



David L. Cahn

PARTNER

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BIOGRAPHY

The focus of Mr. Cahn's practice is franchising law and entrepreneurship. Prior to joining Whiteford, Taylor & Preston, he had his own firm, the Franchise & Business Law Group in Towson. Prior to that, Mr. Cahn was an associate at Piper Rudnick's national franchise law practice group in Washington, DC, and at Gordon, Feinblatt, Rothman, Hoffberger & Hollander.

RECOGNITIONS

- Selected as a Franchise Time Legal Eagle, 2016
- Listed in *Best Lawyers in America*, 2020
- BV Peer Review Rated: Martindale-Hubbell
- Certified Franchise Executive (International Franchise Association) since 2012

MEMBERSHIPS & ACTIVITIES

- Board Member: Maryland State Bar Association, Business Law Section Council
- Chair: MSBA Business Law Section, Franchise Law Committee, 2007 - 2009
- Chair: Network for Teaching Entrepreneurship Baltimore-Washington Advisory Board

PRACTICES & INDUSTRIES

Business and Corporate

Franchise Law

Franchise Litigation and
Dispute Resolution

Real Estate

Restaurant and Hospitality

Health Care

Antitrust and Trade Regulation

Trademarks, Domain Names
and Other Brand Protection

EDUCATION

University of Pennsylvania, 1995,
J.D.

Stanford University, 1990, B.A.

ADMISSIONS

Maryland

District of Columbia

- Board Member: United Way of Central Maryland, Baltimore City Partnership Board
- Member: District of Columbia Bar Association
- Member: Maryland Attorney General's Franchise Advisory Council
- Member: University of Baltimore Center for Entrepreneurship and Innovation Advisory Board

RESOURCES

A Legal and Practical Guide for Maryland Small Business

The purpose of this Guide Book is to discuss some of the major issues facing persons wishing to begin a business or involved in a small business. This Guide Book is not a replacement for the competent professional assistance of lawyers, accountants, general business advisors, bankers and other professionals regularly dealing with start up and small to mid-size businesses.

FRANCHISE LAW

- Prepare franchise disclosure documents and franchise agreements for new franchisors and counsel on compliance with franchise sales and relationship laws
- Structure business relationships to avoid coverage by franchise sales or relationship laws
- Negotiate franchise agreements for franchisors and franchisees
- Counselor and negotiator to resolve disputes between franchisors and franchisees, including covenants not to compete

Representative work:

- Conversion of SailTime fractional boat ownership businesses from licensing to franchising
- Launch of new franchisors such as Medifast Weight Control Centers, GO Airport Shuttle and Structural Elements
- Acquisition of trademarks and franchising rights for VooDoo BBQ & Grill and MonitorClosely.com
- Creation of trademark certification membership program for Fractional Homes International, LLC

BUSINESS AND CORPORATE LAW

- Purchase or sale of existing franchised businesses such as: Exxon service station, Huntington Learning Centers, MaggieMoo's Ice Cream and Rent-A-Wreck auto rentals
- Prepare and negotiate LLC Operating Agreements and Shareholders Agreement for owners of closely-held companies
- Prepare private placement materials to offer stock or membership interests to accredited investors in compliance with securities requirements
- Represent crane rental company in \$12,000,000 acquisition of competitor
- Negotiate contracts with Pharmacy Benefit Managers on behalf of cooperative of independent pharmacies

FRANCHISE LITIGATION & DISPUTE RESOLUTION

- *Kiddie Academy Domestic Franchising LLC v. Faith Enterprises DC, LLC*, Bus. Franchise Guide (CCH) 13,066 (D. Md. 2009)
- *G&R Moojestic Treats, Inc. v. MaggieMoo's International, LLC*, Bus. Franchise Guide (CCH) 13,066 (D. Md. 2005)
- *It's Just Lunch International, LLC v. Polar Bear, Inc.*, Bus. Franchise Guide (CCH) 12, 819 (S.D. Cal. 2004)
- Also has represented franchisors, franchisees and other business entities in several arbitrations and mediations, primarily as administered by the American Arbitration Association, including non-compete disputes
- Serves as an expert witness in cases involving hotel and restaurant franchises

REAL ESTATE LEASING

- Negotiate leases for tenants of commercial real estate, particularly retail and special purpose facilities
- Advise franchisors on rights in leases entered into by their franchisees

HOSPITALITY, HOTEL & RESTAURANT

- Serves as an expert witness in cases involving hotel and restaurant franchises
- Prepare franchise disclosure documents for more than ten food service franchisors
- Representation of hotel franchisees concerning disputes with their franchisors

ANTITRUST AND TRADE REGULATION

- Develop minimum retail pricing policies communicated by manufacturer to its distributors
- Counsel trade associations on compliance with antitrust restrictions
- Analyze price discrimination claims under Robinson-Patman Act

TRADEMARKS, DOMAIN NAMES & OTHER BRAND PROTECTION

- Advise clients in selecting business names and logos
 - Represent clients in protecting and enforcing trademark rights over names and logos
 - Prepare and negotiate agreements for the licensing, purchase and sale of trademark rights
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PRESENTATIONS & PUBLICATIONS

Recent publications viewable at FranBusLaw.com/inthenews.htm and www.FranBusLaw.com/blog

Why Have the Rule? Recent Opinion May Decrease Compliance with FPR Disclosure Requirements, The Franchise Lawyer (ABA Forum on Franchising), Winter 2012

Presenter on "Franchising Regulation" at the Maryland State Bar Association Business Law Institute 2010

Mobility, the Home, and the Scope and Application of State Franchise Relationship and Termination Laws, ABA Franchise Law Journal, Fall 2010 (Co-author)

Washington Ruling Raises Area Representative Disclosure Issues, The Franchise Lawyer (ABA Forum on Franchising), Winter 2009

Presenter, "Are You Ready to Franchise Your Restaurant?" at the National Restaurant Association Convention, May 2008, and the Mid-Atlantic Food & Beverage Expo, September 2007

Co-Author and Faculty Member, *The Impact of the Uniform Commercial Code on*

