Latin American Practice Group

May 2010
Latin American Practice

Wilson Elser has a thriving Latin American practice. Led by Co-Chairmen Ricardo J. Cata of our Miami office and E. Stratton Horres Jr. of our Dallas office, members of our Latin American practice group, who reside in 10 Wilson Elser offices nationwide, have been actively representing clients in Mexico and the Latin American region for more than 10 years. We are thoroughly familiar with the legal framework and unique issues that arise in the region. We have ties in many Latin American countries and a deep understanding of the local legal and business practices in each of those countries.

The strength of our Latin American practice is derived from our strategically located “gateway” offices in Houston, Dallas, Miami, Los Angeles and San Diego, which can provide a rapid response and effective service to the Latin American market. Members of the group are well versed in resolving Latin American cases filed in the United States, including jurisdiction, choice of law, and *forum non conveniens* defenses, as well as the enforcement of international arbitration clauses. Our Latin American practice group members, some of whom speak fluent Spanish and/or Portuguese, have substantial experience in the business, legal and regulatory environments of Latin American countries. Our members are knowledgeable about U.S., Asian and European laws and regulations, as well as international and foreign investment law. This in-depth knowledge enables our lawyers to readily advise Latin American clients in business transactions with counterparts throughout the world.

Wilson Elser regularly provides a wide range of services to Latin American clients in a variety of areas. These include corporations, directors and officers, employers, factories (maquiladoras), manufacturers and suppliers, managers, multinational corporations, insurers, joint ventures, hotels and resorts (insured and direct representation), premises owners, real estate brokers, developers and owners, retailers and the transportation industry. Wilson Elser’s Latin American practice has developed a strong client base in Mexico over the last decade. In particular, we have handled many cases for all major Mexican insurance companies involving hotel and resort liability and product liability in Florida and other U.S. jurisdictions, as well as supervised subrogation claims in Mexico against a premises security company.

Our Latin American practice provides a direct resource to an ever-expanding Latin American client base. We enjoy an excellent reputation in Mexico and have developed close relationships with a network of law firms in the rest of Latin America that we value and trust. To meet the needs of the emerging markets in Latin America, Wilson Elser has established an affiliation with the law firm of Rubio Villegas y Asociados, S.C. in Mexico City. Rubio Villegas y Asociados was established in 1966 and is the fifth largest and fastest growing law firm in Mexico, with approximately 40 attorneys.
Practice Group Members

The following Partners and Of Counsel are members of the Latin American Practice Group:

Ricardo J. Cata, Co-Chair & Partner – Miami
E. Stratton Horres Jr., Co-Chair & Partner – Dallas
Rebecca M. Alcantar, Partner – Dallas
Lucinda Alfieri DeCaprio, Partner – White Plains
William H. Behr, Of Counsel – New York
Adam R. Bialek, Partner – New York and White Plains
Lawrence B. Brennan, Partner – New York
Aide Cabeza Ontiveros, Of Counsel – Los Angeles
Brian Del Gatto, Partner – Connecticut
William K. Enger, Partner – Los Angeles
Alan Fiedel, Partner – Miami
Alan S. Gaynor, Partner – New York
Patrick M. Kelly, Partner – Los Angeles
Daniel J. McMahon, Partner – Chicago
George M. Melo, Partner – White Plains
Frederick J. Pomerantz, Partner – New York
Philip Quaranta, Partner – White Plains and New York
Ralph W. Robinson, Partner – San Francisco
Martin S. Schexnayder, Partner – Houston
James K. Thurston, Partner – Chicago
Thomas W. Wilson Jr., Partner – New York

Other practice group members:

Ronnie Guillen, Associate – Miami
Tanya Xiomara Johnson, Associate – San Francisco
Ronald A. Mazariegos, Associate – White Plains
Cinthia Granados Motley, Associate – Chicago
Raymond Perez, Associate – White Plains
Scott M. Smedresman, Associate – New York
Practice Areas

Corporate, Corporate Finance, & Mergers and Acquisitions

Wilson Elser attorneys have extensive experience providing advice and representation for a broad range of corporate, financial and general business matters. The core of the firm’s corporate practice in Mexico and Latin America is experience in dealing with the local business practices and legal institutions. Our attorneys have language and cultural skills to service clients in a broad range of businesses operating and investing in the region. We handle all legal aspects of mergers and acquisitions, financings, securities offerings and federal and state reporting and compliance, as well as a broad range of general corporate and commercial matters. Additionally, we have experience structuring and negotiating acquisitions, joint ventures and other business partnerships, and providing counseling with respect to business breakups and dissolutions, including cross-border acquisitions, joint ventures and divestitures. Our corporate clients range from major multinationals to new business ventures.

Wilson Elser attorneys provide sophisticated transactional, financial, and enterprise structuring counseling. We also provide legal advice and documentation for a comprehensive range of other business, commercial and corporate governance matters, business combinations, change-of-control transactions, 13e-3 “going private” transactions, tender offers, public offerings and private placements, Real Estate Investment Trusts, Special Purpose Acquisition Companies (SPACs), private investment in public equity (PIPEs) transactions, reverse mergers, recapitalizations and reorganizations.

In the corporate finance arena, we represent both lenders and borrowers in all types of financing arrangements. In addition to credit facilities, we handle equipment financing and leasing transactions, corporate workouts and restructurings, and recapitalizations. We have represented both investors and companies in private equity and venture capital financings. Our attorneys have significant experience negotiating and drafting private equity documentation for a variety of real estate-based corporate transactions such as real estate investment funds used in connection with privately placed securities offerings and real estate joint ventures.

Our securities practice involves public offerings and private placements of equity, debt and convertible securities. Our attorneys have represented issuers, underwriters, placement agent and investors, and have experience advising public issuers with respect to Securities Act of 1933 matters, Securities Exchange Act of 1934 reporting and compliance obligations, Sarbanes-Oxley best practices, and securities exchange listing and maintenance issues.

Construction Defect

Wilson Elser is experienced in providing counsel and advice and defending the kinds of claims that inevitably arise in the United States involving the Mexican and Latin American construction industries. We understand the growth in construction that comes with many of the rapidly developing countries in Latin America. We serve clients involved in large commercial and industrial projects, like high-rise buildings, wastewater treatment facilities, transportation centers and power plants. Our clients have been involved in civil projects as well, including public arenas and highway construction. Matters that we have litigated involve everything from subsidence to structural defects, personal injury to property damage, and mechanic’s liens to economic loss caused by delays. We represent those directly involved in disputes, as well as their insurers.

The firm brings an interdisciplinary team to complicated legal matters. Nationwide, we have attorneys experienced in all aspects of construction litigation and practice, including several with professional architectural and
engineering backgrounds. We also draw on a national network of forensic consultants and construction experts in areas like design, scheduling and finance.

Directors and Officers

Wilson Elser’s directors and officers practice team is experienced in all aspects of D&O and corporate exposure. We have an international presence in this area of practice, ranging from litigation defense to insurance coverage and bankruptcy issues. Our attorneys have long represented the world’s leading D&O insurers as special counsel, advising them on coverage, defense of complex litigation, and resolution strategies. With our national litigation team, including a dedicated bankruptcy group, Wilson Elser brings resources to D&O exposures that combine broad legal experience with unique sensitivity to litigation management concerns.

Our D&O team’s capabilities in specific areas include antitrust, creditor “deepening insolvency,” securities, employment issues, concerns of financial institutions, franchise disputes and intellectual property. Other areas in which our attorneys are seasoned practitioners include commercial disputes, shareholder derivative actions, insurance coverage, False Claims Act matters and government regulatory actions.

Employment

We assist our clients in all employment-related matters, including transactional and contract matters, restrictive covenants and non-compete disputes, labor force reductions, and matters and grievances under collective bargaining agreements. We litigate claims of discrimination, defamation, wrongful termination and negligent hiring.

Oftentimes, manufacturers and corporations originating in Latin America can face labor issues in the United States. Wilson Elser handles cases for both private and public-sector employers. Our attorneys are skilled in all aspects of federal and state discrimination employment laws, including issues arising under Title VII, the Age Discrimination in Employment Act, Americans with Disabilities Act, Family and Medical Leave Act and Employee Retirement Income Security Act. We are fully prepared to defend our clients before all administrative and judicial tribunals, including the U.S. Equal Employment Opportunity Commission, the National Labor Relations Board, all state administrative agencies, the U.S. Department of Labor, as well as all state and federal courts.

Environmental

Wilson Elser has been at the forefront of litigation related to environmental contamination and toxins. As many Latin American countries face industrialization, we can provide the experience to deal with the environmental pollution claims that come with it. As a leading environmental defense firm in the United States, we are litigating in virtually all of the key environmental forums, including states that deal routinely with Latin American countries such as Texas, California and Florida. Our attorneys have experience counseling clients from various industrial sectors on a wide range of issues under the domestic environmental regulations of Mexico and other Latin American countries.

Our involvement in the area of environmental law and toxic torts began in the 1970s with the first asbestos and toxic chemical exposure claims. It has developed into a comprehensive practice area in all aspects of environmental law and toxic torts, including asbestos, mold, chemical exposure, lead paint, heavy metals, and a variety of other toxic tort exposures. We are involved in the defense of parties and potentially responsible parties at numerous major dumpsites throughout the United States. Our firm has developed experience in handling a pollution situation from spill to final cleanup, providing assistance and counseling with respect to the various
federal, state and local requirements, pollution investigation, choice of cleanup plan, and actual restoration of the environment.

As environmental, pollution and toxic tort law grows more complex, we are committed to maintaining our unique ability to provide a broad range of services to insurers, their insureds and corporations faced with the most pressing legal and public policy issues today. We are highly experienced in the area of coverage litigation. Wilson Elser has had significant victories on both the trial and appellate levels in many nationally important coverage disputes. We have written specialty insurance policies for clients eager to write the business, yet justifiably cautious that the policies survive careful scrutiny.

Errors and Omissions

For more than a quarter of a century, our attorneys have defended securities brokers, real estate professionals, investment advisors, accountants, law firms and other professionals in complex litigation and commercial tort cases involving errors and omissions. Many of these professionals now also find themselves potentially embroiled in the subprime lending crisis. Domestic economic issues in the United States affect our global partners in Mexico and Latin America. We have been litigating subprime lending cases in the federal and state courts for more than 10 years. Given our in-depth experience and the urgent needs of our clients in this current business climate, we are more than ready, willing and able to assist in mitigating potential liability.

Wilson Elser’s preeminent insurance practice brings depth of experience in analyzing claims arising in the context of comprehensive general liability and errors and omissions policies. Our coverage attorneys have experience writing opinions for insurance companies on primary and excess coverage issues relating to commercial general liability, as well as product, property and automobile liability policies. We have represented insurance carriers in coverage disputes, as well as manufacturers of industrial products in personal injury litigation.

Government Relations and Lobbying

Our government relations practice represents the interests of businesses, as well as non-profit institutions. In both arenas, we bring our legal skill, seasoned judgment and access to key players in politics and government. In navigating the legislative branch, we identify and track key legislation that could impact our Mexican and Latin American clients. We advocate on behalf of our clients at various levels of the government ranging from the New York State Legislature to the New York City Mayor’s Office and Council, and on the federal level. We work closely with lawmakers to communicate our clients’ positions on issues and provide our clients with legislative updates on the progress of bills. Further, we constantly monitor and report on regulatory developments. We also assist clients in the licensing, application, audit and disciplinary process and proceedings.

Wilson Elser is also New York’s largest lobbying firm. Our bipartisan attorneys have successfully represented hundreds of clients in a wide array of lobbying issues. As a result, we have developed the skills to ensure that every activity we undertake is appropriately reported to both the New York State Commission on Public Integrity and the Office of the New York City Clerk. In response to the needs of the lobbying community, we have expanded our compliance services to assist various lobbying firms, companies, organizations and associations with compliance issues relating to both legislative and procurement lobbying activities in New York State and New York City.
Insurance Coverage

We provide services to a number of different types of clients, including insureds, brokers and agents, reinsurance intermediaries, surplus lines brokers, managing general agents, insurers and reinsurers. Many of our clients are cross-jurisdictional and have interests in the emerging markets of Mexico and Latin America. Wilson Elser has a broad range of capabilities in the area of insurance law and a long-standing national practice in insurance litigation. We have a nationwide team of attorneys experienced in all aspects of insurance litigation and coverage issues. We are able to handle various insurance matters on a cost-effective basis and seek creative, aggressive and timely solutions to problems.

Wilson Elser has extensive experience in representing insurers in insurance coverage and bad faith matters. We regularly prepare analyses and opinions as to coverage on a variety of policies, including, but not limited to, commercial general liability, builders risk, all types of professional liability, fidelity, directors and officers liability, employment practices liability, fiduciary, commercial auto and trucking, garage, first-party property, homeowners, life insurance, ocean marine, aviation, media, e-commerce, health and disability, and excess and umbrella. In addition to preparing coverage opinions and analyses, we actively litigate these issues, representing insurers in both federal and state courts throughout the United States.

Because the firm has offices throughout the United States, we are often asked to serve as national or regional coverage counsel. By using the firm in this way, insurers can be better assured of consistency in coverage opinions and can achieve economies of scale. Perhaps no firm in the country is more suited to serve as national or regional coverage counsel than Wilson Elser.

Insurance Corporate and Regulatory

Wilson Elser has formed and licensed insurers, reinsurers and producers having foreign parent corporations, including those based in Mexico and Latin America. We have organized United States branch operations, insurance companies operating as subsidiaries of foreign corporations, and United States liaison offices of insurers based overseas. We have also handled mergers of insurance companies whose parent organizations were foreign entities, acquisitions of United States-based insurers by foreign acquirers, reorganizations, change of state domicile, and United States branch domest ications.

Wilson Elser counsels insurers and reinsurers with respect to United States investment laws that impact, directly or indirectly, their operations and the operations of their foreign shareholders; insurance holding company compliance; online insurance transactions; the applicability of the federal excise tax and United States tax treaties to policies of worldwide coverage issued by foreign insurers and reinsurers; changes in global and United States reinsurance collateralization rules; financial service integration issues; and proposed federal regulation of the insurance industry.

Our attorneys interact frequently with the regulators who oversee the insurance industry throughout the United States and overseas. Our familiarity with both state and international insurance regulators allows us to anticipate the positions they will take and the issues they will raise on a wide variety of matters affecting an increasingly global insurance industry. When regulators question a client’s licensing status, compliance with rules and regulations, or other business practices, we represent the client and assist in reaching swift resolutions that address legal as well as business issues.
Intellectual Property

In the global economy of the 21st century, innovation depends on the protection of intellectual property. For example, in Brazil, the toy industry has found that protecting intellectual property plays a key role in the country’s economic development and successful business strategies. Protecting intellectual property is part of an effective strategy for developing countries to attract technology transfer and foreign direct investment. Strong intellectual property enforcement reassures potential investors that their technologies and capital will not fall prey to counterfeiting and piracy.

Our firm has an interdisciplinary team well versed in all aspects of intellectual property and corporate law. We offer clients depth of knowledge, as well as access to all the resources of a national firm with 20 U.S. offices. We understand that intellectual property issues are often without borders, and we assist our clients to protect these assets no matter where they are in the world. We recognize that intellectual property assets are critical to the long-term success of an entity, and we manage our clients’ portfolios to enhance the value of their intellectual property and secure their rights.

Our trademark rights acquisition and enforcement practice is global in scope and focuses on obtaining local and international trademark registrations for designs and names of all kinds, as well as Internet domain names in various jurisdictions. Wilson Elser has an extensive network of firms it works with in Latin America and has counseled major international organizations regarding trademark rights in this region. Additionally, our firm has extensive experience in extending foreign trademarks into the United States, taking advantage of global trademark conventions, as well as Latin American-specific treaties, such as the Pan-American Convention.

Once these rights are secured, our firm is involved in obtaining, securing, maintaining and enforcing trademark rights of clients worldwide. The firm has experience with the U.S. Patent and Trademark Office, including proceedings before the Trademark Trial and Appeal Board, in litigation in the United States in both federal and state courts, as well as handling arbitration proceedings before the World Intellectual Property Organization (“WIPO”).

Our copyright practice is a multifaceted area, with cases involving literary and theatrical works, software, musical compositions, and sales and instructional manuals. We counsel clients on registration of copyrights with the U.S. Copyright Office, explain the effect of new technology and legislation on copyright law, and litigate or defend against charges of copyright infringement.

Our patent litigation practice handles complex litigation involving U.S. patent rights, as both plaintiff and defense counsel. These matters include the evaluation of claims, the negotiation of licenses, and the prosecution or defense of detailed and technical patents. Our locations around the United States permit us to defend and prosecute patent cases in a variety of forums, taking advantage of our sophisticated litigation experience.

In addition to the traditional copyright, trademark and patent work our firm has performed, we also have extensive experience handling matters involving trade secrets, trade dress, and unfair competition. We routinely perform Internet risk management functions for clients and advise on many aspects of having an online presence.
General Liability

We represent public and private landlords, commercial businesses, restaurants, transportation companies, schools, and virtually all other types of businesses and individuals against a wide array of personal injury claims. Our attorneys also handle personal injury cases that involve damage to property. Many of the businesses and institutions we represent have interests in Mexico and Latin America with regard to general liability.

Our firm maintains a bank of briefs, transcripts and research materials that helps us defend cases efficiently. We focus on attempting to resolve cases in the most cost-effective manner during the early stages of litigation. When early resolutions are not possible, we are fully prepared to defend actions at trial, and our attorneys have enjoyed considerable success in courts throughout the United States.

Hotels and Resorts

Wilson Elser has a team of lawyers committed to advising and defending Mexican and Latin American hotels and resorts on a wide variety of legal issues and lawsuits, ranging from transactional matters such as site acquisition and contracts to site development and operational concerns, liquor licensing, personal injuries and commercial litigation. Some of our major clients include hotels, restaurants, resorts, outdoor recreational companies, golf courses and country clubs, condominiums, timeshares and other hospitality-related real estate developments, and cruise line entities.

We have capabilities in multiple offices to successfully defend hotels and resorts in lawsuits. We can draw upon the firm’s collective experience in areas such as personal jurisdiction, forum non conveniens, choice of law issues, real estate, construction, commercial, environmental law, premises liability, intellectual property, insurance, government affairs, franchises and employment law. Given our national scope, we have familiarity with the governing law in each of the various jurisdictions.

Our attorneys have a proven track record of advising and defending some of the largest and most sophisticated companies, hotels and resorts in the hospitality industry. We have substantial experience in defending complex personal injury claims and lawsuits and handling commercial litigation in state and federal courts; advising on project structures; preparing project documents and registrations; negotiating and enforcing contracts; advising on management, sales and marketing issues; dealing with construction issues and real estate acquisitions; working with municipalities and government regulators; and mitigating labor and employment matters.

International Arbitration

We have advised clients throughout Mexico and Latin America in connection with complex and sensitive contractual and joint venture disputes. We regularly provide advice to clients in Mexico and Latin America who wish to heighten their legal protection in the event of future disputes, and we represent them in proceedings before the AAA, ICSID, ICC and LCIA, among others.

Joint Ventures

Wilson Elser attorneys have extensive experience providing advice and representation on joint ventures, including those involving Mexico and Latin America, as part of our experience in corporate, financial and general business matters. We handle all legal aspects of joint ventures. Our clients range from major multinational corporations to
new business ventures. We have experience working on cross-border transactions involving companies with interests in Mexico and Latin America.

Our attorneys provide sophisticated transactional, financing, capital and enterprise structuring advice and handle the preparation and negotiation of the related documentation. We also provide the legal advice and the documentation for a comprehensive range of other corporate, business, commercial and corporate governance matters. Our attorneys strategize on transactional structures that best suit all parties involved in a joint venture.

**Licensing**

Wilson Elser attorneys are experienced in drafting and negotiating licensing agreements for multinational companies, including those based in Mexico and Latin America. This includes drafting complex agreements for intellectual property of all kinds, including patents, copyrights, trademarks, domain names, and other technology-related properties. We serve as counsel to many global brands, effectively advising them in the areas of franchise licensing, local member agreements, domain name registration and licensing, and the expansion, exploitation and protection of all manner of intellectual property. We understand the need of our clients to protect their global brands, and provide substantive knowledge to meet their business objectives.

We also help companies develop programs that increase trade secret protection through the use of restrictive covenants in contracts for company executives and key employees. Confidential information often needs protection because it has economic value when not generally known or ascertainable. Such information could pertain to devices, formulas, patterns, programs and methods.

**Maritime**

Wilson Elser currently serves as counsel for a major foreign-flagged marine operator in casualty litigation, including personal injury, property loss and environmental litigation. One of our members has substantial experience representing a major cruise ship operator, and he coordinates with other admiralty lawyers in the Wilson Elser network to provide for effective and economical advocacy in all kinds of marine disputes. Admiralty cases frequently raise questions of jurisdiction and the appropriate forum for litigation of multinational disputes. We have successfully advocated the enforcement of choice of law, forum non conveniens and international arbitration clauses to facilitate a quick disposition of various cases.

**Premises Liability**

Wilson Elser has established a specialized practice team devoted to the representation of public and private Mexican and Latin American landowners and business entities against personal injury actions filed in the United States by crime victims. Attorneys from each of our regional offices work closely with leading criminologists, profiling experts, security providers and top experts to develop successful strategies for defending our clients against premises security lawsuits. We have successfully represented hotels, restaurants, shopping centers, public housing authorities, cooperative developments, security guard companies, police departments, municipalities and other entities against various actions brought on behalf of crime victims.

Our premises security practice team is ready to advise clients on every stage of a claim. Our attorneys work with risk managers and security providers to offer guidance and suggestions for claim avoidance. We help to ensure that all security undertakings are duly documented and preserved. We assist when a serious incident occurs, long before a lawsuit is started. On short notice, one of our premises attorneys can meet appropriate personnel at the scene to
assist with the coordination of witness statements, records, investigative requirements and other items essential to preparing a defense against a potential lawsuit. We have successfully resolved scores of premises security lawsuits.

Product Liability

Wilson Elser is positioned to defend claims against a wide array of products on a local, national and international basis. Many of our clients are manufacturers from countries who are importing components or products into the United States, including from Mexico and Latin America. The firm has more than 70 product liability attorneys in its 20 offices working as an integrated team to advise clients and defend their products in complex cases. Our shared knowledge ensures a coordinated approach, whether a claim arises out of a product’s design, manufacture or marketing.

We have assisted a variety of product manufacturers in performing product recall campaigns. Our attorneys have designed and administered recalls and product improvement programs for motor vehicles, industrial products and consumer products. This activity includes coordination with governmental agencies such as the National Highway Traffic Safety Administration and the Consumer Product Safety Commission. Wilson Elser has also assisted clients with regulatory compliance matters with the Consumer Product Safety Commission and the U. S. Food and Drug Administration.

Our clients include domestic and international corporations. We have defended liability cases involving aircraft, automobiles, medical devices, construction and industrial equipment, telecommunications, electronics, farm equipment, recreational boats, marine products, swimming pool products and household appliances.

Professional Negligence

Our professional negligence practice handles an array of claims. Such matters can range from an auditor charged with failing to detect fraud, to an attorney accused of an ethical lapse, to a real estate agent alleged to be responsible for an omission in a sales contract. Each of our 20 offices has attorneys experienced with these kinds of issues. We represent individuals and institutions, as well as the insurance companies that provide their liability coverage.

Our clients include many of the largest accounting and law firms; hosts of smaller accounting and law firms; corporate directors and officers; and insurance agents and brokers, many of whom conduct business in Mexico and Latin America. We also represent professionals grouped together by insurer. For example, in the real estate industry, we represent a diverse group including sales agents and brokers, property managers, title insurance agents, mortgage brokers, appraisers, home inspectors and land surveyors.

The firm’s size enables us to call on hundreds of expert consultants for assistance in defending professionals against accusations. Our attorneys, themselves, have diverse professional backgrounds that they draw upon to defend clients. Some of our attorneys are certified public accountants, architects and engineers, and are thus uniquely equipped to represent individuals in these fields.

Real Estate

Wilson Elser provides clients with experience in all aspects of commercial real estate transactions, zoning and land use matters. Clients represented by the firm include financial institutions, insurance companies and other lenders, developers, shopping center owners, local and national companies, property managers, non-profit corporations, religious corporations, municipalities, property owner associations and individuals. With the growth and
industrialization in Mexico and Latin America, many of our clients are seeking to acquire property in connection with their expansion in various countries, and we can assist with these real estate transactions.

We also have experience representing clients in the areas of mortgage and construction loan transactions; office, commercial and ground lease transactions; acquisition and disposition of all types of commercial real estate properties; real estate loan workouts and loan restructuring transactions; foreclosure proceedings and sales; all aspects of landlord and tenant law; and environmental review and remediation issues.

Our attorneys advise clients in connection with the formation and selection of appropriate business structures for the acquisition and operation of real estate, including corporations, limited liability companies, general partnerships, limited partnerships and joint ventures. We also assist clients with related business and asset acquisition and disposition transactions, including the preparation of employment and consulting contracts, general commercial contracts and by-laws, as well as shareholder, operating, partnership and joint venture agreements.

Reinsurance

Wilson Elser is not only the largest insurance-based law firm in the world, but in the field of reinsurance, we have continuity in experience and practice since as early as the 1970s. Trends in the Latin American economies generally, and insurance markets specifically, indicate that insurance and reinsurance companies with experienced advisors and a dedicated strategy can take advantage of tremendous opportunities in the region. On the other hand, however, the undertaking of activities in the region without a full understanding of the local regulations and markets can lead to significant potential enforcement issues with local regulators, and to unprofitable operations.

We have represented virtually every type of entity in the reinsurance industry, including cedents, reinsurers, retrocessionaires, intermediaries, brokers, liquidators and regulators, in every type of reinsurance claim, dispute, contract or controversy, including arbitrations, litigation, commutations, audits, letter of credit transactions and corporate activities.

We have handled issues such as “follow the fortunes” disputes, asbestos and pollution losses, hurricane and natural disaster losses, risk transfer cases, rescission and avoidance, defalcations and financial irregularities, fraud and criminal conduct, actuarial matters, claims by and against liquidators, allocation and aggregation of losses, and many others. Indeed, our services span the full gamut of reinsurance industry concerns.

Wilson Elser’s ability to assist clients in addressing and resolving reinsurance disputes efficiently is enhanced by the knowledge base of the firm’s partnership in areas where underlying claims can result in considerable financial exposure to reinsurers. Such claims could encompass professional liability, product liability, aviation, directors and officers liability, general liability, asbestos exposure, environmental/pollution concerns, marine matters and medical malpractice. Many of our clients with business interests in Mexico and Latin America face the gamut of such potential claims. Wilson Elser’s nationwide network of offices and our “front line” involvement defending insureds, as well as ceding companies in coverage disputes, means our attorneys will always identify and respond to changes in the U.S. litigation environment and advise our clients in the reinsurance industry accordingly.

Risk Management

As a full-service law firm, Wilson Elser’s primary goal is to prevent lawsuits from being filed in the first place, and if they begin, to obtain the swiftest and most favorable resolution possible. We are extensively involved in proactive risk management and work closely in this regard with Mexican and Latin American clients, along with
their insurance carriers and loss control professionals. Our attorneys act as counselors and advocates to anticipate and prevent situations that could result in lawsuits or administrative actions.

Securities

Wilson Elser’s experience in dealing with securities claims is extensive. Many of our clients are international banks and financial institutions with business in Mexico and Latin America. We have handled – from inception through trial – every conceivable type of securities claim brought by public customers or on an institutional basis.

We have equal experience with every type of securities product at issue, from the simple, like stocks and bonds, to the most complex, like derivatives, as well as the manner in which they are traded, such as personal, trust, pension, or 1940 Act accounts. Our experience also includes claims involving investment banking, market making, options, commodities and the underwriting of new offerings.

We provide several forms of consulting, as well, to companies in the broker-dealer field. On an ongoing basis, we act as counsel on issues that arise in our clients’ pursuit of their daily business activities. We advise on a wide spectrum of retail and institutional brokerage issues, including reporting obligations, trading issues, disclosure, net capital and other back-office questions.

Taxation

We provide our multinational clients with advice on corporate, international, tax accounting and other related matters. We understand the unique challenges faced by multinational companies when they are audited by the IRS. Our attorneys provide tax strategies to manage the audit process and prevent future audits. We work closely with a client’s accounting firm to review tax strategies and keep abreast of new regulatory changes that will affect its tax structures.

Through our representation of several large accounting firms, we are familiar with the latest tax structures and strategies that are favorable to our multinational clients. Wilson Elser addresses all the legal needs of the accounting profession. Our firm crafts terms of engagement for an accountant’s new relationship with a client, represents accountants in malpractice litigation or disciplinary proceedings, counsels clients on practice structure, negotiates merger terms for new accounting practices, and helps partnerships dissolve. We also help accounting firms assess risk management issues, partner disputes and third-party claims.

Toxic Torts

Recognizing a need for legal service in the prolific area of toxic tort litigation, Wilson Elser has made a long-term commitment to provide expert and quality legal service to our clients confronted with a complex and ever-changing body of law. Our practice includes the defense of claims involving exposure to asbestos, mold, benzene, lead and other alleged toxic substances. For more than two decades, we have devoted substantial time and resources to becoming a respected leader in this field, with a large staff of attorneys, paralegals, law clerks and legal investigators comprising our toxic tort team all across the country. As toxic tort law grows more complex, we are committed to maintaining our unique ability to provide a broad range of services to insurers, their insureds and corporations, including those based in Mexico and Latin America, who are faced with the most pressing legal and public policy issues today.
Our team is devoted to providing consistency in claims management, and our considerable resources enable us to efficiently handle the large volume of claims common to mass tort litigation. Our extensive brief bank links all of Wilson Elser’s domestic and foreign offices to facilitate the efficient and cost-effective exchange of information. Our attorneys are frequent authors and lecturers on virtually all aspects of this area of the law.

**Transportation**

We monitor the developments involving NAFTA and the Mexican trucking program, and the resulting litigation that has arisen involving violations of the same, as well as safety and employment issues. We have extensive experience in litigating cross-border transportation cases. We have successfully represented clients in the trucking, transport and cargo sectors. Our experience in representing and defending trucking and transportation clients includes interstate and intrastate trucking companies, owner-operators, freight forwarders, bulk carriers, warehouses, cargo carriers and operators, overnight and expedited shipping companies, ship and tanker lines, air and rail carriers, stevedores, terminals, and navigation concerns in claims and litigation arising across the United States, on the high seas and internationally. We have successfully defended a bus company in Texas regarding wrongful death claims as a result of an accident occurring in Mexico. We also provide risk management assessments to transportation clients on the prevention and management of catastrophic casualty claims.

The cases we have handled include all types of first- and third-party liability matters; personal injury and accident claims; regulatory compliance issues; environmental concerns; long-haul trucking claims; cargo security, damage in transit, and packaging claims; recovery of stolen trailers or containers litigation and mediation; and products/manufacturing claims. We also conduct evaluations of third-party administrators, undertake reinsurance reviews, and prepare policy wordings. We represent clients before federal and state regulatory agencies and have established a network of experts whose credibility in the required fields serves as a supplement to the superior legal performance a client can expect from Wilson Elser.