

ABOUT THE EDITORS

Christina M. Noyes is a partner with Gust Rosenfeld, P.L.C., in Phoenix, Arizona. She has been in private practice since 1996 and was a certified public accountant for three years with Deloitte and Touche, LP before starting her legal career. Ms. Noyes focuses her transactional practice on franchise and corporate law, as well as handling trademark registrations and renewals. She represents franchisors in all aspects of developing and maintaining a local, regional, or national franchise system. She also represents franchisees in evaluating the franchise contracts, forming the appropriate entity and reviewing the real estate lease. She has been listed in the Franchise Law category of *The Best Lawyers in America* since 2009. Ms. Noyes has written articles and has presented materials on franchising, business opportunity issues, and intellectual property issues for the American Bar Association Forum on Franchising, the International Franchise Association, and various Arizona business groups. Ms. Noyes was also the author of the Arizona Chapter of *Covenants Against Competition in Franchise Agreements* (M. Grey and N. McNew, coeditors). For her corporate practice, Ms. Noyes regularly serves as general corporate counsel, handling matters from start-up to exit, and advising on commercial contracts, licensing agreements, ownership changes, promissory notes, mergers and acquisitions, as well as issuing loan opinions and non-consolidation opinions. Ms. Noyes is a graduate of Miami University (B.A., cum laude, Accounting, 1990), and Arizona State University College of Law (J.D., cum laude, 1996, managing editor, *Arizona State University Law Journal*). She is admitted to practice in Arizona.

Leonard D. Vines is an officer and shareholder in the St. Louis office of Greensfelder, Hemker and Gale, P.C. Mr. Vines is listed in the *Chambers USA* (Leading Franchise Lawyers nationwide), *Best Lawyers of America*, *The International Who's Who of Franchise Lawyers*, *Who's Who in American Law*, *U.S. News Best Lawyer's* and *Kansas Missouri Super Lawyers*. He was editor of the first edition of *Mergers and Acquisitions of Franchise Companies*. Mr. Vines is a former member of the Governing Committee of the American Bar Association Forum on Franchising, and a member of the franchise advisory board of the North American Securities Administrators Association (NASAA). He served as a member of the IFA Legal Symposium Planning Committee, and is an Editorial Board Member for *LJN's*

Franchising Business and Law Alert. He is also a frequent lecturer on franchise topics for various organizations and has spoken at programs sponsored by the American Bar Association Forums Committee on Franchising, International Franchise Association, the Missouri Bar, the Bar Association of Metropolitan St. Louis, and the National Franchise Law Institute. He has also written articles for various legal publications such as the *ABA Journal*, *The Franchise Lawyer*, *Journal of the Missouri Bar*, *St. Louis Bar Journal*, *LJN's Franchising Business and Law Alert* and the *Franchise Law Journal*. He co-authored a chapter of the ABA Forum publication, *The FTC Franchise Rule: Analysis and Commentary*. Mr. Vines graduated from the University of Illinois with a B.S. in accounting with honors and from Washington University School of Law.

ABOUT THE AUTHORS

John Baer is an officer in the Chicago office of Greensfelder, Hemker & Gale. He has a broad transactions practice with extensive experience representing companies engaged in franchising and distribution, including the use of sales representatives, both domestically and internationally. His practice covers a wide range of other related areas, including commercial, sales, warranties, product safety, and regulatory matters. He also counsels foreign clients doing business in the U.S. and U.S. clients that want to expand internationally. Mr. Baer was the chair of the International Franchising Committee of the International Bar Association's International Sales, International Franchising and Product Law Section in 2011 and 2012. He is currently serving as a co-editor of the *International Journal of Franchising Law*. Mr. Baer was chair of the Illinois Attorney General's Franchise Advisory Board from 1996 to 2012, a member of the Industry Advisory Committee to the North American Securities Administrators Association Franchise Project Group from 2007 to 2010, a member of the ABA Forum on Franchising's Governing Committee from 2003 to 2006, and editor of the CCH Sales Representative Law Guide from 1997 to 2011. He was the first recipient of the Forum's Lewis G. Rudnick Award in 2009. He has been selected as a leading lawyer by *Chamber's*, a *Legal Eagle* by *Franchise Times*, *The International Who's Who of Franchise Lawyers*, and *Super Lawyers*. Mr. Baer is a frequent speaker and writer on franchise topics for various organizations.

Jeffrey A. Brimer is of Counsel in the Denver, Colorado, office of Faegre Baker Daniels LLP. Previously, he was of Counsel in the Denver office of Snell & Wilmer L.L.P. and vice president, general counsel and secretary of Medicine Shoppe International, Inc., a St. Louis, Missouri based subsidiary of Cardinal Health, Inc. Mr. Brimer is a graduate of the University of Missouri-St. Louis (B.S. political science, summa cum laude, 1976), and the University of Missouri-Columbia School of Law (J.D., 1979), where he was a member of the *Missouri Law Review*. He is a member of the American Bar Association (sections Business and International Law and Practice and the Forum on Franchising), the Colorado and Missouri Bars and the International Bar Association. He holds a Certified Franchise Executive designation from the International Franchise Association. Mr. Brimer was the editor of the *Franchise Law Compliance Manual* (Second Edition), published by the

American Bar Association Forum on Franchising in 2011. He was a member of the Governing Committee of the Forum on Franchising. Mr. Brimer has written and spoken on a variety of franchise issues at the ABA Annual Forum on Franchising, the International Franchise Association Legal Symposium and Annual Meetings, the Bar Association of Metropolitan St. Louis, the Kansas City Bar Association, the Colorado Bar Association, the Denver Franchise Business Network, and the International Bar Association. Mr. Brimer has been named to *The International Who's Who of Franchise Lawyers*, *Franchise Times' Legal Eagles*, *Chambers USA* and *Chamber's Global: America's Leading Lawyers for Franchising*, *Best Lawyers in America* and *Super Lawyers*.

William M. Bryner is a partner in the law firm of Kilpatrick Townsend & Stockton LLP, practices in the area of trademark and unfair competition law, and is resident in Winston-Salem, North Carolina. Mr. Bryner has extensive experience litigating trademark and unfair competition matters in federal courts around the country, as well as before the Trademark Trial and Appeal Board of the United States Patent and Trademark Office. He also counsels business clients regarding securing protection for their trademarks with the United States Patent and Trademark Office, and in enhancing the protection of their brands through strategic enforcement activities. In the franchising context, Mr. Bryner has litigated numerous trademark infringement disputes involving holdover ex-franchisees, as well as cases arising from the expansion of franchise concepts into new geographic territories in the U.S. Mr. Bryner has been a contributor to the *Franchise Law Journal* and a speaker at the International Franchise Association's Legal Symposium. Mr. Bryner was named to *Business North Carolina's* 2009 and 2012 *Legal Elite* list for Intellectual Property/Trademarks Law and was listed in *The Best Lawyers in America* in 2014 and the years immediately preceding in the area of intellectual property law. He was also recognized as a 2014 "Greensboro Lawyer of the Year" in the area of trademark law by *The Best Lawyers in America*. Mr. Bryner was named a 2012, 2013, and 2014 North Carolina "Super Lawyer" in the area of intellectual property law by *Super Lawyers* magazine. He is listed in the 2012 and 2013 editions of *World Trademark Review 1000—The World's Leading Trademark Professionals*. Mr. Bryner received Lexology's *Client Choice Guide—International 2013* Award in the Intellectual Property: Trademarks category for North Carolina.

Christopher P. Bussert is a partner in the Atlanta office of Kilpatrick Townsend & Stockton LLP. He has 30 years of experience representing clients in trademark, copyright, unfair competition, and franchise litigation, including proceedings before the Trademark Trial and Appeal Board, and in licensing and trademark clearance and prosecution matters. Mr. Bussert has lectured extensively on intellectual property and franchise topics. He has been recognized in *The Best*

Lawyers in America for franchise law and intellectual property law. Mr. Bussert was listed in “The Trademark Experts’ Experts” by *World Trademark Review* and was selected in *World Trademark Review*’s inaugural guide to the top 1,000 trademark practitioners in the world. He is also listed in *The International Who’s Who of Trademark Lawyers*, *The International Who’s Who of Franchise Lawyers*, and *The International Who’s Who of Business Lawyers* by Law of Business Research, Ltd. as well as in *Georgia Trend’s Legal Elite* for intellectual property law. Mr. Bussert has also been named a *Legal Eagle* by *Franchise Times* and was named by Legal Media Group to its *Guide to the World’s Leading Trademark Lawyers*. He is the former editor-in-chief of the *Franchise Law Journal* and is currently a member of the ABA Forum on Franchising Governing Committee. Mr. Bussert holds a B.A. from Kalamazoo College and is a graduate of the University of Toledo College of Law, from which he received the College of Law Distinguished Alumnus Award.

Harris J. Chernow is a member of Chernow Kapustin, LLC in its primary offices in Pennsylvania and New Jersey and has practiced franchise law for over 25 years. He has been selected by *The International Who’s Who of Franchising*, a franchise lawyer *Best Lawyer*, *Franchise Times* as a *Legal Eagle* and *Hotshot Franchise Lawyer*, by the *Pennsylvania Law Weekly* as one of *Fifty on the Fast Track*, and as a *Pennsylvania Super Lawyer* by *Law & Politics* and *Philadelphia Magazine*, among others. He has also been appointed to the CPR panel of distinguished neutrals Franchise Mediation Panel and is routinely selected as a mediator and an arbitrator (as a neutral and party appointed) for various franchise and business disputes. Mr. Chernow is a frequent speaker and author on numerous franchise and business topics. He is a member of the American Bar Association Forum on Franchising and a recent member of the Governing Committee. He served as the chair of the ABA Forum’s Litigation and Alternative Dispute Resolution Committee and the ABA Forum on Franchising’s Publications Committee. He is a frequent speaker at various franchise programs, including those sponsored by the ABA and IFA. Among his publications, he is a contributing author of *Franchising 101, the Complete Guide to Evaluating, Buying and Growing Your Franchise Business*.

Michael J. DeLaurentis is an independent tax attorney outside Philadelphia, Pennsylvania, where he has advised U.S. and foreign law and accounting firms and their clients on domestic and international tax matters for more than 35 years. He holds bachelor’s degrees from Amherst College (cum laude) and Oxford University (First Class Honours, sine viva voce), master’s degrees from Brown University and Oxford, and a J.D. from Yale, where he spent a term in the Office of the Special Representative for Trade Negotiations in the Executive Office of the President of the United States. He has written and spoken on international tax developments, notably leading an in-depth critique of the reporting requirements

under the Foreign Investment in Real Property Tax Act (FIRPTA)—which led to their replacement by a withholding regime—and participating in the ALL-ABA study, which helped lay the groundwork for entity-level audits of small partnerships. He is a member of the Yale Law School Executive Committee and serves as its treasurer.

Richard G. Greenstein is a transactional lawyer with over 30 years of experience representing clients across multiple industries principally involving different aspects of franchise and distribution law, intellectual property, licensing, and mergers and acquisitions. He currently heads DLA Piper's Franchise and Distribution practice in the Southeast and is a member of the Corporate and Private Equity practices in the Southeast. Mr. Greenstein has created a niche practice advising clients, particularly private equity firms, in the acquisition and sale of franchise systems. Over the past ten years, he has served as lead franchise and intellectual property counsel in the acquisition and disposition of franchisors in multiple industries, including hospitality and food sectors and education.

He has been recognized in *The Best Lawyers in America*, and was named the *Best Lawyers' Atlanta Franchise Law Lawyer of the Year*. He has been selected for inclusion in the publication *The International Who's Who of Franchise Lawyers*, and included in *The International Who's Who of Business Lawyers* and *Georgia Super Lawyers*.

Lucie Guyot has been practicing corporate transactional law at Faegre Baker Daniels LLP (formerly known as Faegre & Benson LLP) since 2004. She is a counsel in the firm's Boulder, Colorado, office. Ms. Guyot has extensive experience representing franchisors in connection with their international expansion efforts. Ms. Guyot also counsels clients on general corporate matters, including mergers and acquisitions (representing both private and public companies and both buyers and sellers), private equity financings (representing securities issuers as well as investors), and complex commercial contracts. She represents clients in a broad range of industries, including restaurant and food, retail, technology, software, agricultural products, marketing, public relations, sports and entertainment, manufacturing, and health care industries. Originally from the Czech Republic, she is fully proficient in the Czech language. She received her B.A. in English from the University of Colorado at Boulder, Colorado, in 2000, and she received her J.D. (with high honors) from The George Washington University Law School in Washington, D.C. in 2004.

Herbert Hedden is a partner in the Columbus, Ohio, office of Vorys, Sater, Seymour and Pease LLP. His commercial transactions practice includes an emphasis on franchising and distribution law. He represents franchisors, subfranchisors, and master franchisees in planning the structure of franchise relationships and

the initiation of new franchise programs, as well as in the preparation of franchise agreements and franchise disclosure documents, and in obtaining state franchise registrations. Mr. Hedden also represents manufacturers, distributors, suppliers, dealers, and sales representatives in licensing arrangements, distributorships, dealerships, sales representative relationships, and a variety of other commercial relationships and transactions. Mr. Hedden has been listed in the *Best Lawyers in America* for Franchise Law, and he has a Martindale-Hubbell AV Peer Review Rating. He is a member of the American Bar Association and its Forum Committee on Franchising, the Ohio State Bar Association, and the Columbus Bar Association. Mr. Hedden has spoken on franchising legal topics at the International Franchise Association's Annual Legal Symposia and at programs sponsored by the Ohio State Bar Association. He is the author of the Ohio law chapter of *Covenants Against Competition in Franchise Agreements* (2012, American Bar Association, Third Edition). He received his J.D. with honors from The George Washington University Law School, his master in public policy from Harvard University's John F. Kennedy School of Government and his B.S. in business administration from the University of North Carolina, Chapel Hill, where he was named to the Phi Beta Kappa, Beta Gamma Sigma, and Phi Eta Sigma honorary societies.

Mark Kirsch is a principal with Gray Plant Mooty and focuses his practice on domestic and international franchising and distribution matters, with a special emphasis on franchising mergers and acquisitions. He has over 27 years' experience representing and counseling clients on franchise, licensing, mergers and acquisitions, corporate, commercial, and business development matters. Mr. Kirsch works with a variety of companies, from large national and international chains to emerging systems, across a wide range of industries. His experience includes developing and structuring franchise and distribution systems; negotiating domestic and international franchise and master licensing arrangements, asset purchase agreements and related commercial contracts; and counseling clients on compliance with state and federal regulatory issues. Mr. Kirsch has been involved in numerous franchise joint venture and merger transactions, including many private equity backed deals related to the acquisition, sale and/or combination of franchise systems. He also is an operating partner with BIP Opportunities Funds, a private equity firm that provides growth capital and operational support to franchise companies (among other industries). He is a frequent speaker at industry seminars about a variety of topics including branding, franchising, M&A, and distribution. He is a co-author of the chapter "Mergers and Acquisitions of Franchise Systems" in the law school casebook *Franchising: Cases, Materials and Problems*, published in 2013 by the ABA. He is active in the franchise industry, currently serving as vice chair of the International Franchise Association's

Supplier Forum and is a member of the IFA's Board of Directors. He received his J.D. from George Washington University, and a B.A. in economics from the University of Rochester. He has been recognized by *The International Who's Who of Business Lawyers*, *Franchise Times' Legal Eagles*, and *Best Lawyers in America*.

Beata Krakus is an officer in the Franchising & Distribution and Corporate Practice Groups of the Chicago office of Greensfelder, Hemker & Gale, P.C. She works with clients in domestic and international franchise transactional matters, as well as related areas such as distribution, business opportunity, and sales representative arrangements and other commercial contracts. She assists buyers and sellers with mergers and acquisitions, both involving franchise concepts and other business models. Her experience practicing in Warsaw, Poland, and in Stockholm, Sweden, gives her a unique perspective in her international work. Before joining Greensfelder, Ms. Krakus was associated with Sonnenschein Nath & Rosenthal LLP. She also practiced with the Swedish law firm of Magnusson Wahlin, primarily in the firm's Warsaw office. Her practice focused on assisting foreign businesses in their activities in Poland, ranging from counseling in connection with initial start-ups and negotiation of commercial contracts to assisting with multinational antitrust filings and privatization negotiations on behalf of her clients. Ms. Krakus is a member of the Women's Caucus Steering Committee of the American Bar Association Forum on Franchising, has served as an associate editor for *The Franchise Lawyer*, has written articles for the *Franchise Law Journal* and other franchise law publications, and has spoken several times at the ABA Forum on Franchising and International Franchise Association Legal Symposium. She is recognized by *The International Who's Who of Franchise Lawyers*, by *Chambers USA (Franchising, Up and Coming)*, and by *Franchise Times' Legal Eagles*.

Matthew J. Kreutzer is a member in the Las Vegas office of Howard & Howard PLLC. He is certified by the California State Bar's Board of Legal Specialization as a Specialist in Franchise and Distribution Law. Mr. Kreutzer assists both start-up and mature franchisors with developing, protecting, and licensing their franchise and distribution systems. Mr. Kreutzer serves as subcommittee chair for the California Franchise Law Committee of the State Bar of California (Business Law Section). He was named a *Franchise Times 2013 Legal Eagle*, a *2013 Super Lawyer* and *2012 Rising Star*, by *Mountain States Super Lawyers*, and part of the *40 Under 40* by *In Business Las Vegas* in 2010. Mr. Kreutzer writes the "Forward Franchising" blog that can be found at <http://www.forwardfranchising.com>, articles from which are frequently featured on Lexology. He has written for *The Franchise Lawyer*, *Franchising Business & Law Alert*, *Law Journal Newsletters*, *The Licensing Journal*, *Nevada Business* magazine, the Clark County Bar Association's *Communique*, and the *Business Resource Guide of Greater Las Vegas*. Mr. Kreutzer has

spoken on franchising issues at national and regional programs for the International Franchise Association, California State Bar, FranServe, and the National Franchise and Business Opportunities Expo. Mr. Kreutzer received his J.D. from George Washington University Law School and B.S. from American University.

Ken Levinson has more than 30 years of tax experience, more than 20 years of aviation experience, and more than 20 years of insurance, captive insurers, and risk management experience. He heads the international tax practice at Faegre Baker Daniels.

At Faegre, he advises clients on a wide range of international issues, including worldwide tax planning, transaction structuring, foreign bank account reporting, M&A, licensing, international franchising, expatriate tax issues, audits, controversy management, negotiation and litigation, and compliance for all federal, state, and foreign taxes. He has also served as an expert witness in international tax matters in court. In insurance and risk management, he advises clients on the strategic design and implementation of insurance programs; structuring, financing and implementation of captive insurance companies; identification and resolution of tax issues involved in captive insurance arrangements; analysis of domiciles; surplus lines taxes; negotiation and purchasing of insurance placements and policies; loss prevention; and management/negotiation of claims. Prior to joining Faegre Baker Daniels, Mr. Levinson was a managing director of the Midwest region in the captive and warranty practice of KPMG. Earlier in his career, he held positions with Northwest Airlines (with executive management responsibilities for the corporate tax and risk management departments and as senior finance officer in the cargo division), and Marriott Corporation (with responsibilities for international finance, international tax, and tax administration and controversies). For nine years, Mr. Levinson originated and taught the two-semester international tax course at Georgetown University Law Center's LL.M. graduate tax program, and now teaches the international tax course at the University of Minnesota Law School. Ken also served as assistant branch chief in the Internal Revenue Service Office of Chief Counsel. In this role, he was assigned to the Department of Justice as technical advisor to assist in the "Project Haven" criminal tax investigation involving offshore tax havens. Ken has been honored by *The Best Lawyers in America*, the *Legal 500*, *Top Lawyers in the State*, *Who's Who in American Law* and *Who's Who International*.

Judith L. Marsh is a partner in the Vorys, Sater, Seymour and Pease LLP Columbus office where her practice focuses on commercial and business law, with an emphasis on franchising and distribution law, commercial transactions, the Uniform Commercial Code, and commercial finance. She represents franchisors in the development and structuring of franchise systems, including preparation of

franchise agreements, franchise disclosure documents, and seeking state franchise registrations. In addition, Ms. Marsh counsels franchisors in dealings with their franchisees, and has experience representing franchisors renegotiating franchise agreements with franchisee associations. She is listed in the *Best Lawyers in America* and was the *Best Lawyers 2014 Columbus Franchise Lawyer of the Year*. Ms. Marsh is a member of the American Bar Association and its Forum Committee on Franchising. She received her J.D. with honors from The Ohio State University Michael E. Moritz College of Law, where she was a member of the Order of the Coif, as well as a member and managing editor of the *Ohio State Journal on Dispute Resolution*. She received her B.A. summa cum laude from Albion College.

Charles S. (“Chuck”) Modell is chairman of the franchise practice group at Larkin Hoffman Daly & Lindgren Ltd., Minneapolis, Minnesota. He has been an active member of the franchise legal community for nearly four decades. Mr. Modell’s practice consists primarily of representing franchisors concerning the business aspects of franchising, including the structuring of the franchise relationship; drafting franchise agreements and disclosure documents; compliance with state and federal franchise laws and regulations; negotiations with franchisees; terminations and nonrenewals; and the purchase and sale of franchise companies. He is also an arbitrator with the American Arbitration Association and was the second practicing attorney to receive the designation of Certified Franchise Executive from the International Franchise Association. Mr. Modell is a former member of the Governing Committee of the American Bar Association’s Forum on Franchising, and served as the Forum’s Finance Officer for over six years. He has also been active in the IFA for over three decades, having served on the Legal/Legislative Committee, the Franchise Relations Committee, and the Board of the Council of Franchise Suppliers. He is a member of the Advisory Committee to the North American Securities Administration Association Franchise Project. Mr. Modell is recognized by *Chambers USA*, *Best Lawyers in America*, *The International Who’s Who of Franchise Lawyers* and *Super Lawyers*. He received a bachelor of science degree from the University of Florida in 1974 and graduated with high honors from the University of Florida College of Law in 1977.

Richard Morey is a partner in DLA Piper’s franchise and distribution practice and in the corporate practice, based in Chicago. *Chambers USA: America’s Leading Lawyers for Business* hails Mr. Morey as “a sharp up-and-comer” and notes his “significant experience representing franchisors in M&A transactions.” Mr. Morey has been recognized in *The International Who’s Who of Business Lawyers*. Mr. Morey’s franchise and distribution practice is focused on working with both experienced and start-up franchise companies, helping them structure new franchise programs and determining the most appropriate methods of single- and

multi-unit franchising. He counsels franchisors on everyday compliance and other franchise-related issues, such as registration and disclosure matters, negotiating agreements, maintaining good franchisee relations, and resolving disputes with franchisees. He also works extensively on international franchising and licensing transactions, including master franchise, area development, and single-unit licensing deals in Asia, Europe, Central America, the Middle East, and the Caribbean, in addition to structuring other methods of international product distribution, such as manufacturing and bottling arrangements. In his corporate practice, Mr. Morey handles all aspects of small- and mid-market mergers and acquisitions transactions, with a special focus on representing franchisors in M&A transactions. He also represents non-franchise clients on corporate, organizational, and contract-related matters, including financing arrangements, workouts, and management arrangements. Mr. Morey has contributed to numerous articles covering franchise law, including those appearing in the *Journal of International Franchising and Distribution Law*, publications for the International Franchise Association's annual legal symposium, and various editions of the written materials for the International Franchise Association's Legal Roundtables series.

Glenn D. Moses is a shareholder in the Miami law firm of Genovese, Joblove & Battista, P.A., where he specializes in the areas of complex commercial bankruptcy, restructuring and insolvency matters, business reorganization, creditors' rights, and commercial litigation. Mr. Moses represents Chapter 11 debtors-in-possession, trustees, creditors' committees, secured and unsecured creditors, and purchasers of businesses and assets from bankruptcy estates. He has substantial experience in litigating a wide variety of bankruptcy-related claims at both the trial and appellate levels, including fraud claims and avoidance litigation. Mr. Moses has significant experience in the representation of franchisors in numerous franchisee bankruptcies throughout the country, and has lectured on various bankruptcy issues for the American Bar Association's Forum on Franchising. Mr. Moses is included in *The Best Lawyers in America* in the area of bankruptcy, business reorganization, and creditor's rights. He holds an AV® Preeminent peer review rating from Martindale-Hubbell, and has been named as a *Super Lawyer* by *Florida Super Lawyers* magazine and has been recognized as one of South Florida's Top Lawyers by the *South Florida Legal Guide* and among the Legal Elite by *Florida Trend* magazine. Mr. Moses earned his J.D. degree from Boston University School of Law and his B.A. degree from the University of Massachusetts at Amherst.

Dawn Newton is a partner in the Oakland office of the law firm of Donahue Fitzgerald LLP, and leads its franchise practice. She is also a member of the firm's Intellectual Property and Corporate practice groups, with a focus on trademark

prosecution and disputes. Ms. Newton is recognized as a Certified Specialist in Franchise & Distribution Law by the Board of Legal Specialization of the State Bar of California. She currently serves as the vice chair on the Board of Legal Specialization's Franchise & Distribution Law Advisory Commission, and is a past chair of the State Bar Business Law Section's Franchise Law Committee. Ms. Newton has spoken on the subject of franchising at the American Bar Association Forum on Franchising Annual Forum and the State Bar of California's Business Law Section, and has been recognized as a *Rising Star* by *SuperLawyers* of California, and as a *Best Lawyer* in the field of franchising by *Best Lawyers in America*. Ms. Newton graduated from the University of California, Berkeley, with high honors and distinction in general scholarship, and received her J.D. from the University of California, Hastings College of Law.

Rebekah Prince is a partner at Eisner, Kahan, Gorry, Chapman, Ross & Jaffe, a professional corporation, in Beverly Hills, California. Her practice includes franchise and distribution law, as well as business and finance, with a strong emphasis on mergers, acquisitions, and related financings. She advises clients regarding domestic and international franchise ventures, including registration and disclosure issues and development of franchise systems. Ms. Prince is a member of the American Bar Association's Forum on Franchising and served on the Forum's 2012 Nominating Committee. She also served as the ABA Young Lawyers' Division Liaison to the Forum on Franchising Governing Committee from 2009 to 2011 and is currently a member of the Forum's Publications Committee. She is a member of the State Bar of California's Franchise Law Committee, which she served as the secretary from 2009 to 2011. Ms. Prince was listed in *Chambers USA: America's Leading Lawyers for Business, Franchising* in 2011, 2012, and 2013 as an up-and-coming young lawyer. She was listed as a *Legal Eagle* by *Franchise Times* from 2010 to 2013. She graduated from Washington and Lee University with a B.S. in accounting and earned her law degree from the University of Texas at Austin.

Les Wharton is the chief legal officer for Coverall North America, Inc. Coverall franchises janitorial service businesses. Mr. Wharton joined Coverall in March 2012. Prior to joining Coverall, he was senior counsel in the Atlanta office of Epstein Becker & Green. Before that, he was vice president legal affairs for the Franchise Division of Spherion Corporation, a publicly traded staffing company, and had practiced corporate law, including franchise law, as an associate with the Atlanta law firm of Powell, Goldstein, Frazer & Murphy. Mr. Wharton is a frequent speaker on franchise-related topics, having spoken at the American Bar Association Annual Meeting, the ABA Forum on Franchising Annual Forum, the International Franchise Association Annual Convention, the IFA Annual Legal Symposium, and Franchise Update's Annual Franchise Program, as well as testifying

on behalf of the IFA before a Congressional Subcommittee on the FTC Rule on Franchising. He has also published a number of articles on franchising topics. He is the vice chair of the IFA Legal/Legislative Committee; a member of the ABA Forum on Franchising, and has served on the steering committee of the Corporate Counsel Section and on the Board Selection Committee of that ABA group; a member of the Georgia Bar; a past president of the Corporate Counsel Section of the Atlanta Bar; and past vice chair of the Southeast Franchise Forum in Atlanta. Mr. Wharton also taught franchise law as an adjunct professor at the University of Georgia School of Law in the fall of 2011. He is an arbitrator and mediator for the American Arbitration Association, handling primarily franchise disputes. Mr. Wharton received a B.S. from the United States Military Academy in 1971 and a J.D., cum laude, from the University of Georgia in 1979. At the University of Georgia, Mr. Wharton was editor in chief of *The Georgia Journal of International and Comparative Law*. During his service in the Army, Mr. Wharton attained the rank of captain before he resigned to attend law school.

Will K. Woods is a partner in the Dallas office of Baker & McKenzie LLP. He concentrates his practice in franchise and distribution law. He counsels clients on structuring international and domestic franchise transactions, distribution of products and services, and franchise registration and disclosure matters. Mr. Woods represents franchisors throughout their business life cycle: in the start-up stage; as middle-market franchisors; and as mature, global franchisors. Among his clients are the leading hotel, franchise-related lodging and hospitality franchise companies. He has negotiated franchise transactions both in the U.S. and many other countries in counseling clients across industries with respect to system restructuring and related relationship issues. Mr. Woods is a frequent author and speaker on franchise and distribution related topics. He is the editor of the ABA Forum on Franchising book, *The Fundamentals of International Franchising*, second edition. Mr. Woods is an active member of the International Franchise Association and the ABA Forum on Franchising. He has been listed as a leading franchise lawyer in both *Chambers USA (Franchising)* and *Chambers Global (Franchising)*, named in *Franchise Times' Legal Eagles* as one of the top 101 franchise lawyers in the U.S. and Canada, listed in *The International Who's Who of Franchise Lawyers*, and named one of the *Best Lawyers* in Dallas by *D Magazine*. He was the ABA Young Lawyers Division Liaison to the Forum on Franchising and is currently on the Governing Committee of the Forum on Franchising. He is co-chair of the 2014 Forum on Franchising. Mr. Woods received his B.B.A. from Baylor University in 1994 and his J.D., cum laude, from Baylor University School of Law in 1998.