

# Representative Matters: Science & Technology

- Paley Rothman routinely handles negotiation and preparation of international agreements for development, production, sales and distribution of major pharmaceuticals.
- We routinely handle negotiation and preparation of domestic and international agreements for development, production, sales and distribution of laboratory and medical devices.
- Assisted technology companies in drafting subcontracts and purchase orders worth millions of dollars in compliance with federal regulatory and prime government contract requirements for agencies such as DOD and Smithsonian Institution.
- As outside general counsel to a biotech R&D partnership for 14 years, handled all of the partnership's domestic and international licensing and business transactions.
- Represented scientific instruments sales and distribution company in an acquisition of the business by an international scientific instrument manufacturer. Company was acquired through an investment agreement with an option to treat the investment as repayable or to acquire an equity majority position at a multiple of earnings worth eight figures.
- Negotiation and preparation of video game software development agreements for leading developer of educational gaming applications.
- Preparation of Service Level Agreements, website Terms of Use, Terms of Service, and Privacy Policies for US subsidiary of major European insurance conglomerate.
- Represented a global software developer in multimillion dollar product license, development and maintenance agreements with major film and TV studio, major communications company and major hardware manufacturer regarding video-on-demand, set top boxes, and cable delivery. Statement of work exceeded 350 pages.
- Helped contractor protect its intellectual property rights in pursuing, negotiating, and extending prime contract and related licensing and teaming agreements for providing the Federal Housing Administration with proprietary software tools for its Risk and Fraud Initiative.
- Negotiation and preparation of software development agreements, service level agreements, systems integration agreements and similar technology transactions for software development company with federal government, Fortune 50 and major international companies.
- Negotiation of a large commercial lease for cable, telephony and internet provider's corporate headquarters and cable head-end in California. Lease involved a Super Fund site, emergency power generation, adjacent property tower issues, and other unusual plant and facilities requirements.
- Won summary judgment in federal court for a major engineering company after a former employee sued the company under the False Claims Act for whistleblower retaliation related to a military product that jammed the signal of roadside bombs in combat zones. Secured a unanimous affirmation of that dismissal on appeal to the Fourth Circuit, won a judgment against the employee for breach of contract, and resolved parallel government investigations with no negative action.
- Handled negotiations and established process to buy out hostile minority shareholder interest in IT company with 12 month revenues of \$110 million at favorable "high-low" valuation.
- Represented multiple cellular systems owner in the sale of its cellular systems to major wireless carrier for approximately \$120 million.
- We regularly assist our science and technology clients with counseling, deal structure and litigation, including arbitration and mediation, involving drug development, clinical trials, robotics systems, software design and implementation, FIFRA data compensation, and other matters relating to businesses in various science and technology industries.