

# Tax

Our tax attorneys provide counsel to individuals and businesses of all sizes to develop plans that minimize tax exposure. Our knowledge of all aspects of federal, state, local, and international taxation allows us to customize tax plans that help our clients achieve their personal and business goals with the most favorable tax consequences.

Many business and real estate transactions are heavily influenced by state and federal tax considerations. Our team also provides support to other practice area attorneys throughout the firm who need to identify and navigate the variety of tax issues present in any transaction. This firm-wide collaboration ensures that our clients receive the most thorough analysis and the best possible solutions to their business problems.

Our tax attorneys counsel clients in all areas of taxation, including:

- Partnership taxation and other pass-through entity taxation
- Corporate income and franchise tax planning
- Federal and state tax-credit transactions
- International tax planning and compliance
- Mergers and acquisitions
- Restructuring financially troubled businesses
- Structuring non-taxable exchanges, including like-kind exchanges and opportunity-zone investments
- State real-estate-transfer tax planning and compliance
- Employee compensation, benefits, and retirement plans
- Multi-state sales and use tax planning and compliance
- Individual federal and state tax planning and compliance, including civil and criminal matters
- Federal and state tax controversies
- Complex estate and gift tax planning, including business succession planning
- College and university tax compliance matters
- Forming and advising other tax-exempt organizations, charitable trusts, and private foundations

## Representative Experience

- Represented principals in the \$112 million sale of a majority interest in a wholesale optical lab, including confidential negotiations with a supplier, licensor, and competitor as well as extensive management provisions post-closing. Also worked with three firms representing the buyer regarding membership sale and subsequent operational matters, real estate, and anti-trust issues.
- Represented a purchaser in its acquisition of a packaging supplies and equipment distributor, including negotiating an asset-purchase agreement and ancillary documents, assisting in due diligence, and coordinating and negotiating with debt holders.
- Advising a client on the tax implications of operating an industrial hemp business, including analyzing Section 280E of the Internal Revenue Code.
- Created a NY LLC that can acquire, possess, manufacture, sell, deliver, transport, distribute, and dispense marijuana for certified medical use.