

HUSCH BLACKWELL

Technology & E-Commerce

Our Technology & E-Commerce group focuses on the protection and commercialization of technology. We enable companies of all sizes and industries to purchase, sell, develop and license technology for maximum use potential in their everyday business operations. We help early-stage and growth-oriented technology owners and developers to maximize their potential profits by licensing their proprietary technology, entering into development and joint venture agreements, and increasing their capital while protecting their ownership rights. Our clients receive experienced legal advice, sound business direction, and assistance in creating strategic relationships important to a successful business. Our service approach enables clients to receive from one law firm all legal services critical to the success of companies that own, develop, license and use technology, including early-stage business direction and long-term planning at all stages of a company's growth.

Maximizing Commercial Value

We work closely with clients, using our experience to help clients derive the maximum commercial benefit from their business model and intellectual property. Our attorneys recognize the need to develop and implement a unique commercialization strategy for each client which may include structuring joint ventures and negotiating angel and venture capital investments to fund client growth. We then work to document the relationships needed to implement and support that strategy. Our Technology & E-Commerce group helps clients grow technology-based businesses and provides assistance with capital planning, incentive plans for employees, development alliances and acquisition strategies.

Enhancing and Protecting Technology Rights

We work closely with our intellectual property attorneys who provide protections for patents, trademarks, and copyrights of software, computer hardware, medical devices, biotechnology, and more traditional electrical, mechanical, and chemical innovations. Our Technology & E-Commerce group also has significant experience helping clients sell technologies that are not critical to their core mission or that are better developed by others. Similarly, we have helped clients complete due diligence for, negotiate, finance and close the acquisition of technology assets and technology companies. Our expertise includes structuring and negotiating the following types of agreements:

- Technology licenses
- Joint development
- Manufacturing licenses and distribution agreements
- Re-seller, re-marketing, joint marketing, and co-branding
- Support and maintenance
- Source code escrow
- Joint venture
- Consulting
- Management, surveillance, licensing and infringement enforcement
- Transfer of technology and intellectual property rights
- Employer/employee proprietary rights, non-disclosure, confidentiality, and non-competition
- Analyzing intellectual property ownership issues in development agreements
- Obtaining protection for software, multimedia materials, product configurations and product packaging and designs

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The technical experience of our technology and intellectual property attorneys include:

- Aeronautical
- Automotive
- Biotechnology
- Coatings technology
- Computer hardware and software (including encryption, vehicle control, and web-based business model software)
- Dust control technology
- Earthmoving and construction equipment
- Electrical/electronics
- Heating and air conditioning
- Heat transfer systems
- Industrial heating and sensing technology
- Machine tools
- Mechanical
- Manufacturing processes
- Medical devices
- Metallurgy
- Mining technology
- Optics
- Plastics
- Product merchandising
- Telecommunications

E-Commerce Practice Focus

We counsel clients on use of the internet in an effective manner that complements their business models. Our expertise covers B2B and B2C e-commerce transactions, user interactive pages, licensing of online technology and services, internet advertising and marketing, sweepstakes, website development and ownership, and methods of cross marketing complimentary businesses through affiliate and co-branding agreements.

We advise clients on best practices in conducting e-commerce transactions and licensing online software and services. We provide necessary guidance on compliance with changing government standards on database security, privacy, sales of goods, spam, and related issues including use and disclosure of customer information. We litigate to protect clients' internet domain names and the integrity and reputation of their internet sites. We file and obtain patent protection on web site and other related e-commerce business methods. Our expertise in internet agreements, compliance issues, and best practices includes:

- Online licenses and services
- Subscriber agreements
- Website development
- Privacy policies and terms of use
- Security, privacy and spam legislation
- Co-location
- Internet advertising
- Web hosting
- Membership agreements for "members only" auction websites
- Affiliate and co-branding