



# Charlie Barth

*Associate*

*Buffalo*

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## Education

- University at Buffalo School of Law, *Magna Cum Laude*; *Buffalo Law Review*, Publications Editor, JD
- University at Buffalo, MBA
- University at Buffalo, BS

## Practices & Industries

- Canada-US Cross-Border
- Corporate

## Admitted to Practice

- New York

## Biography

Charlie is passionate about using his legal skills to contribute to Buffalo's resurgence by assisting the area's growing businesses. His MBA complements his legal practice that focuses on the transactional needs of clients, from sole proprietorships to large corporations. Charlie enjoys helping businesses achieve their goals by alleviating their time spent on legal issues so they can focus on what really matters: their business.

Charlie also uses his knowledge of and ties to Toronto and Southern Ontario to support Canadian enterprises with their operations in the United States. His experience includes helping both privately held and publicly traded companies in matters involving mergers and acquisitions, corporate and partnership formations, business start-ups, and general corporate and business law.

## Bar Associations

- Bar Association of Erie County
- New York Bar Association
- American Bar Association

## Representative Experience

- Represents an airline software operations start-up in connection with its entity formation, corporate structuring, and \$1.25 million series seed raise.
- Represents a liquor distillery in connection with its entity formation, corporate structuring, and \$300,000 series seed raise.
- Represents an international supplier of injected molded parts with manufacturing facilities in the United States, Mexico, and

China regarding its general corporate and contract requirements.

- Represents an international manufacturer of frozen Italian food products regarding its day-to-day corporate and contract requirements.
- Represents a NYC cannabidiol (CBD) products start-up in connection with its entity formation, corporate structuring, and \$750,000 series seed raise.
- Represents a Canadian distributor of orthotic footwear regarding its US expansion and operations.
- Represents a global medical devices and consumables manufacturer regarding its general corporate and contract requirements, acquisitions, and related matters.
- Represents an international piezoelectric sensor manufacturer regarding its general corporate and contract requirements, acquisitions, and related matters.
- Represents a user-generated content software application company focused on collaborative and guided community storytelling in connection with its fundraising, daily contract requirements, employment arrangements, and general corporate matters.
- Represented a music distribution and licensing company in the \$2.5 million sale of its business assets, including intellectual property and other proprietary rights in various recordings and musical compositions.
- Represented a national electrical distribution services provider to major festivals, sporting events, concerts, and tradeshow in the \$3.46 million sale of its business assets to a DE company.
- Represented a NY industrial automation components and equipment distributor in the \$2.3 million sale of its business assets to a NJ company.
- Represented a purchaser in its acquisition of a local grocery store franchise and related assets.
- Represented multiple practicing neurological-surgeon entrepreneurs and advised them in connection with their respective ventures, including the commercialization, protection, and subsequent monetization and licensing of their medical-tech intellectual property.
- Created a complex estate plan for Native American clients with \$20 million in assets, including balancing issues with treaty exclusions from a restriction on transfers perspective and federal estate and transfer tax exemptions, restructuring assets, handling issues for the succession of closely held business interests operating on restricted lands, and restructuring holdings into LLCs.
- Represented a purchaser in its attempted multi-million-euro acquisition of the stock of Irish and Costa Rican medical device manufacturers.

- Represented a purchaser in its \$70 million acquisition of the business assets of a California designer and manufacturer of dynamic instrumentation for vibration, shock, and pressure measurements.
- Represented a high-volume, family-owned restaurant and pizzeria, designing and executing on a deal structure that resulted in a profitable and succession-friendly sale to a trusted, long-time employee.
- Served as transaction counsel to the purchase of the business assets of a closely held industrial abrasives manufacturer and distributor by a WNY-based private equity company.
- Represented a WNY-based private equity company in its acquisition of the business assets and real property of a popular, historic Buffalo commercial bakery (operating since 1888) that markets and sells premium frozen dough products and fresh baked goods.
- Represented a purchaser in its acquisition of the business assets of a local sodas, ice cream, and confections shop and in the related commercial lease negotiation.
- Represented a senior care placement technology start-up in connection with HIPAA compliance and privacy policy and terms and conditions advising.
- Represented a national lighting manufacturer and supplier in connection with the substantive revising of its terms and conditions of sale.
- Represented a Canadian telecommunications engineering and construction firm regarding its formation of a US investment and holding vehicle.
- Represented a dentist in the sale of his dental practice, associated assets, and office real property.
- Represented a fast food franchise operator in the asset sale of four Taco Bueno restaurants and subsequent leaseback negotiations.
- Represented a Canadian face-to-face not-for-profit fundraising company regarding the general corporate cleanup and restructuring resulting from its acquisition of a US company and its subsidiary.
- Represented a NYS not-for-profit health care workforce development agency regarding revising its corporate bylaws and drafting its conflict of interest policy, director independence policy, and whistleblower policy.
- Represented a family-owned health care information technology consulting firm in its general corporate records cleanup, the sale of half its membership interest to a long-time employee, and the negotiations and preparation of an employment agreement with a key employee.
- Represented an optometry practice during its transition to a successor and preparation of the related practice transfer agreement and record transfer agreement.

- Represented a psychiatry practice in its formation and organization of a NYS professional service limited liability company.
- Represented a purchaser in its \$2.4 million acquisition of the business assets of a Georgia rifle and rifle accessory designer and manufacturer.
- Represented a purchaser in its \$450,000 acquisition of the business assets of a consulting, bookkeeping, payroll, and tax preparation services firm.
- Represented a purchaser in the \$1.2 million acquisition of the stock of a national aluminum ladder and dock manufacturer.
- Represented a real property company in its conversion from a limited liability company to a limited partnership in order to facilitate foreign investment and conform with Canadian corporate law.
- Represents a holding corporation in its ownership of Canadian real property and related corporate structuring and ownership succession planning.
- Represented a Canadian online training platform with the corporate reconstruction of multiple related entities.
- Represented a NYC ice cream shop owner in the formation of a corporate entity and subsequent commercial lease negotiation.
- Represented a Canadian change management software firm in the corporate reconstruction of a US affiliate entity.

## Prior Experience

- Barclay Damon LLP, Summer Associate
- US District Court for the Western District of New York to Judge William Skretny, Judicial Extern
- US Securities and Exchange Commission, NY Regional Office, Law Clerk
- US Attorney's Office for the Western District of New York, Law Clerk

## Selected Community Activities

- Buffalo District Golf Association, Board Member
- Buffalo Squash Racquets Association, Former Board Member

## Selected Honors

- University at Buffalo School of Law, Order of the Coif

## Selected Alerts & Blog Posts

- COVID-19: US-Canada Border Closing Extension
- COVID-19: Travel Restrictions Between the United States and Canada
- USMCA vs. NAFTA: What You Need to Know
- Coming To Amer ... Canada: Tax Consequences of Real Property Ownership North of the Border
- What the 2020 FIRRMA Update Means for Your Business