



VILA

Abogados | Attorneys at Law

**CORPORATE**

# ABOUT US

In a global changing market, business and regulations present a constant problem for companies development, it is necessary to have compressive legal support, which helps to deal with these problems correctly and precisely.

The aforementioned problems require the development and implementation of modern and innovative legal structures that allow companies to achieve their objectives efficiently and accurately.



The background of the page features several large, dark blue-outlined geometric shapes, primarily cubes and rectangular prisms, scattered across the white space. These shapes are rendered in a 3D perspective, with some appearing to be floating or overlapping. The overall aesthetic is clean, modern, and professional.

# I. ADVICE AND CONSULTANCY

Our Corporate practice combines the experience and specialized legal knowledge, with a strategic business approach that allows us to provide effective legal solutions to the commercial challenges of our clients.

The Corporate practice of our Firm provides specialized legal services to different national and foreign clients, from the fulfillment of their ordinary corporate obligations, to the development and implementation of complex, innovative and demanding transactions.

Some of the legal services provided by the corporate area of VILA are:

# LEGAL SERVICES

CORPORATE / COMPANY

The incorporation of companies with Mexican investment or Foreign

Corporate restructuring of companies with Mexican or foreign investment.

Development of corporate governance schemes, including the preparation of operating agreements, agreements between partners, and joint ventures or set projects.

Management, storage, and updating of the Corporate Books, such as the Assembly Book of minutes, Shareholders / Partners Book, Capital Variations Book , and the Sessions Board Registry Book

Review and preparation of Assembly Minutes, which may solve the transformation, fusion, cleavage, dissolution, settlement, and change of name or company name of the societies, as well as increases or decreases to social capital.

Preparation of minutes for boards and shareholders meetings, and reform the social contract as well as the documents needed to carry them out.

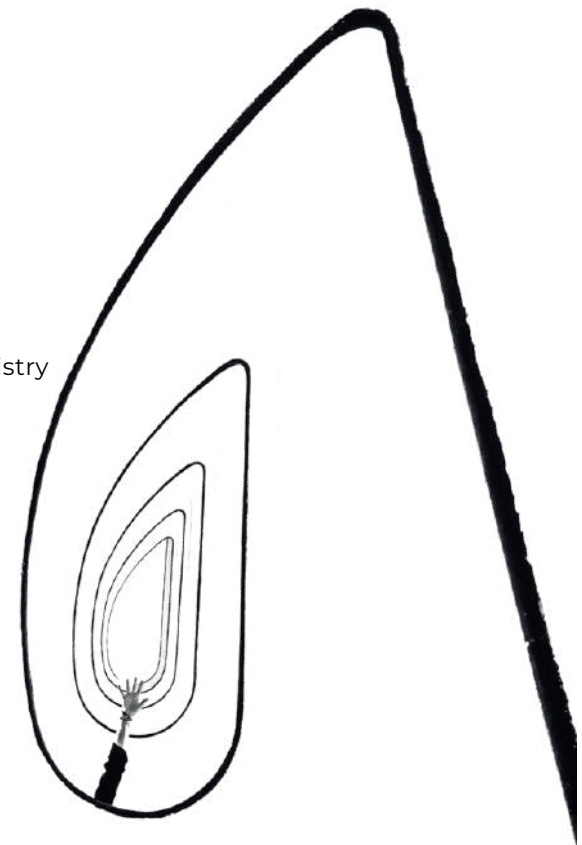
Transfers of shares or social shares.

Granting or removal of powers.

Issuance of participation certificates.

Protocolization before public notary of transactions.

Registration of deeds and transactions before the Registry Commerce Public



# LEGAL SERVICES

## FOREIGN INVESTMENT

Advice to Mexican companies with foreign investment and companies interested TO settle in Mexico

Advice on the incorporation of companies subsidiaries, branches, or representative offices.

Registration of subsidiaries and branches before the Registry

National Foreign Investment.

Obtaining authorizations before the National Commission of Foreign investment.

Annual and four-monthly preparation reports before the National Registry of Foreign Investment.

Review and preparation of Minutes of Shareholders Assembly and Minutes of the Management Body.

Apostille management or legalizations.

Advice on immigration procedures.



# LEGAL SERVICES

## COMMERCE

Implementation of legal audit processes or (due diligence) necessary for negotiations related to

contracts for the purchase of assets, purchase of shares, and corporate mergers.

Preparation of contracts for the purchase of assets or purchase of actions.

Preparation of merger and corporate spin-off contracts, with all the documents related to said Transactions

Restructuring of companies with Mexican investment or Foreign Legal audits

Management and obtaining permits, licenses, and / or authorizations required by the authorities and / or third parties for commercial contracts.

Review and preparation of any nature contract civil or commercial, including, among others, joint-ventures, sales contracts, and merger contracts for societies related to different sectors and industries.

Advice on termination of contracts.

Negotiation of contracts and agreements.

# LEGAL SERVICES

## MERGERS AND ACQUISITIONS

Performing audits (due diligence) required for buying and selling operations of assets, shares or social parts .

Preparation of contracts for the sale of assets and / or actions or social parties.

Planning and development of structures for the merger of Mexican or foreign companies.

Preparation of merger and spin-off agreements, as well as the relative documentation to carry out such transactions

Corporate restructuring of Mexican companies or companies controlled by foreign capital.

Company transformation.

Excision of companies.

Dissolution and liquidation of companies.



# SIGNIFICANT CASES

Consultancy on the proceedings of creation and operation of the **Master Trust Digital Creative City**. ("Fideicomiso Mestro Ciudad Creativa Digital").

Structuring of the **Trust of the Film Commissions** of the State of Jalisco.

Development of the **Innovation, Science and Technology legislation project** for the State of Jalisco.

Consultancy in the **restructuring process of the Inter Municipal System of Drinking Water and Sewerage**, and amendments to the Water Regulations for the State of Jalisco and its Municipalities.

Advisors of Zapopan Municipality on the contracting process and **legal implementation of the Integral Services of Equipment, Consultancy and Capacitation of Information and Communications Technologies** of the New Public Security Building and C2 of the Zapopan Municipality.

**Review of procedures performed by the Zapopan Municipality** for the contracting of services of licensing programs, technical support, consulting and the updating of the cartographic base with LIDAR technology.

Development and implementation of **regulations for the Public-Private associations** placed in the Zapopan Municipality.

**Consultancy to the Zapopan Municipality** on several strategic projects, as well as the elaboration and reforms of different regulations.

**Advice to the Bahía Banderas municipality** obtaining the positive resolution from the administrative jurisdictional authorities regarding the assignment of an urban complex of approximately 8 hectares.

## [Info - Client]

*Our clients are thoroughly informed all the time. Our firm has developed highly specialized computer programs. Info-Client is an effective tool that allows our clients to consult the corporate status of their companies and their legal matters via the Internet.*

***"Anytime and anywhere, our customers are **always informed.**"***



# ASSOCIATIONS AND ORGANIZATION

[ PUBLICATIONS ]

LEGAL 500

CHAMBERS & PARTNES



Throughout the years we have been accepted and recognized by various associations and publications that nowadays certify our firm:

MEXICAN BAR ASSOCIATION

NATIONAL ASSOCIATION OF BUSINESS LAWYERS [ANADE, by its initials in Spanish]

MEXICAN ASSOCIATION FOR THE PROTECTION OF INTELLECTUAL PROPERTY [AMPPI, by its initials in Spanish]

INTERNATIONAL TRADEMARK ASSOCIATION (ASOCIACIÓN INTERNACIONAL DE MARCAS REGISTRADAS)

AMERICAN CHAMBER OF COMMERCE OF MEXICO

# OUR CLIENTS

AMONG OTHERS, WE ARE HONORED TO REPRESENT THE FOLLOWING AND CLIENTS



Fortius



Sal De Mar  
• BARRA DE OSTRAS & CRUDOS •



MEZCAL  
TITLÁN



All the trademarks shown are exclusive property of our clients displayed only for the graphic intended purpose, as they appear in the public data base of the Mexican Institute of Industrial Property

# CORPORATE EXPERTS

Thaís Béjar

## PROFESSIONAL EXPERIENCE

Thaís Béjar is an associate of the firm's corporate area. She mainly focuses on the corporate, contractual, foreign investment, civil, commercial and tax advice in general. She has previously worked in some international offices.

## EDUCATION

Master's degree in Private and Business Law by the Universidad Panamericana, Guadalajara Campus.

## EXPERIENCE

Providing legal advice to an important international brewer in regard of their daily operations, as well as monitoring the proper compliance of their corporate obligations.

Advice, review, coordination and negotiation, among others, regarding all legal aspects of an important national technology event.

Negotiation and implementation of an industrial secrets manual for an important international company commercially focused on the packaging of various products.



Coordination, negotiation and implementation of all legal requirements for the constitution and operation of various companies in the restaurant sector in the country.

Participation as legal advisor for the constitution of a civil association, specialized in the empowerment of women entrepreneurs in the country.

Preparation, coordination and implementation of a manual of compliance with obligations derived from the Anti-Laundering Law in real estate agencies in the region.

# CORPORATE

## HEADS OF DEPARTMENT

**Victor Vila**

*Managing - Partner*

victor@vila.com.mx

**Thaís Carolina Béjar Talavera**

*Associate*

thais.bejar@vila.com.mx

## TEAM VILA

**Alma R. Hinojosa**

*Partner*

alma@vila.com.mx

**César A. Ramírez**

*Partner*

cesar@vila.com.mx

**Elías Ríos**

*Of counsel*

rios.elias@vila.com.mx

**Citlali V. Carlos**

*Sr. Associate*

citlali.carlos@vila.com.mx

**J. Darío Cosío**

*Jr. Associate*

dario.cosio@vila.com.mx

**Arturo Mondragón**

*Jr. Associate*

arturo.mondragon@vila.com.mx

**Diana L. Barragán**

*Jr. Associate*

diana.barragan@vila.com.mx

**Gonzalo Rovira**

*Jr. Associate*

gonzalo.rovira@vila.com.mx

**Mónica González**

*Attorney*

monica.gonzalez@vila.com.mx

**N. Magdiel Campos**

*Paralegal*

noe.hernandez@vila.com.mx

**José G. Cástulo**

*Paralegal*

gerardo.castulo@vila.com.mx

**Leo A. Jiménez**

*Paralegal*

leo.jimenez@vila.com.mx

**Jonathan Arias**

*Paralegal*

jonathan.arias@vila.com.mx

[www.vila.com.mx](http://www.vila.com.mx)

**GUADALAJARA OFFICE**

Severo Díaz No. 38 Col. Ladrón de Guevara,  
C.P. 44600 Guadalajara, Jalisco México  
+52 (33) 1204.0477 F+52 (33) 3121.4328

**CIUDAD DE MÉXICO**

Campos Elíseos No. 174 I.Polanco Secc. V,  
C.P. 11580 México CDMX T+52 (55) 67260638