

Practice Contact

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Franchising and Distribution

Our franchising law practice features lawyers with deep and broad experience representing franchisors, franchisees, franchisee associations, and investors pursuing acquisitions of franchisors. We represent franchisors ranging in size and sophistication from some of the largest, best known franchisors in the world, such as Wendy's International, Inc. and Stanley Steemer International, Inc., to new franchisors selling their first franchise. Our lawyers include a former in-house general counsel for a fast food restaurant franchisor and an attorney with five years of government affairs experience representing the nation's largest franchisor trade association.

Our attorneys have counseled clients offering a variety of franchised business concepts - from fast food restaurants to household services to the nation's first franchised condominium development concept. We assist franchisors in all aspects of their business and franchise operations, including establishing and modifying franchise systems, preparing franchise agreements and franchise disclosure documents, complying with federal and state laws regulating franchise sales, obtaining franchise registration in various states, protecting and strengthening intellectual property assets, establishing franchise system advertising programs, dealing with franchisees and franchisee associations, and providing general business, tax, and antitrust law counseling.

We also represent franchisees, distributors, dealers, and associations of franchisees and dealers in negotiating agreements, and we advise them with respect to their continuing relationships with their franchisors, principals, and manufacturers. Our franchisee clients range in size from publicly held companies that are franchisees of multiple franchise concepts to franchisees of single retail stores and businesses.

Our firm also has an extensive practice representing manufacturers, distributors, dealers, and sales representatives in connection with the various issues that are involved in product and service distribution. We assist manufacturers in all aspects of their product distribution systems, including establishing and modifying the systems and advising our clients on the various laws that can affect

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their distribution systems – such as sales representative laws, business opportunity laws, and franchise laws. In addition, our attorneys have prepared dealer and distribution agreements, have helped to establish advertising and incentive programs, and have provided tax and antitrust counseling.

As a part of our franchising and distribution law practice, we routinely handle franchise-related litigation on behalf of both franchisors and franchisees, including franchise termination litigation, antitrust litigation, and bankruptcy litigation, as well as distribution relationship-related litigation on behalf of both manufacturers and dealers.

Our recent franchising and distribution work includes the following matters, among others:

- We advised the world's leading producer and marketer of products for lawn care and gardening, professional turf care, and professional horticulture in its acquisition of a lawn service franchisor and in its restructuring of the franchise concept and conversion of the existing franchise system to a new franchised lawn care service business concept
- Our attorneys represented Stanley Steemer International, Inc. in the establishment of a national advertising program
- We represented a leading manufacturer of marine engines in structuring and documenting its distribution relationships with its brand-specific national networks of distributors and in warranty-related litigation filed in jurisdictions throughout the United States