6 dedicated attorneys offering their guidance

SCOPE OF SERVICES

- Articles of Incorporation & By-Laws
- Board Best Practices
- Combination Transactions
- Commercial Lending & Finance
- Corporate Formation & Structuring
- Corporate Governance
- Debt Financing & Offerings
- Disposition of Real Property
- Due Diligence Review & Analysis
- Executive Committee Compensation Plans
- FCC Regulatory Issues & Compliance
- FTC Regulations
- Initial Public Offerings (IPOs)
- Internal Policy Compliance
- Mergers and Acquisitions
- Stock & Asset Transactions

RELATED EXPERIENCE

- Drafted a Memorandum of Understanding memorializing the terms of a joint venture between three Fortune 100[®] companies for the creation of a task force to assist small technology businesses.
- Provided on-site contract negotiation, drafting, and review with regard to service agreements, trademark, software and other licensing agreements, donation agreements, consulting agreements, and dealer contracts.
- Advised and represented a Fortune 500[®] company as outside counsel in two separate transactions for the acquisition of assets from a U.S. company, and for the sale of stock to an international buyer. Engagement included drafting the stock and asset purchase agreements and preparation of ancillary and closing documents.
- Reviewed and drafted trademark licensing agreements for a Fortune 500[®] vehicle manufacturing company.
- Represented consulting company in the preparation of joint venture agreements, licensing agreements and independent contractor agreements.
- Completed Stock Purchase, Investors' Rights, and Voting Agreements reviews, conducted Due Diligence, and drafted Side Letter for large global corporation in connection with a Series C equity investment in a new technology company.
- Represented a wholesale beauty products distributor in a sale of assets to national retailer in a \$70 million transaction. Assisted client with preparation of disclosure schedules and drafting the purchase agreement and ancillary documents.
- Managed all aspects of the acquisition of a software technology provider with related transition services agreement and employee agreements. All documents required necessary governmental consents and approvals. Inter-company agreements were utilized to gain favorable tax treatment of technology flows and management services.

MWH Law Group LLP is a community of individuals from diverse backgrounds with distinct and contrasting experiences which forms the basis of our unique corporate culture. These differences allow MWH attorneys and staff to assist our clients in achieving the best solutions for the legal challenges they face.

REPRESENTATIVES



JENNIFER PFLUG MURPHY
PARTNER | MILWAUKEE

Tel: (414) 436-0353 | **Fax:** (414) 436-0354
Email: jennifer.pflugmurphy@mwhlawgroup.com

I have extensive experience providing advice and counsel to public and private entities in all facets of commercial contracts, including drafting and preparation, editing and review, and negotiation. Agreements and transactions have ranged from simple to complex and include representation on behalf of a wide variety of industries, including insurance, technology and real estate.

I advise major manufacturers, private companies and Fortune 100/500® corporations on all aspects of commercial matters which can include developing contract management templates, creating delegation and implementation processes, establishing on-going strategies for continuous improvement and evaluating business and legal risks.



LINDSAY B. FATHALLAH
PARTNER | MILWAUKEE

Tel: (414) 436-0353 | **Fax:** (414) 436-0354
Email: lindsay.fathallah@mwhlawgroup.com

I represent public and private companies in a wide variety of corporate, real estate, and commercial lending matters. I routinely represent public and private companies in preparing and negotiating a full range of commercial agreements, including in the areas of manufacturing, supply and distribution, consulting, licensing, information technology and confidentiality.

I assist my clients with mergers and acquisitions, including negotiating deal terms and structures, drafting purchase agreements, performing due diligence, managing all aspects of financings, and attending closings. I also provide advice and counsel in connection with business combination transactions, and corporate formations, reorganizations, and general governance matters.



ANGENETTE M. FRINK
SPECIAL COUNSEL | FLORIDA

Tel: (414) 436-0353
Email: angenette.frink@mwhlawgroup.com

My practice is focused in the areas of commercial contracts and corporate-transactional law, and her background is in corporate and securities law. I have represented emerging companies from concept through fundraising, strategic alliances and exit events and provided legal counsel on a wide range of day-to-day legal matters.

I am experienced in representing issuers, venture capital funds, private equity firms and investment banks in financing transactions, including private equity placements, convertible debt offerings, venture capital financings and public offerings. I structure, draft, negotiate and document a wide range of complex commercial agreements, including joint ventures and strategic alliances.



CECILLY C. SHELTON
SPECIAL COUNSEL | GEORGIA

Tel: (414) 436-0353 | **Fax:** (414) 436-0354
Email: cecilly.shelton@mwhlawgroup.com

I have over 18 years of experience representing small, privately-held companies and large, established Fortune 500® corporations in the formation and dissolution of entities and assignment of member interests.

I possess extensive experience representing private entities, lenders, and property owners and managers in real estate transactions and in leasing, acquisition and disposition of corporate assets, particularly residential and commercial real estate.



MICHAEL MILSOM
SPECIAL COUNSEL | MASSACHUSETTS

Tel: (617) 803-6862 | **Fax:** (414) 436-0354
Email: michael.milsom@mwhlawgroup.com

I have practiced corporate law for over 40 years and possess deep experience as a legal advisor to senior management teams. My broad in-house experience has afforded me a keen understanding of business needs and goals, and how legal support can best be delivered to achieve them.

My experience encompasses corporate governance and internal policy compliance, commercial contract drafting and negotiation, and managing stock and asset transactions, including IPOs, debt financings, mergers and acquisitions, software and intellectual property licensing, SaaS agreements, use of open source software, managing FCC regulatory and other telecommunications and media issues, and compliance with FTC regulations.



JEFF PERZAN
SPECIAL COUNSEL | MILWAUKEE

Tel: (414) 436-0353 | **Fax:** (414) 436-0354
Email: jeff.perzan@mwhlawgroup.com

I have worked in the corporate transactional arena for over 35 years. My experience encompasses the drafting and negotiation of technology, outsourcing, international and intellectual property agreements. I excel at drafting and bringing to favorable completion, complex, multi-jurisdictional licensing deals and restructuring tax-favorable agreements.

I have championed client service as a company-wide quality improvement effort, led a Fortune 500® company's commercial contracting efforts and developed a matrix system for functional expertise and staff development. I represent companies from a wide variety of industries including financial services, technology, and security.