



ORLOFF  
LOWENBACH  
STIFELMAN &  
SIEGEL P.A.

# Corporate

Our Corporate Group provides sophisticated transactional representation and business counseling to clients ranging from start-ups to Fortune 500 companies, as well as individual entrepreneurs, investors and executives. The heart of our practice is serving closely held businesses in the middle market that have a need for sophisticated counseling.

Although the members of our Corporate practice are diverse in background and expertise, they all share a common focus on crafting creative legal and business solutions in an efficient manner. We keep our clients' transactional objectives in mind while zealously advocating and advancing their interests, and we are dedicated to adding value to each matter by providing clients with practical advice that effectively manages their legal risks and rewards. Our focus in every matter is on the client's success, however that client defines success.

Our team is purposely comprised of more experienced senior attorneys because we tend to handle complex transactions with bespoke agreements, and less routine and repetitive transactions. Accordingly, in most cases, our clients expect – and deserve – a veteran attorney guiding their matters. We take a proactive approach, keeping an eye on issues and challenges that may arise in the future.

The Corporate Group is equipped to assist our clients in every stage of business development and growth – from structuring and organizing new business ventures and investment vehicles to equity and debt financing, operations, acquisitions and dispositions of businesses, and exit strategy. In many instances, our attorneys call upon other practice groups within the firm, such as Tax and Real Estate, to provide comprehensive representation to clients in their business transactions. When necessary, we will bring in outside counsel with specific expertise.

We also represent not-for-profit organizations in connection with their creation, structure and operation. Members work closely with our Tax Group to secure and maintain tax-exempt status for these entities.

Our Corporate Group counsels businesses in a wide range of industries, including manufacturing, food and beverage, real estate development and brokerage, wholesale distribution, consumer products, specialty retailing, technology and financial and professional services. We have represented many of our clients in successive matters over many years.

## Service Areas

Business Counseling

Business Divorce

Confidentiality & IP Protection



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Contract Preparation & Negotiation

Corporate Finance & Securities

- Commercial Loans/Loan Documentation
- Equipment Leasing
- Loan Maintenance & Modifications
- Mezzanine Financings
- Private Equity Financings
- Private Placement of Securities

Corporate Governance and Board Counseling

Employment and Consulting Arrangements

- Buy-in Arrangements
- Deferred Compensation Plans
- Equity Compensation Plans
- Incentive-based Compensation Arrangements
- Separation Agreements

Entity Selection and Formation

Joint Ventures

Mergers & Acquisitions

Nonprofit (Charitable) Organizations

Shareholder, Operating & Partnership Agreements

Succession Planning for Closely Held Businesses