

The logo consists of the word "VILA" in a white, serif, all-caps font, centered within a solid red rectangular background.

Abogados | Attorneys at Law

## **INVESTMENT PROJECT INTEGRATION**

# AT THE FOREFRONT IN OUR SPECIALTIES

VILA is distinguished by the commitment and institutional loyalty in favor of our clients, the tireless search for excellence and innovation, as well as by always staying at the forefront of knowledge within the fields of our specialties.

Our Firm is the result of preparation, **training processes, collective effort, synergies, passion and the creation of solid foundations** that seek success, satisfaction and favorable results for our clients.



*A member of VILA "... is impressive to have an international vision  
in the management of their affairs ..."*  
Chambers and Partners.



# ABOUT US

VILA is a leading firm in Mexico, made up of a team of professionals trained in excellence and with a **special focus on generating business and added value** for the benefit of our clients.

Our professional trajectory has been recognized by our clients –some of them part of the Fortune 500-, by our competitors and by various internationally recognized publications such as Chambers & Partners, IAM Patent 1000, Benchmark Litigation, Managing IP Handbook and Corporate INTL.

For VILA, customer satisfaction is the best recognition of our work. For this reason, we analyze cases from their nature to the implications in the economic environment to offer **solutions that are comprehensively adapted to the needs of customers.**



# INVESTMENT INTEGRATION PROJECTS

Our experience in the Investment Integration Projects combines the practice of our firm in various legal practices, mainly Real Estate, Corporate, Public Administration and Business combines the experience and specialized legal knowledge in corporate, administrative, contractual and property matters. business, with a strategic business approach to offer solutions and effective legal structures to the commercial challenges of our clients, both national and international, offering comprehensive solutions from the conception of the business to the operation of the same, with a highly qualified and committed team, as well with administrative systems and management platforms that contribute to the efficiency and transparency of our services.

We advise and accompany our Clients from the feasibility assessment phase of a business, preparatory agreements for association, the most viable legal structuring or restructuring for its implementation, the execution stage and its operation.



# 1. FEASIBILITY ASSESMENT STAGE

In this stage we carry out a legal audit (due diligence) to the companies that will be involved in the business to know the fulfillment of their obligations and statutory conformation, the background and legal situation of the properties that will be contributed or involved in it, risks ; as well as restrictions on the environment, zoning and any other that could limit the operation of the business, for which we carry out the assessment of the legal framework that in administrative matters must be observed in the execution and operation of the business.





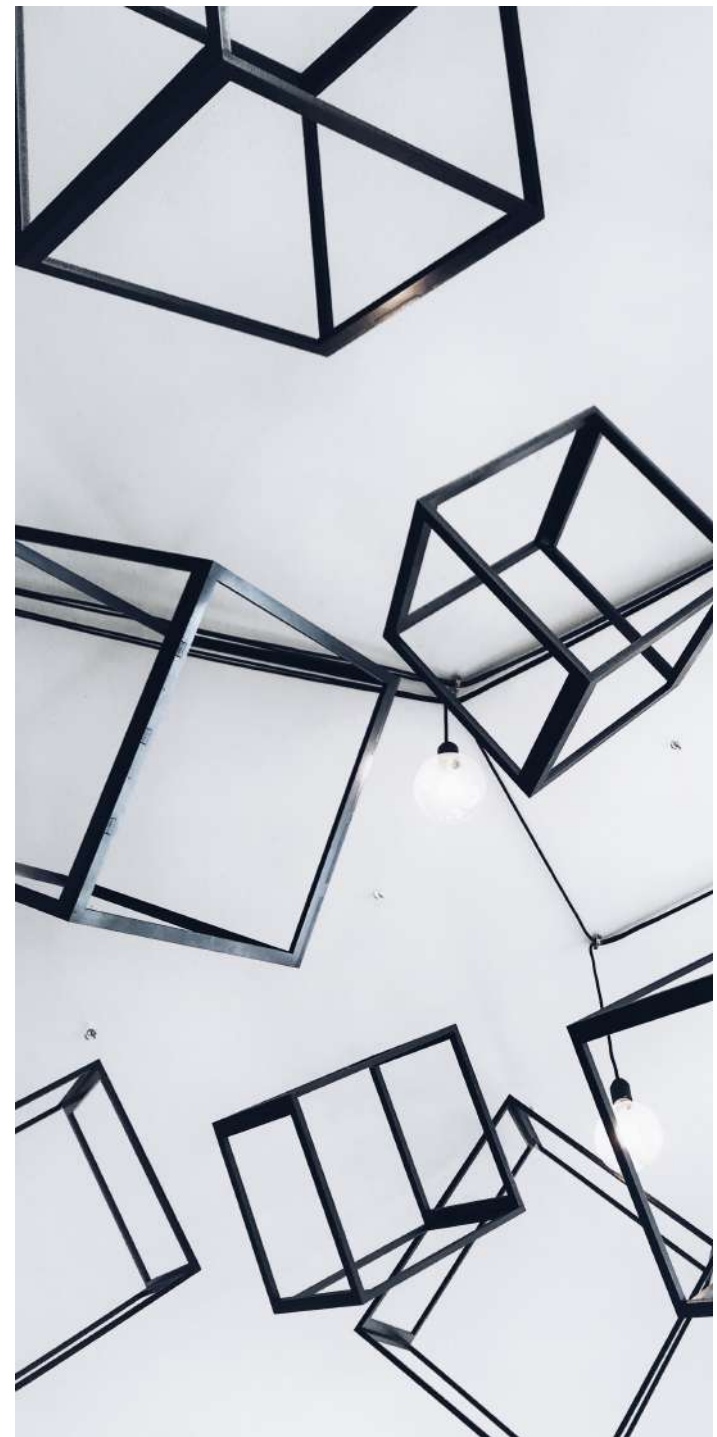
## 2. PREPARATORY STAGE

- I. Advice and support during the closing stage of the acquisition of real estate, leases or any other scheme that is considered more viable for the business.
- II. Preparation of a matrix of licenses, permits and authorizations in administrative matters at the municipal, state and / or federal level that must be managed for the implementation of the Business.
- III. Instrumentation of Preparatory Agreements for Association.
- IV. Proposals for structuring or restructuring the legal framework of the business and coordination with the financial advisors of our client for the incorporation of the financial model of the business in the contractual model.
- V. As additional services, we offer our clients the development of executive presentations of the business models supported by our communication and marketing area.



### 3. STRUCTURING / RESTRUCTURING STAGE

- I. Development of complex, innovative and demanding transactions.
- II. Instrumentation of legal models for business implementation through the establishment of companies, joint ventures, the establishment of trusts, joint ventures, mergers, splits, liquidations, transformations.
- III. Coordination of activities with public notaries for the protocolization of transactions.
- IV. Definition of management lines for business execution and expense control.
- V. Integration and administration of business records.



## 4. EXECUTION STAGE

- I. During the business execution stage, we offer our clients business management, through which we carry out the following activities:  
Procedures for registration with the IRS.
- II. Preparation and administration of contracts with service providers and suppliers.
- III. Management of payments to service providers and suppliers and cost control.
- IV. Preparation of Shareholder or Technical Committee meetings, in the case of Trusts, for decision-making during the business implementation stage, through the preparation of calls, minutes and execution of agreements, including the generation of instruction letters and for the case of trusts.
- V. Generation of bimonthly or quarterly reports of progress in the execution of the business.
- VI. Procedure to obtain ZFMT concessions and land reclaimed from the sea.
- VII. Supervision of managers hired for the processing of licenses, permits and authorizations.
- VIII. Coordination of activities with technical and financial advisors and business developers.





# PROJECT OPERATION

Our services during the Business operation include:

- I. Management, safeguarding, and updating of Corporate Books, such as the Meeting Minutes Book, Shareholders / Partners Book, Capital Variation Book, and Board Meeting Record Book.
- II. Preparation of Shareholder or Technical Committee assemblies, in the case of Trusts, for decision-making, through the preparation of calls, minutes and execution of agreements including the generation of instruction letters and in the case of trusts.
- III. Granting or removal of powers.
- IV. Development of condominium regime.
- V. Real estate administration that includes the integration and updating of the real estate file, control of the payment of taxes, rights related to real estate, extensions of licenses and concessions, renewal and administration of contracts including with service providers and suppliers during the operational part of the project, as well as as the monitoring of contractual compliance.
- VI. Accompaniment for the solution of conflicts between partners or associates through mediation, conciliation or arbitration schemes, according to the statutory or contractually agreed upon.



# SOME RELEVANT CASES

1. Restructuring of the Master Trust Ciudad Creativa Digital and its operation.  
(Guadalajara Jalisco).  
<https://ciudadcreativadigital.mx>.  
Master Trust established by the Government of the State of Jalisco.
2. Restructuring of the Trust for the Protection of the Estero del Salado and Development of the Adjoining Areas and its International Convention Center, as well as advice during its operation and reversion of the latter to the Government of the State of Jalisco. (Puerto Vallarta, Jalisco).  
<https://cicpuertovallarta.com>
3. Structuring and operation of the Metropark project (Zapopan, Jalisco)  
[www.vivemetropark.mx](http://www.vivemetropark.mx)  
Co-investment trust for the development of 167 apartments and a shopping center.



# SOME RELEVANT CASES

4. Legal advice and operation of the Devangari Ecohábitat & Reserva Project (La Ventana, La Paz, BCS). Investment fund for the acquisition and consolidation of 45 HAS in the Sea of Cortez in La Ventana, comprising the legal structure, agrarian regulation, funding, corporate governance, investment trust, Joint Venture with hotel operator.
5. Legal advice and operation of the Hotsprings Project (La Ventana, La Paz, BCS). Investment fund for the acquisition and consolidation of 45 HAS in the Sea of Cortez in La Ventana, comprising the legal structure, agrarian regulation, funding, corporate governance, investment trust, Joint Venture with hotel operator.





# OUR CLIENTS

## SOME OF OUR CLIENTS



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# PARTNERS HEADING PRACTICE

## M.L. VICTOR VILA

### PROFESSIONAL EXPERIENCE

Founding partner of the VILA® firm, he has more than 15 years of professional experience, having previously collaborated with some of the most prestigious law firms in the country in planning, auditing and shaping strategies in the field of administrative, corporate and intellectual property law. This has allowed to generate confidence as a strategist and consultant for large national and foreign companies, as well as government entities.

### EDUCATION

Master of Public Law, degree awarded by the Universidad Panamericana Campus Guadalajara.

Law degree from the Universidad de Guadalajara graduated with honors, winner of the Mariano Otero award given to the most outstanding student of each generation.

### AFFILIATIONS

Active member of the Barra Mexicana Colegio de Abogados, A.C.

Legal Counsel of the Government of the State of Jalisco in matters of administrative law and intellectual property.

Counselor of the Presidency of the Republic on issues related to Intellectual property law.

Member of the **International Trademark Association** (INTA).



Lawyer authorized by the Government of the State of Jalisco for arbitration representation in Lousane, Switzerland against the International Swimming Federation (FINA) for an international contract, obtaining favorable results that generated savings of more than 6 million dollars in favor of our client. .

Advisor and negotiator for a renowned world athlete in a representation contract for more than 120 million dollars.

Design of a strategy for the elaboration of a public-private partnership project between the federal government, the state government and individuals, in a project for more than 100 million dollars.

Creation of a strategy for the global protection of a leading brand in the pharmaceutical sector.

Advisor and coordinator of the intellectual property aspects in the sale of an important company in the telecommunications sector in an operation for more than 300 million dollars.

Participation in the design of public policy on intellectual property with the government of the state of Jalisco for the 2012-2018 administration.

Presentation of constitutional controversies before the Supreme Court of Justice of the Nation to promote the non-invasion of spheres of administrative powers within the state of Jalisco.

Participation in the negotiation and acquisition process of a brand within the health industry for more than 10 million dollars.

**Benchmark Litigation** recognized attorney.

EXPERIENCE



# M.L. ALMA HINOJOSA

## PROFESSIONAL EXPERIENCE

Alma Rosa Hinojosa's experience focuses on the field of Administrative Law, advising and consulting in Public Administration projects, concessions and public and private trusts. In legal audits of the activities and procedures of the Federal, State and Municipal governments. Structuring of bills and regulations and accompaniment in legislative processes. Legal coordination of parastatal entities. He served as Advisor to the Directorate of Public Private Associations of the government of the State of Jalisco. Member of the legal support group of the Executive Power of Jalisco. Member of working groups convened by the State Executive for the integration of various state law reforms.

## EDUCATION

Master in Public Law, Universidad Panamericana Campus Guadalajara.

Course: "Mediation as a Way to Resolve Conflicts", Pepperdine University of Malibu, California, USA, Taught at the Universidad Panamericana Campus Guadalajara.

Diploma in Public Private Associations: Strategic Alliance for Development, Monterrey Institute of Technology and Higher Studies and the Polytechnic University of Madrid.



She has worked in the field of Public Administration in the practice of legal audits of strategic projects, as well as in the implementation of strategies and legal solutions.

Legal advisor to the Senator of the LXIV Legislature in legislative initiatives and processes.

Legal audit of the awarding processes and contracts of the Presidency of the Republic in matters of Information and Communication Technologies and National Security.

Studies of normative and referential frameworks in different subjects.

Advice on structuring Public Trusts and their operation.

Member of the team responsible for the preparation of the Draft Law of Investment Projects and Provision of Services of the State of Jalisco (APP) and its Regulations.

Advice and support in procedures for Delivery-Reception of Public Administration.

Advice on the restructuring process of the Intermunicipal Potable Water and Sewerage System, and reforms to the Water Law for the State of Jalisco and its Municipalities.

Advice to the Municipality of Zapopan in the legal instrumentation of the Comprehensive Services for the Equipment, Advice and Training of Information and Communication Technologies of the New Public Security Building and C2.

Legal instrumentation of the contract for the services for Updating the Municipal Cartographic Base with LIDAR Technology of the Municipality of Zapopan.

EXPERIENCE

Recognized Lawyer by **Finance Monthly review**.

# LIC. THAIS BEJAR

## PROFESSIONAL EXPERIENCE

Thais Béjar has been a partner of the firm since 2020, her experience is focused on the field of corporate law, mainly in the areas of commercial, contractual and real estate law.; She is an advisor in legal, corporate and contractual audits as well as real estate audits. She has participated in various private trusts, as well as advice on commercial arbitrations. She is an adjunct professor at the Universidad Panamericana Campus Guadalajara in the subject of comparative law.

## EDUCATION

Law Degree from the Universidad Panamericana, Campus Guadalajara

Postgraduate in Obligations and Contracts from the Universidad Panamericana, Campus Guadalajara.

Diploma in Legal Auditing from the Universidad Autónoma Tecnológica de México.

Postgraduate in Corporate Law from the Universidad Panamericana, Campus Guadalajara.

Master in Business and Commercial Law from the Universidad Panamericana, Campus Guadalajara.



Legal advice, document review and strategy design regarding an international brewing group for the start of its operations in the country, the production of the plant, and the importation of machinery from abroad; as well as all the legal documents necessary for the implementation and training of all personnel.

Legal advisor to the Senator of the LXIV Legislature in legislative initiatives and processes.

Legal audit of the awarding processes and contracts of the Presidency of the Republic in matters of Information and Communication Technologies and National Security.

Legal advice, strategy design and representation for the constitution of a Civil Society specialized in the empowerment and creation of a business network for women entrepreneurs in the State of Jalisco.

Legal advice and representation as counsel to an important national sustainable energy solutions company in an international arbitration process, brought before the International Chamber of Commerce, in relation to the breach of a Turnkey Contract.

Design of the applicable legal scheme for the constitution of a SOFOM E.N.R., and its operation, with respect to one of our clients dedicated to the manufacture of furniture for an important business sector in the country.

Preparation, coordination and implementation of a manual for compliance with obligations derived from the Federal Law for the Prevention and Identification of Operations with Resources of Illicit Origin, aimed especially at companies dedicated to the real estate sector in the region.

Design of legal strategy, execution of an audit in real estate matters, and implementation of the results with the purpose of the constitution of a family patrimonial trust.

EXPERIENCE



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