

Karyn L. Doerfler

Partner

Karyn is a corporate attorney with over ten years of experience in corporate and securities law, with a concentration in transactional intellectual property law.

Her general corporate practice includes counseling public and private companies in all phases of strategic transactions, such as mergers, acquisitions, and sale transactions. In addition to negotiating all aspects of purchase and sale agreements and other complex strategic transaction documents on both the buy and sell sides, Karyn advises clients on the intellectual property issues inherent in business transactions, including purchases, sales and joint ventures. In this capacity, she regularly counsels clients on intellectual property-related due diligence and risk evaluation.

Karyn's work in the intellectual property arena also includes: drafting and negotiating a variety of non-patent intellectual property license agreements and other arrangements on behalf of both licensors and licensees, including agreements relating to trademarks and trade dress, copyrights, trade secrets, and software; drafting and negotiating software development and resale agreements; advising clients on invention and other proprietary rights assignment agreements; and assisting clients with the evaluation of their intellectual property portfolios.

Karyn also provides general corporate legal counsel to clients of all sizes in a range of industries, including financial institutions, ethanol producers, technology companies, and others. She advises individuals and entities on a broad range of corporate matters, including complex contract negotiation, compliance and enforcement, and general operational matters. She also represents both investors and entities in capital-raising and financing transactions.

In her securities practice, Karyn advises public companies on periodic disclosure and other SEC reporting requirements, including the complex securities reporting and disclosure required for strategic transactions such as registered and private securities offerings, tender offers, and SEC deregistration ("going private") transactions. Her work in this area includes acting as general securities counsel for a development-stage biotech company that she has



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Practices

- Corporate and Securities
- Intellectual Property
- Financial Institutions

Education

- Northwestern University Law School, J.D., *magna cum laude*, 1998
- DePaul University, B.S., *with highest honors*, 1995

Bar & Court Admissions

- State of Illinois

represented since their initial capital raise and through their going public (via a reverse merger) transaction.

Since joining the firm in 1998, Karyn has been active in firm committees and initiatives, including recruitment and retention. Most recently, Karyn been involved with the firm's Women's Committee and Diversity Committee, organizing and participating in school supply drives for the children of the McAuliffe School (the firm's Chicago Public School partner) and taking part in activities in collaboration with Alternatives, Inc. (a youth and family agency in Chicago).

Representative Matters

- Biotech "Reverse Merger" Transaction and Pre-Merger PIPE Financing
Represented a development stage biotech company in a going public "reverse merger" transaction, including a related pre-merger PIPE financing into the public company target.
- Data Transmission Network Sale to VS&A Communications Partners
Represented Data Transmission Network Corporation in connection with the sale to VS&A Communications Partners by cash tender offer worth over \$300 million.
- Ethanol "Going Private" SEC Deregistration Transactions
Represented numerous ethanol production companies in going private SEC deregistration transactions, including through reverse stock splits and reclassifications.
- LVMH Acquisition of Donna Karan International
Represented LVMH Moët Hennessy Louis Vuitton in its acquisition by merger of Donna Karan International Inc., a publicly held retail company, and a related private company that owns the Donna Karan trademarks, for a total cash purchase price in excess of \$700 million.
- National Container Services Management Buy-Out
Represented National Container Services in a management buy-out transaction.
- Tab Products Co. Sale by Merger to HS Morgan Limited Partnership
Represented Tab Products Co., a public company, in connection with the sale by merger to HS Morgan Limited Partnership.

Articles and Publications

- Client Action Alert - Trademark Owners: Prepare for Launch of New Generic Top-Level Domain Program (January 3, 2012)
- Client Action Alert - Protect Your Trademark from Registration as a .XXX Domain (June 27, 2011)

Professional Activities and Honors

- Member, American Bar Association