

Shea L. Conway *Juris Doctor*

Western State University College of Law, 1995; Manager in the aerospace industry, 1978-1996. Admitted to practice California trial, appellate, and supreme courts; California federal district courts. Areas of concentration include business organization and counseling, software development and licensing agreements, commercial transactions, unfair business competition, real estate litigation, wills and trusts, probate, family law.



William E. Walls, *Juris Doctor*

CPA, Pepperdine University School of Law, 1977; Bachelor of Science, University of California, Davis, 1973; Certified Public Accountant; California Society of Certified Public Accountants; Admitted to practice, United States Tax Courts; California trial, appeal and Supreme



Court. Areas of concentration include tax and estate planning and trial practice, corporate and business planning, IRS administrative proceedings and appeals; corporate and personal tax planning and return preparation.



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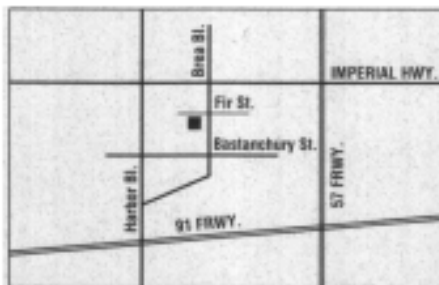
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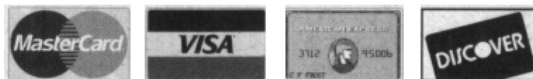
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CG Gilbert & Bachor

A full service law firm serving the needs of small and medium sized California businesses with an emphasis on:

- Service station franchise purchase, operation and sale
- Automotive service facility purchase, operation and sales
- Convenience store purchase, operation and sale
- Fast food franchise purchase, operation and sale
- Franchise regulation, nonrenewals and terminations
- Franchise litigation
- Regulatory problems
- Environmental regulation and litigation
- Business counseling and litigation

Guy J. Gilbert *Juris Doctor*

Cum Laude, Law Review Editor-in-Chief, Western State University College of Law 1979; B.A., Cal. State University Long Beach, 1972; Admitted to practice before California trial, appellate and supreme courts; California federal courts; US 9th Circuit Court of Appeals; United States Supreme Court; General counsel to Brea Chamber of Commerce; former Director North Orange County Child Guidance Center, American Explorers. Areas of concentration include business and franchise sales, commercial and real estate transactions, commercial leasing, partnerships, corporations, limited liability companies, estate planning, wills and trusts, trade associations and mutual benefit corporations, retailing, and franchise relations.



James E. Bachor *Juris Doctor*

Western State University College of Law, 1986; Bachelor of Science in Law, A.A., University of Toledo, Ohio, 1982; Paratrooper, U.S. Army, 1973-1977. Admitted to practice before California trial, appellate and supreme courts; California federal courts; US



9th Circuit Court of Appeals. Areas of concentration include general business, franchise, environmental, residential & commercial real estate, construction litigation, business counseling, administrative proceedings, computer hardware and software development and distribution, software copyright infringement investigation and litigation, personal injury and employment termination trial practice, estate planning.

SERVICES AVAILABLE

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- Business and franchise sales and buy-sell agreements
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- Environmental and business litigation
- Environmental and business litigation
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- Insurance claims and litigation
- Marketing and distribution arrangements
- Motor fuel franchise purchase, operation & sale
- Partnerships
- Personal injury claims and litigation
- PMPA counseling and litigation
- Real estate transactions and litigation
- Service station franchise operation and sale
- Tax planning, counseling and litigation
- Trade practices, trademark counseling and litigation
- Trade association representation
- Underground storage tank regulatory compliance
- Will and trusts

We invite your questions

Carroll Gilbert & Bachor was founded in 1974. We have represented thousands of businesses, and industry organizations such as the Automotive Trade Organizations, Inc. (formerly the Southern California Service Station Association), the California Service Station Council and the Good-year Dealers Association. Articles and columns by members of our firm have appeared in publications such as Service Station Management, Motor Service, National Petroleum News and Oil Week. We have handled important landmark cases, such as *Tameny v. Atlantic Richfield Co.* 27 Cal. 3d 167 and *Miro v. Exxon*, 555 F.Supp. 234.

Ask us about fees: In today's "lean and mean" business climate, owners and managers require prompt and cost effective legal services and competitive rates. We can tailor options and solutions to fit your needs and maximize your bottom line. Carroll Gilbert & Bachor's expertise, experience and state-of-the-art communications, research and technical facilities will give you the edge you need.

Ask us what we can do for you: Here are a few examples of often-overlooked services that a good business law firm provides to its clients:

Starting, buying, or selling a business: Today's businessperson must navigate through a minefield of legal and regulatory pitfalls. Accurate and timely risk management is essential to economic survival. A good business lawyer can help you avoid lawsuits and fines.

Negotiating and signing franchise agreements, leases, and supply contracts: If you sign a document, you agree to its terms. That's the law, regardless of what you intended. The time to find out what you're getting into is before you decide to sign, not after a problem comes up. Our team of experienced attorneys can help you determine the actual effects of key contract clauses. We will also help you lay out negotiation strategies that maximize your leverage and return.

Evaluating franchisor representations or promises: Reliance on unenforceable oral promises or representations causes many of the more serious problems that service station, automotive service, convenience store and fast-food franchisees face. The time to find out whether what you were told will stick in court is before you make that investment. Carroll Gilbert & Bachor's seasoned professionals can aid you in making a realistic assessment.

Insuring effective risk management: Of course you have to take risks to make money. But the informed businessperson makes sure that he or she takes only calculated risks. Good legal advice is a critical ingredient of successful risk management. It can also be a key factor in maximizing your leverage and your potential return.

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