

# Steven W. Heller, Esq.

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## Overview:

With degrees in both law and accounting and a wealth of legal and business experience, I have earned a very strong reputation as a leading attorney and licensing agent specializing in trademark and patent licensing. Throughout my career, I have been active in all aspects of intellectual property, including the development, worldwide protection, licensing and enforcement of various properties, representing licensors, licensees and private label programs for notable brands and properties including Disney, Warner Brothers, The NFL, NBA, NCAA, FIFA World Cup Soccer, Converse, Skechers, Nautica, Nicole Miller, Gloria Vanderbilt, Oleg Cassini, and celebrities including Martha Stewart, Kevin James, Daymond John, Catherine Zeta-Jones, Robert Irvine and even Donald Trump, just to name a few.

I am founder and president one of the licensing industries top licensing agencies, The Brand Liaison. I am also an experienced professor at both the graduate and undergraduate levels and frequently requested to conduct seminars at various trade shows and industry events, including my seminars on intellectual property: "Trademarks, Patents and Copyrights; What's the Difference and Why Should I Care?" and "How to Use Licensing as a Means of Business Expansion."

## Professorship Experience

### **Nova Southeastern University, Ft. Lauderdale, Fla.**

**2000-2014**

- Adjunct Professor of various business and law courses in the MBA and MIBA graduate programs at the H. Wayne Huizenga School of Business and Entrepreneurship

### **Saint Thomas University School of Law, Miami, Fla.**

**2011-2014**

- Adjunct Professor for Renewable Energy course for JD and LLM programs and practicing attorneys
- Contracted to develop curriculum and course materials for new Renewable Energy Workshop

### **South University of West Palm Beach, West Palm Beach, Fla.**

**1999-2000, 2011-2012**

- Adjunct Professor of various legal studies courses for pre-law associates and paralegal programs
- Participated in development of curriculum for International Business Law course, including choice of textbook

## Legal and Professional Experience

### **The Brand Liaison, LLC**

**2011-present**

- Founded leading boutique licensing and brand management agency representing licensors with established properties as well as licensees seeking to acquire brands for licensing in a variety of industries including apparel, childrenswear, accessories, health and beauty, jewelry, home décor, furniture, toys and more
- Assist apparel, art and celebrity clients in developing intellectual property portfolios and brand management with a focus on maximizing licensing for the dual goal of revenue generation and brand expansion
- Identified licensing opportunities and negotiated hundreds of licensing deals from term sheets through licensing agreements, and manage licensing programs to ensure compliance
- Responsible for all aspects of client relationships, forecasting, licensing status reports and royalty reporting

### **Epec Holdings, Inc. Chief Legal Officer**

**2008-present**

- Responsible for all aspects of corporate compliance, structure, financing, intellectual property development as well as licensing, mergers, acquisitions and business development for emerging biofuel manufacturer
- Handle all aspects of technology licensing (in and out) and international licensing for expansion of operations
- Secured and negotiated favorable finance arrangements to facilitate research and development and rapid growth
- Coordinate efforts of outside legal counsel, accountants, auditors and lobbyists

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## **International Apparel Group, Inc., V.P. Licensing and Business Development** **2003-2008**

- Handled all aspects of licensing, mergers, acquisitions, business development for international apparel company
- Orchestrated reverse merger to take company public, including executing roll-up strategy and acquisition and integration of three wholly owned operating subsidiaries
- Created business objectives, business plans and financial projections for integration of acquired entities
- Secured and negotiated favorable factor finance arrangements to facilitate exponential sales growth
- Handled all aspects of international sourcing, production and import including customs and letters of credit
- Coordinated efforts of legal counsel, accountants, auditors to efficiently handle public company compliance
- Negotiated and closed various private label and license deals including deals with Converse, Pony, FiFa, Kappa

## **Steven W. Heller, Esq. Licensing and Specialized Business Consulting** **2002-present**

- Private law and consulting practice for small and emerging businesses
- Transactions included creating licensing and strategic business alliances, stock and asset purchases, business mergers, private equity and bridge funding, established sales and distribution networks, contracts for worldwide sourcing and manufacturing, establishing international joint ventures and distributorships
- Drafted and reviewed various contracts for domestic and international transactions, including stock and asset purchase agreements, merger agreements, employment and consulting agreements, distribution agreements, franchise agreements and offering circulars, and patent, trademark and other intellectual property licenses
- Perfected client's trademark and copyright filings in US and foreign counties, and established international licensing program including creating and negotiating license, production and distribution agreements
- Clientele include international apparel companies, golf and sporting goods, coffee and commodity products, college scholarship fund, internet marketing, restaurant franchise, children's toys, bio-medical technology home and bedding products, pottery and dishware

## **Fieldstone, Lester, Shear & Denberg, Miami, Florida** **2000-2002**

- Practice focused on commercial transactions including contracts, corporate acquisitions, corporate structuring, trademarks, intellectual property, franchising and licensing
- Drafted and reviewed various contracts for domestic and international transactions, including stock and asset purchase agreements, merger agreements, employment and consulting agreements, international marketing and distribution agreements, franchise agreements and offering circulars, and patent, trademark and other intellectual property licenses
- Conducted due diligence and negotiated contracts and other documentation for multi-million dollar corporate mergers and acquisitions for both public and private companies, including purchase and merger agreements, escrow agreements, assignments of third party contracts, leases, intellectual property licenses and franchise agreements
- Perfected client's trademark and copyright filings in US and foreign counties, and established international licensing program including creating and negotiating license, production and distribution agreements
- Assisted clients with creation of international licensing programs as either or both Licensee and Licensor; Drafted and negotiated licensing agreements

## **Shiboleth, Yisraeli, Roberts & Zisman, New York, N.Y.** **1991-1999**

- New York branch of international law firm practicing in corporate law, intellectual property and litigation
- Full responsibility for heavy caseload including contract disputes, fraud, bankruptcy, securities law, banking law, trademarks, copyrights, domestic relations, property disputes and attorney misconduct
- Drafted various contracts including stock purchases, asset and trademark acquisition agreements, partnership and employment agreements, and other documents necessary to complete major corporate closings
- Established licensing programs for major garment manufactures including drafting standard licensing agreements and negotiation of various sub-licenses, negotiated deals for intellectual property acquisitions

## **Ernst & Young (presently Ernst & Young), New York, N.Y.** **1987-1988**

- Selected for Privately Owned and Emerging Business Group of audit and tax department
- Participated in design and performance of complete corporate audits; financial and flow-chart analyses
- Prepared corporate, partnership and individual tax returns for filing

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## Education

**Fordham University School of Law: J.D., 1991:** G.P.A.: 88.5 (Top 5%)

Honors: *cum laude*, Dean's List of Distinguished Students

American Jurisprudence Award (Civil Procedure: grade 95)

American Jurisprudence Award (Constitutional Law: grade 95)

Alumni Medallion in Constitutional Law

Hugh R. Jones Prize in Ethics and Criminal Law

Journal: Entertainment, Media & Intellectual Property Law Journal, Editor, Treasurer

Note: "Heads I Win, Trails You Lose: Antitrust Jurisprudence in the Federal Circuit"

**State University of New York at Albany: B.S. Accounting, 1987:** G.P.A.: 3.60

Major: B.S. Accounting, Minor: B.A. Business Administration

Honors: *magna cum laude*,

Dean's List of Distinguished Students

Accounting Honor Society

*References Available Upon Request*