

## LATIN AMERICAN PRACTICE

Sheppard Mullin's Latin American Practice provides specialized legal representation to Hispanic/Latino-owned companies, domestic and international companies targeting the U.S. Hispanic/Latino market, and companies with predominately Spanish speaking work forces. With the dynamic growth of Hispanic/Latino-owned companies and of the Hispanic/Latino population throughout the U.S. comes both the challenge of increasingly complex legal issues and the opportunity to grow your business. At Sheppard Mullin we recognize both the challenge and the opportunity and offer the services of a full service law firm, but, with a difference.

We are well known and respected in the Hispanic/Latino market. Many law firms have outstanding lawyers, but Sheppard Mullin also has excellent attorneys who are fluent in Spanish culturally aware and can provide a network of business connections and political contacts who optimize our clients' business opportunities. These attributes set us apart from our competitors. We recognize that the fast-growing Hispanic/Latino market is changing the way the United States does business – we understand this, and we help our clients benefit from these changes.

### **About Sheppard Mullin**

Sheppard Mullin is a full service law firm with offices throughout California and in New York, Washington, D.C. and Shanghai. Our California offices are located in Los Angeles, San Francisco, Silicon Valley, Santa Barbara, Century City, Orange County, Del Mar Heights, and San Diego. We pride ourselves on the quality of our legal work, our commitment to client service, our adherence to the highest ethical standards, and our cost-effective delivery of legal services.

### **Our Hispanic/Latino Clients**

We have substantial experience in representing Hispanic-owned businesses as well as companies competing in Hispanic/Latino markets, both in the United States and abroad. The group's clients in this fast growing market include:

- Adir International
- Al Día
- Alsa Alimentos
- Avolar Aerolineas
- Baja Mar Development Company Ltd.
- Baja Studios, Inc.
- Banclear
- Banco Bilbao Vizcaya Argentaria, S.A.
- Banco Continental de Panama, S.A.
- Banco Del Sol
- Banco Nacional de Comercio Exterior, S.N.
- BBG Communciations, Inc.
- Bimbo Bakeries USA
- Blue Casa Communications, LLC
- Brillante Entertainment
- B-Tel S.A. de C.V.
- Casa Marzám
- Cima Films S.A.
- Circle Foods
- Cobertores Concord S.A. de C.V.
- Colchas Mexico S.A.
- De Oro Home Loans
- Digital/Canal Plus España
- Echo Park Filmworks
- El Deseo

- Empresas ICA
- EVIVA
- Fabrica de Papel San Francisco S.A. de C
- G.F. ARCA S.A. de C.V., Sociedad Financiera de Objeto Multiple
- Galán Entertainment
- GBM International; Grupo Financiero GBM, S.A. de C.V.
- Grupo Sadasi
- Grupo Televisa, S.A.
- G-Tel Comunicación S.A. de C.V.
- Hispania Private Equity, L.P.
- Hispanic National Mortgage Association
- Hispanic/Latino Business Inc.
- ICA Fluor S. de R.L. de C.V.
- Inmobiliaria el ARCA S.A. de C.V.
- Inmobiliaria FGV
- Inversiones Hidroeléctricas de México, LLC
- La Nacion
- La Victoria Foods, Inc.
- Lexicon
- Marco Polo
- Media Pro
- Medtronics
- Ocean Front Exposiciones S. de R.L. de C.V.
- Planeta Media Group
- RG Investments, LLC
- SFIRA, Inc.
- Sociedad Controladora, S.A. de C.V.
- Sogecable/Canal Satélite
- Sony Pictures Entertainment
- Studios de la Playa, S.A. de C.V.
- Tec Toy S.A.
- Telemundo
- Textron
- Unifund Financial Group
- Univisión
- Yucaipa Companies

### **Bilingual Training Programs**

Sheppard Mullin offers bilingual training programs in specialty areas affecting the companies daily business in the U.S. They are of particular interest to Hispanic/Latino companies and companies with predominantly Spanish speaking workforces.

#### Labor and Employment

- Spanish language sexual harassment and discrimination prevention programs (management and employees)
- Spanish language employee handbooks and personnel policies
- Spanish language workplace investigations
- Employment litigation defense, with expertise in matters unique to the Spanish language workplace, including Spanish preparation of witnesses for trial and deposition, Spanish language witness interviews, and translator selection and use
- Employment law counseling on issues unique to the Spanish language workplace, including national origin discrimination law, English-only rules, accent bias, and mandatory foreign language posting requirements
- Immigration law counseling

- Advice and counsel in conventional employment law areas, including: hiring and termination; wage and hour law compliance; employee leaves of absence; managing employee disability, leave and workers compensation issues; and discrimination, harassment and retaliation matters

#### First Amendment Law

- Indecency
- Libel and the First Amendment
- Privacy Litigation
- Pre-publication Counseling and Clearances

#### Intellectual Property

- Buying, Selling and Licensing IP
- Copyrights
- Patent Prosecution and Counseling
- Patent Litigation
- Trade Secrets
- Trademarks and Trade Dress

### **Major Practice Areas**

#### **Corporate**

One of Sheppard Mullin's core strengths, our Corporate practice assists clients throughout the United States and abroad in maximizing their business opportunities. We represent clients that range from private to public companies and from startups and emerging businesses to international corporations. These clients include Hispanic/Latino-owned businesses, U.S. subsidiaries of Latin American businesses, Latin American subsidiaries of U.S. corporations, and businesses competing in Hispanic/Latino markets.

We provide general business legal advice, assist in structuring and implementing major transactions, prepare agreements to address unique business arrangements and consult with clients to resolve major business and ownership issues. We handle such matters as initial and later stage venture financings; leveraged buyouts and recapitalizations; public offerings; mergers and acquisitions; SEC registration and compliance; the registration, sale and termination of franchises; partnership formation and related transactions; and corporate partnering, joint venture and other strategic alliance arrangements. Because of our diverse client base, we have experience representing substantial entities in complicated multinational and multi-state transactions, as well as advising smaller and emerging clients on the full spectrum of business matters.

#### **Litigation**

Sheppard Mullin's litigators possess exceptional trial and appellate skills, in-depth knowledge of state and federal courts at all levels and practical business judgment, all of which contribute to our consistent delivery of outstanding yet cost-efficient results.

The firm's practice involves virtually all aspects of business and commercial litigation. Our litigators represent clients from a broad spectrum of industries such as computer and information technology, financial services, aerospace, manufacturing, transportation, communications, pharmaceuticals, advertising, entertainment, print and broadcast media, petroleum production and refining, real estate, insurance, construction and food/beverage manufacturing, among others.

Within our business trial practice are several specialized practices that emphasize antitrust and trade regulation, creditors' rights and financial institutions, environmental, franchise, intellectual property, products liability, professional liability defense, securities litigation, white collar criminal defense and regulatory compliance.

## **Entertainment and Media**

One of the highlights of Sheppard Mullin's expertise is the firm's highly regarded entertainment and media practice, representing major studios, independent producers, new media ventures and other entertainment related entities/businesses in every aspect of development, production, finance and distribution. Our Entertainment and Media attorneys are not only highly accomplished legal practitioners, but are also experienced entertainment industry veterans whose collective knowledge of the business/players allow them to play an active role in each client's unique business by providing strategic and practical advice beyond merely dotting the legal "i"s and crossing the contractual "t"s.

A sampling of the firm's representative clients in the Hispanic/Latino entertainment and media sector include:

- Brillante Entertainment
- Cima Films S.A.
- El Deseo
- Galán Entertainment
- Société Générale
- Sogecable/Canal Satélite Digital
- Telemundo Network
- Univisión

We also serve advertisers, ad agencies, Internet professionals, media buyers, creative and production units, broadcasters, publishers, brand consultants and other advertising enterprises and professionals.

As online advertising reinvents itself, regulatory requirements proliferate, branded opportunities are sought after and media enterprises restructure, it is more important than ever that advertisers and their agencies have the benefit of legal advice prior to going live with their copy.

Our advertising expertise spans the full spectrum of advertising, marketing and promotions issues, including:

- Branded entertainment and promotional tie-in transactions
- Clearance review covering copyright, trademark, privacy, publicity and First Amendment rights, defamation and related issues
- FTC/FDA regulatory compliance
- Contest and sweepstakes design and regulatory compliance
- Domestic and foreign comparative advertising and claim substantiation requirements and restrictions
- Counseling and litigation relating to false, deceptive and unfair advertising
- Internet issues, including privacy, infringement, foreign law conflicts, children's advertising and cross platform branding
- Structuring and documenting contractual relationships between and among advertisers, agencies, media and suppliers

## **International Business**

We advise a host of international clients on their inbound and outbound transactions, corporate structures, tax, operating agreements, antitrust and competition issues, technology, communications, immigration and employment matters to ensure the optimal legal foundation for an enterprise with expanding borders. We represent a significant number of foreign clients including commercial entities, emerging companies, financial institutions and individuals based throughout the world.

Our attorneys work with foreign lawyers, accountants and advisors to ensure that there is proper coordination among all professionals to ultimately attain the client's goals.

Sheppard Mullin represents international clients seeking to do business or managing significant holdings in the U.S. We recognize that these clients' requirements are different, and our lawyers are particularly sensitive to those needs.

We advise on a wide variety of issues, such as:

- Acquisitions and dispositions
- Domestic and offshore investment structures operating businesses, branches, subsidiaries and properties
- Hart-Scott-Rodino and Ex Florio approvals and filings
- Cross border financing, licensing, distribution agreements, strategic alliances and joint ventures
- Litigation, arbitration and dispute resolution

We also advise both domestic and international clients and corporate financiers investing outside of the U.S. on international tax planning and structuring concerning foreign investments. This advice has included choice of entity, income tax treaties, foreign withholding tax and tax credits, as well as capital gains and ordinary income tax treatments.

### **Immigration**

Sheppard Mullin has significant expertise in employment based immigration law. Our advice spans the naturalization process through the relinquishment of citizenship. We advise on the application for various non-immigrant visas for employment of foreign nationals in the U.S. applications for permanent resident status ("green cards"); labor certifications; and administrative matters before the Immigration and Naturalization Service, U.S. State Department and Department of Justice.

Our attorneys also advise on compliance with the Immigration Reform and Control Act, verification procedures, INS or Department of Labor investigations, fine procedures and related litigation. We assist with temporary work visas and permanent residence matters, as well as advise on I-9 compliance and record keeping and government audits and hearings and appeals before the federal court, the Board of Immigration Appeals and the Board of Alien Labor Certification Appeals.

### **Finance**

Our banking and finance attorneys represent financial institutions (banks, commercial finance companies, insurance companies and leasing companies) in the documentation, negotiation and structuring of financial transactions. Our attorneys advise lenders, lessors, venture capital groups, investors and, at times, sellers, lessees and borrowers in a host of unsecured, personal property secured and real property secured transactions, including loans, leases, syndications/participations, chattel paper portfolio purchases and sales, consumer transactions and structured or financially engineered creditor facilities. We also represent financial institutions in matters such as licensing, the establishment of new branches and regulatory and form compliance procedures, as well as provide opinions for California law issues such as usury, form compliance for federal and state consumer transactions, UCC and securitization matters.

### **Labor and Employment**

Labor and employment laws affect the entire legal relationship between employers and employees, beginning with the initial hiring process and expanding into every facet of daily operations, including job descriptions, wages, promotions, reviews, terminations, benefits, mergers and acquisitions, as well as the successful resolution of disputes pertaining to unfair labor practices and discrimination. Because the laws that apply to the labor and employment relationship are often conflicting, ensuring compliance with state, federal -- and even sometimes city -- law, is a constant challenge for today's employers.

On many occasions, employers seek to "do the right thing" and yet don't realize they might be in violation of the law. Knowing what to do and when to do it is a core competency of Sheppard Mullin's labor and employment attorneys. With one of the largest and most prestigious labor and employment practices in the country, our attorneys advise employers of all sizes --ranging from Fortune 100 companies to high tech and traditional business start-ups -- in all aspects of employment counseling and litigation. The strength and depth of our practice is rooted in our understanding of the needs particular to Hispanic/Latino employers and employees, and our ability to provide full

service labor and employment law counseling -- in English and in Spanish -- to meet those needs.

Many of our multinational clients view our labor and employment practice as an extension of their in-house legal department, while our emerging and middle market clients rely upon the true depth of our expertise and the outstanding service we are able to provide daily.

### **Antitrust**

Our antitrust practice encompasses matters involving mergers and structural issues, criminal grand jury proceedings, international antitrust enforcement, pricing practices, product distribution, joint ventures, class actions based on federal statutes and state unfair competition laws, among many other areas. Our attorneys have also represented numerous firms and individuals in connection with consumer protection matters before the Federal Trade Commission, state attorneys general and private sector regulatory bodies. Our antitrust attorneys include former Antitrust Division lawyers, Federal Trade Commission lawyers, the 2002 California Antitrust Lawyer of the Year, and the 2003-2004 Chair of the Antitrust & Unfair Competition Section of the California State Bar.

### **Intellectual Property**

The firm advises domestic and international clients on patents, trademarks, copyrights, trade secrets and false advertising, as well as creating the optimal structure for transactions and negotiations involving such property. We routinely secure and enforce intellectual property both domestically and abroad. Our attorneys assist clients with the practical concerns related to e-commerce and data retention, as well as provide cutting edge counsel in antitrust, unfair competition, counterfeiting, grey marketing and product diversion.

We regularly assist Hispanic/Latino businesses or clients operating in Hispanic/Latino markets with technology transfers, including assignments, licensing and joint ventures, as well as protect proprietary information to avoid loss through employee departures, industrial espionage or other means. We have proven expertise in representing clients in trials and appeals in the federal and state courts, in arbitrations and in adversarial proceedings before the U.S. Patent and Trademark Office, the International Trade Commission, the Federal Trade Commission and other tribunals. We also handle industry investigations such as those before the National Advertising Division of the Council of Better Business Bureaus, Inc.

### **First Amendment**

Our First Amendment practice is concentrated on the defense of media organizations and pre-publication clearance work. We specialize in defamation and privacy cases on behalf of defendants in media matters. We also regularly counsel and train studios, networks, print publishers, authors and others on how to avoid legal entanglements in their creative and reportorial work, ranging from movies and TV productions to proposed articles and books. Though we focus on trials concerning First Amendment issues, we also have experience arguing dozens of appeals.

Our attorneys represent Univisión Communications Inc., Univisión Television Group (including all Univisión stations), Telefutera, Galavision, Univision.com and Univisión Radio. We defend these entities if they are sued, but we also do a significant amount of work training employees and agents of the clients regarding ongoing legal developments and pre-broadcast counseling across the United States on an emergency response basis to help producers and talent assess legal risks that any given broadcast might pose.

### **Real Estate**

Sheppard Mullin has the third largest real estate law practice in California. It is also one of the most diverse. We represent commercial and residential developers, pension funds and pension fund advisors, insurance companies, commercial landlords, retail chain tenants, manufacturing companies, real estate investment trusts ("REITs"), institutional trustees and the "REO" departments of institutional lenders.

Our expertise includes real estate acquisition and disposition; commercial leasing and portfolio management; residential, hotel, commercial and industrial development; land use and entitlements; contracts with architects, engineers, consultants and contractors; and the structuring, formation and capitalization of partnerships, limited liability companies, corporations and trusts which acquire, develop and operate real property.

### **Environmental**

Skilled and effective legal counsel is essential to managing the numerous risks associated with the continually changing and expanding environmental law requirements. Since the 1960s, Sheppard Mullin has provided environmental law related advice to a variety of clients in diverse industries. Our attorneys advise on environmental permitting issues, compliance, impact requirements, hazardous waste disposal requirements under federal and state law and liabilities under the Clean Air Act, Clean Water Act, Resource Conservation and Recovery Act and federal and state Superfund legislation.

We represent clients before administrative and judicial tribunals in all areas of environmental law, with a particular emphasis on soil and groundwater contamination and hazardous waste issues. We have also assisted clients on environmental matters in federal and state courts and before many federal, state and local agencies including the U.S. Environmental Protection Agency, California State Water Resources Control Board, California Coastal Commission, California Energy Commission, California Public Utilities Commission, California Air Resources Board, local air pollution control districts and regional air quality management districts, regional water quality control boards and other local agencies.

Our attorneys are frequently retained by clients who face administrative or judicial enforcement actions in connection with alleged contamination of industrial sites. We confer with the client and the engineering consultants retained to perform the remedial investigation and feasibility study designed to determine what cleanup, if any, is required. Our attorneys also negotiate with the agencies involved in efforts to avoid court action. If a settlement cannot be reached, litigation over the extent of the cleanup or the amount of penalties may follow.

### **Bankruptcy and Workouts**

Bankruptcy issues pervade the business world. Lenders must deal with problem credits, manufacturers must deal with insolvent customers and suppliers and businesses of all types must structure their relationships to mitigate the consequences of a bankruptcy. Financial distress also provides acquisition opportunities for those in a position to capitalize on them.

Reflecting the reality of business, the bankruptcy and restructuring attorneys of Sheppard Mullin represent clients in all types of international, national and regional insolvency matters ranging in size and complexity from out of court loan workouts and financial restructurings to bankruptcy proceedings, creditors' rights and distressed acquisitions. Our clients span a wide ranging spectrum, including secured lenders, debtors, bank groups, creditors' committees, indenture trustees, equity holders, real property and equipment lessors, bankruptcy trustees and buyers.