



One Firm WorldwideSM



DALLAS

Jones Day's Dallas Office opened in 1981 and, with more than 200 lawyers, now ranks as one of the largest law offices in Dallas. The size and breadth of the Jones Day Dallas practice enable the office to provide a full range of services to clients served by Jones Day, both in Texas and throughout the world. The office has substantial capability in litigation (including intellectual property, securities litigation/corporate governance, labor and employment, and toxic tort), corporate and real estate transactions, and federal and state taxation.

Jones Day Dallas is fully integrated into the Dallas business and legal community and the Firm's worldwide practice. We are ideally positioned to make the knowledge and experience of our lawyers and the facilities of our offices around the world available to serve the needs of our clients.

AREAS OF PRACTICE

ANTITRUST & COMPETITION LAW

- Antitrust compliance and counseling
- Antitrust and intellectual property
- Government and private antitrust litigation
- Licensing issues

BANKING & FINANCE

- Conventional secured and unsecured commercial loan and asset-based financings
- Acquisition and recapitalization financings, including tender offer financing and the financing of management and other leveraged buyouts, and representation of acquisition, investment, and LBO funds
- Structured tax- and accounting-advantaged financings

- Securitizations, including securitization conduit programs
- Structured asset-backed financings
- Synthetic and leveraged lease financings
- Real estate financing facilities, including construction, interim, and long-term financing facilities
- Project financing
- Swaps, collars, caps, and other interest and currency exchange rate protection facilities and commodity, credit, and total return swap transactions
- DIP financings, loan workouts, and debt restructurings of troubled companies
- Subordinated/mezzanine debt financings
- Highly leveraged bridge and long-term financing facilities
- Private bank lending

BUSINESS RESTRUCTURING & REORGANIZATION

- Representation of debtors, creditors' committees, secured and unsecured creditors, lenders and lender groups, indenture trustees, prospective purchasers, other parties in chapter 11 cases, and out-of-court workouts
- Distressed mergers and acquisitions
- Corporate counseling
- Director and officer fiduciary duties (particularly in insolvency situations)
- Advice relating to spinoffs and other complex corporate restructuring transactions
- Fraudulent conveyance and preference analyses
- Cross-border insolvency matters
- Prepackaged and preplanned chapter 11 cases
- Debtor-in-possession financing

CAPITAL MARKETS

- Venture capital financings
- Rule 144A offerings and private placements
- Initial public offerings and secondary offerings
- Public equity and debt offerings
- Investments by major U.S. public pension funds
- Securities law compliance and regulation

EMPLOYEE BENEFITS & EXECUTIVE COMPENSATION

- Design and administration of ERISA-covered employee benefit plans
- Compensation and benefits issues in mergers, acquisitions, and bankruptcies
- ESOPs and other stock-based plans
- Executive compensation
- Department of Labor investigations

- Public benefit plans
- Plan asset investments
- Retiree medical benefits
- International equity and retirement plans
- ERISA and employee benefits litigation
- Fiduciary duty counseling

ENERGY

- Electric and natural gas
- Oil and gas
- Pipelines
- Antitrust
- Corporate finance and securities
- Corporate governance
- Environmental remediation and insurance coverage
- Labor and employment
- Litigation
- Mergers and acquisitions
- Project development and finance
- Regulatory counseling
- Corporate restructurings
- State and federal legislative analysis
- Tax

HEALTH CARE

- Business transactions
- Finance
- Antitrust
- Compliance counseling and defense
- Labor and employment
- Business restructuring and reorganization
- Tax and tax-exempt organizations
- Employee benefits and executive compensation
- Real estate

INTELLECTUAL PROPERTY

- Patent prosecution
- Patent infringement litigation
- Patent licensing and exploitation
- Trademark prosecution and portfolio maintenance
- Trademark infringement litigation
- Trademark licensing
- Copyright protection and enforcement
- Copyright licensing
- Trade secret maintenance
- Trade secret litigation
- Unfair competition and Lanham Act violations

- Software protection strategy
- Intellectual property audits
- Industry-wide licensing programs
- International patents and trademarks
- Patent opinion letters—validity, infringement
- Biotechnology
- Joint ventures
- Licensing and distribution agreements
- Mergers and acquisitions
- Outsourcing
- Strategic alliances and partnerships
- Technology and e-business

ISSUES & APPEALS

- Appellate advocacy
- Representations before the Supreme Court and other appellate courts

LABOR & EMPLOYMENT

- Acquisition and divestiture counseling
- Administrative proceedings, including those before the National Labor Relations Board, Occupational Safety and Health Review Commission, EEOC, and state fair employment agencies
- Collective bargaining and labor arbitration
- Reorganizations and plant closings
- Discrimination in the workplace—counseling and litigation in all courts, including class actions
- Employment contracts and restrictive covenant issues
- ERISA and employee benefits litigation
- FMLA counseling and litigation
- Human resources counseling
- Labor relations counseling, union elections, and unfair labor practice proceedings
- OSHA advice
- Strike-related advice and litigation
- Wage and hour claims
- Wrongful discharge matters

LIFE SCIENCES

- Patent and trademark portfolio strategy, creation, and management
- Intellectual property litigation, including patent interference, and oppositions
- Intellectual property opinions, including validity, infringements, and peer review opinions

- Financings and mergers and acquisitions
- Technology-driven agreements, including in-depth knowledge of cross-border licensing, collaborations, R&D partnerships, and consulting
- Antitrust and competition law
- Tax

MERGERS & ACQUISITIONS

- Negotiated mergers and acquisitions of public and private companies
- Unsolicited tender offers and proxy contests
- Serial acquisition and disposition programs
- Leveraged buyouts
- Joint ventures and strategic alliances
- Board/committee representations
- Executive compensation
- Takeover preparedness

PRIVATE EQUITY

- Buyouts
- Exit strategies
- Fund formations
- Venture/development capital

PRODUCT LIABILITY & TORT LITIGATION

- Class actions
- Coordination of multijurisdictional litigation
- European product liability counseling
- Governmental cost recovery and enforcement actions
- Insurance recovery actions
- Mass tort litigation
- Medical monitoring claims
- National trial and coordinating counsel
- Product crisis counseling
- Pharmaceutical and medical device claims
- Toxic tort litigation

REAL ESTATE

- Representation of real estate funds and other institutional investors
- Mergers and acquisitions by REITs, hotel, and real estate companies
- Cross-border real estate investments
- Real estate lending and joint ventures
- Acquisitions, dispositions, development, and leasing
- Corporate real estate services

SECURITIES LITIGATION & SEC ENFORCEMENT

- Securities fraud actions—representation of companies, underwriters, and directors and officers
- Shareholder derivative actions, including actions seeking to block corporate transactions
- Special litigation committee investigations
- Audit committee and other board committee representations and investigations
- Litigation counseling on major corporate transactions
- Defense of SEC, DOJ, CFTC, SRO, and state regulatory investigations and proceedings
- D&O insurance and indemnification review

TAX

- Mergers and acquisitions
- Executive compensation
- Private and venture capital transactions
- Real estate and partnership tax
- International real estate tax
- State and local tax (Texas and multistate)
- Structured finance tax
- Federal tax controversies and rulings

TRIAL PRACTICE

- Antitrust counseling
- Government and private antitrust litigation
- Arbitration/ADR

- Bankruptcy advisory proceedings, avoidance actions, and claims disputes
- Bankruptcy-related litigation
- Business disputes
- Class actions
- Complex business disputes
- Multijurisdictional litigation
- Construction litigation
- Consumer practices
- Corporate governance and securities
- Corporate restructurings
- Dealership, franchise, and distributorship matters
- Director and officer liability
- Financial institutions
- Government contracts
- Government investigations
- Hospitality
- Insurance coverage claims
- Oil and gas litigation
- Partnership disputes
- Personal injury
- Professional liability
- Real estate and construction
- Regulatory controversies
- Securities litigation
- Unfair competition

LAWYER CONTACT

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