

## John C. Ramig

Portland, Oregon  
Shareholder

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### **Areas of Practice & Industry Specialties**

International Business & Trade; Corporate Law; Intellectual Property Law; Mergers and Acquisitions; Apparel & Consumer Products; Start-Ups & Early Stage Companies; Agribusiness



John Ramig is a Shareholder in Buchalter's Corporate Practice Group in the Firm's Portland office. Mr. Ramig serves as outside general counsel to multiple businesses, working with them on a wide range of general corporate matters including entity formation, mergers, acquisitions and sales of companies, corporate financings, intellectual property and human resources matters.

Most of Mr. Ramig's clients conduct business in the global marketplace. Relying on over 26 years' international business experience, he works with them to structure effective and efficient transactions; comply with U.S. and foreign laws and regulations; transfer and protect technology, intellectual property, and software; negotiate contracts for the sale and distribution of products and services; and establish foreign offices and manufacturing facilities.

Mr. Ramig has expertise in international business transactions including the structuring of international sourcing and manufacturing operations. He provides expert services relating to the design and implementation of international corporate structures that maximize operational and tax efficiencies. He also offers strategic counsel relating to tariff and other trade compliance issues.

Mr. Ramig also has expertise in intellectual property and trade secret protection, having successfully brought trade secrets litigation on behalf of his clients. He has broad experience with international distribution agreements and manufacturing agreements with international suppliers.

Prior to practicing law, Mr. Ramig served on the Washington, D.C. staff of U.S. Senator Mark O. Hatfield and on the White House staff in the Carter Administration's Office of Public Liaison. He also served on the staff of Donald Anderson, a member of the British Parliament.

### **Representative Matters**

#### International Business Structuring

- Represent Oregon Nursery Holdings, a US commercial nursery investment fund in a \$28 million capital raise that included \$8 million in Chinese bank debt, and formation of operating subsidiaries in China.
- Represent ORM Fertility, a world-class fertility center, in establishing a network of global subsidiaries and authorized representatives, facilitating dramatic growth in foreign patients.
- Represent NurserySource, a manufacturer of leading edge commercial nursery and indoor gardening products, to establish offshore manufacturing and supply chain and a strategic sale of business assets.
- Represent Cloud Coach, a SaaS company offering project management solutions, to establish multiple foreign subsidiaries and affiliates to enhance operational efficiencies, and to establishing corporate compliance protocols for multiple foreign jurisdictions.
- Represent multiple toy companies in the design and implementation of international business structures to improve operational and tax efficiencies.

- Represent North American Specialized Transport, a veteran-owned and operated specialized transportation company in formation of an affiliated company to conduct a transportation logistics business in Mexico.
- Represent Poly-Cast, Inc., a US plastic injection molder in formation of an offshore holding company and subsidiary operating company in China, as well as in subsequent sale of shares to strategic investors in the offshore holding company.
- Represent US medical device manufacturer to establish offshore manufacturing and supply chain in China and Vietnam.
- Represent SellerEngine Software, Inc., a US software developer and online retailer specializing in intelligent repricing tools and services, in the design and implementation of its international operations for worldwide distribution of books and other goods.
- Represent PivIT Global, a US enterprise network and data center solutions provider in formation of European subsidiary.
- Represent a leading lighting and lifestyle goods manufacturer, to establish offshore manufacturing and supply chain.
- Represent multiple foreign investors in qualified investments under the United States EB-5 and E-2 visa programs.
- Represent SellerEngine Software, Inc., a US software developer and online retailer specializing in intelligent repricing tools and services, in formation of IC-DISC to achieve US tax efficiencies on export sales.
- Represented nationwide lumber broker in formation of IC-DISC to achieve US tax efficiencies on export sales.

#### Corporate

- Represent ORM Fertility, a world-class fertility center, as outside general counsel on wide range of corporate, employment, intellectual property and other matters.
- Represent family real estate investment fund in the corporate structuring, financing and operation of a commercial property holding and management business.
- Represent Zing Toys, a world leader in developing and manufacturing high quality toys for kids, as outside general counsel on a wide range of corporate, employment, product distribution and intellectual property matters.
- Represent Alliance Trading Group, an international product sourcing, trading and supply chain management company as outside general counsel on a wide range of corporate matters.
- Represent Schoolhouse Electric, a leading lighting and lifestyle goods manufacturer, as outside general counsel on a wide range of corporate, employment, product distribution and intellectual property matters.
- Represent a rental property acquisition and management company as outside general counsel focused on the finance, acquisition and management of a portfolio of multi-family rental properties.
- Represent a regional medical system in the negotiation of personal protective equipment (PPE) agreements with foreign suppliers.
- Represent Zelios, a hemp processor, as outside general counsel on a wide range of corporate, employment, product distribution and intellectual property matters.

#### Sales and Acquisitions of Businesses

- Represented Korean apparel brand Black Yak in acquisition of Nau® apparel, a sustainable clothing line.
- Represented owners of medical device manufacturer in sale of shares to strategic, public company medical device manufacturer.
- Represented US manufacturer of heating, cooling and ventilation products in the acquisition of a Chinese fan supplier.

- Represent a regional wholesale HVAC component distributor in strategic sale to publicly-traded nationwide distributor.
- Represent Zing Toys, a world leader in developing and manufacturing high quality toys for kids, in a wide range of toy concept and patent/trademark acquisitions.
- Represented Woodfold Manufacturing, one of the nation's leading suppliers of custom-crafted accordion doors, roll-up doors, and hardwood shutters the strategic acquisition of a new product technology.
- Represented Poly-Cast, a US plastic injection molder, in the sale of its US parent and foreign subsidiary to a strategic buyer.
- Represented regional landscape company in strategic acquisition of competitor company.
- Represented US regional landscape company in due diligence relating to potential acquisition of automated lawn care technology.
- Represented US manufacturer of scientific instruments in sale of Chinese subsidiary.

#### Trade Compliance

- Represent US subsidiary of Japanese technical instrument manufacturer in preparation and filing of prior disclosure with CBP, foreign trade zone application and various trade compliance matters.
- Represent worldwide supplier of seafood on duty drawback petition, multiple tariff protests and other trade compliance matters.
- Represented US manufacturer of belt conveyors in challenge to tariffs imposed on its sales to South African distributors.

#### Education

Mr. Ramig earned his J.D. from the University of Virginia, School of Law where he served on the Editorial Board of the *Virginia Journal of Law and Politics*. He earned his A.B. from Harvard College, *magna cum laude*, in 1980 and was a Harvard Scholar.

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#### Bar Admissions

- Oregon

#### Community

- Executive Committee, International Law Section of Oregon State Bar
- Oregon Leadership Development Institute, Founder and Director, 2010 to 2021
- Friends of the Children, Director, 1995 to 2002
- Union Gospel Mission, Director, 1992 to 1995