

# Innovations, Information Technology & Intellectual Property

## E-Commerce, Information Technology, Software, Social Media & Privacy



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Advances in technology continue to alter how the world does business. Cloud services, Software-as-a-service (SaaS), metered software, outsourcing, social media, Web 2.0 and mobile technologies are altering the business landscape every day and the law is adapting to embrace these technologies. Benesch's attorneys possess not only depth of experience and expertise in various disciplines that affect these technologies, but our attorneys also have the diverse technical backgrounds to fully understand these technologies and how they are affected by existing and developing laws. Our practice includes counseling, litigation, and transactional work with service providers, vendors and customers in the licensing, protection and procurement of IT assets, services and infrastructure. We also regularly assist clients in the marketing and sale of their goods and services via the Internet, advising regarding e-Commerce and privacy issues.

We offer advice and assistance in connection with:

- Software licensing agreements, including enterprise resource planning (ERP) software, application software, virtualization technology
- ASP/SaaS and "cloud computing" agreements
- Outsourcing (ITO, BPO) agreements
- Data processing agreements
- IT professional services and consulting engagements, including non-disclosure agreements, non-competition agreement, non-solicitation agreements, professional services agreements, support services

agreements, service-level agreements (SLA), software development agreements, source-code escrow agreements, license agreements, maintenance and support agreements

- Due diligence and assistance related to the transfer of IT assets and intellectual property in connection with corporate transactions
- Co-marketing agreements, referral agreements, strategic alliance agreements, distribution agreements, manufacturing agreements, sales agreements, invention agreements
- E-Commerce services, acceptable use policies, web site terms of use, click-through agreements, PCI-DSS compliance and card processing agreements
- Privacy issues, including drafting of privacy policies, advice regarding the handling of personally-identifiable information and responding to security breaches
- Securing and protecting domain names, including dealing with cybersquatters
- On-line advertising, promotions and sweepstakes, including behavioral advertising, measured marketing, social media contests and sweepstakes and mobile promotions
- Employer policies such as internet use, mobile device, and social media policies
- Patent, copyright and trademark preparation and prosecution
- Anti-counterfeiting strategies and enforcement
- Litigation, including both enforcement and defense (U.S. and multinational)

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Recent representative engagements include:

- Represented a technology company in the expansion of its product line through the acquisition of software assets and the transfer of subscription based license agreements
- Represented global beverage company in agreements for outsourcing of its worldwide IT infrastructure and business processes
- Successfully defended motion to enjoin an online event-ticket broker from using trademarks related to a well-known sporting event in a descriptive manner
- Regularly advise worldwide advertising conglomerate in multiple complex, enterprise-wide, IT procurement, license and services agreements (including, applications, ERP and hardware)
- Advised start-up media company with respect to Children's Online Privacy Protection Act (COPPA) compliance related to web site directed to children
- Counseled group medical practice with respect to licensing of electronic medical record (EMR) system and related maintenance and service agreement
- Negotiated transfer of ownership of source code for mission-critical software to a client from secured creditors of the client's insolvent software provider
- Represented client in the negotiation of a long-term worldwide media buying technology services agreement
- Advised medical-equipment parts provider in establishing e-Commerce initiative
- Represented an international geological survey equipment designer in reissuing a U.S. patent covering a method for constructing geological models using an airborne time domain electromagnetic surveying system
- Counseled a major anti-spyware software solution company with corporate, software development and licensing issues, up through disposition
- Counseled a streaming media company from inception of the company, including, without limitation, on software development and licensing issues and through financing stages, through transformation of business model to telecommunications industry platform for data collection, reporting, analytics, and advertising platform, and to ultimate successful sale to a concurrent computer company
- Drafted a technology development agreement for digital console manufacturer regarding licensing of proprietary technology for use in third party's audio products
- Negotiated a software license agreement for a major municipal community organization regarding the use of custom software
- Drafted a software development agreement, on behalf of developer, for a custom New York parking garage maintenance software program
- Negotiated a software development agreement on behalf of a licensee to license a custom-developed, multiple-facility, multiple-bed nursing home facility management software
- Negotiated an accounting software license for enterprise controlling 100+ self-storage facilities
- Negotiated a software license agreement for a major cellular phone service provider (with overlay of avoiding patent infringement issues)