

# Table of Contents

## **United States of America**

### **United States Immigration Law**

Introduction.....	US-1
Non-Immigrant Categories for Business Purposes .....	US-2
B-1 Visitors for Business Purposes.....	US-3
Visa Waiver Program.....	US-3
H-1B Workers in a Specialty Occupation .....	US-4
E-1 and E-2 Treaty Traders and Investors .....	US-15
L-1 Intracompany Transferees .....	US-21
TN Professionals from Canada and Mexico.....	US-28

### **Federal Jurisdiction District of Columbia**

Introduction.....	DC-1
District of Columbia Government.....	DC-2
Forms of Doing Business.....	DC-3
The District of Columbia Long-Arm Statute .....	DC-9
Taxes.....	DC-11
Labor Laws .....	DC-12
Ownership of Real Estate by Aliens .....	DC-13
Consumer Protection and Restraints of Trade.....	DC-15
Special Devices or Incentives Available for Foreign Investment .....	DC-16

### **Alabama**

Introduction.....	AL-1
Incentives and Special Programs to Assist Foreign Business .....	AL-5
Qualifying to Do Business in Alabama.....	AL-9
Corporations.....	AL-9

Limited Partnerships .....	AL-17
Foreign Limited Liability Partnerships .....	AL-21
Labor Laws Applicable to Foreign Corporations.....	AL-22
State and Local Taxes .....	AL-25
Environmental Protection .....	AL-30
Consumer Credit .....	AL-34
Products' Liability .....	AL-43
Tort Reform .....	AL-46
Products Liability Summary .....	AL-46

**Alaska**

Introduction.....	AK-1
Legal System.....	AK-1
Forms of Business Organization .....	AK-2
Licensing and Regulation of Businesses.....	AK-5
Tax Laws.....	AK-7
Contracts and Contractual Remedies .....	AK-9
Uniform Commercial Code.....	AK-10

**Arizona**

Introduction.....	AZ-1
Establishment of Enterprises.....	AZ-1
Acquisition of Enterprises.....	AZ-4
Acquisition of Realty .....	AZ-6
Taxation .....	AZ-9
Customs Regulation .....	AZ-10
Currency Regulation, Capital and Profit Transfer, and Investor Incentives .....	AZ-10
Competition Law .....	AZ-11
Intellectual Property Protection.....	AZ-12
Employment Law.....	AZ-12
Banking Law .....	AZ-16

**Arkansas**

Introduction.....	AR-1
Forms of Business Enterprise.....	AR-1
Registration Requirements.....	AR-1
Taxation .....	AR-1
Alien Ownership of Real Property.....	AR-3
Incentives and Subsidies .....	AR-3

**California**

Introduction.....	CA-1
Qualifying a Foreign Corporation to Do Business .....	CA-3
Choosing the Form of Business Enterprise.....	CA-5
Labor Laws .....	CA-10
Products Liability Law.....	CA-14
Environmental Law.....	CA-16
Taxation .....	CA-17
Restrictions on Foreigners Doing Business in California .....	CA-20

**Colorado**

Introduction.....	CO-1
Business/Investment Purpose and Form .....	CO-1
Taxes.....	CO-3
Labor Laws .....	CO-3

**Connecticut**

Introduction.....	CT-1
Government and Courts .....	CT-2
State Assistance of Foreign Enterprises .....	CT-2
Non-United States Enterprise in Connecticut.....	CT-3
Use of United States Affiliate .....	CT-8
Taxation .....	CT-14
Labor and Employment Benefits Laws .....	CT-15
Ownership of Land.....	CT-17

Banks and Other Institutional Lenders.....	CT-17
Miscellaneous State Regulatory Agencies and Laws.....	CT-18
Conclusion .....	CT-20
Appendix.....	CT-21

### **Delaware**

Introduction.....	DE-1
Foreign Corporations .....	DE-1
Foreign Limited Partnerships.....	DE-5
Limited Liability Companies .....	DE-7
Limited Liability Partnerships.....	DE-10
Taxation .....	DE-12
Special Tax Exemptions.....	DE-12
Antitrust .....	DE-13
Labor.....	DE-14
Productivity.....	DE-14
Labor Unions .....	DE-14
Environmental Law.....	DE-15
Product Liability .....	DE-15
Long-Arm Jurisdiction.....	DE-16

### **Florida**

Introduction.....	FL-1
Establishment of Enterprises.....	FL-1
Limited Liability Company.....	FL-3
Partnerships.....	FL-4
Foreign Corporation; Foreign Limited Liability Company; Foreign Limited Partnership.....	FL-5
Taxation .....	FL-8
State Taxation .....	FL-10
Customs Regulation .....	FL-11
Currency Regulation, Capital and Profit Transfer, Investment Incentives .....	FL-11

---

Competition Law .....	FL-13
Intellectual Property.....	FL-14
Employment Law.....	FL-15
State Employment Law.....	FL-16
Immigration.....	FL-17
Banking .....	FL-19

**Georgia**

Introduction.....	GA-1
Qualifying a Foreign Corporation to Do Business .....	GA-3
Partnerships.....	GA-7
Starting a New Corporation .....	GA-8
Selling and Other Trade Practices.....	GA-13
Environmental Protection .....	GA-14
Labor Relations.....	GA-16
Taxation .....	GA-18
Arbitration of International Transactions.....	GA-21

**Hawaii**

Establishment of Enterprises.....	HI-1
Acquisition of Enterprises.....	HI-10
Taxation .....	HI-23
Customs Regulation .....	HI-34
Currency Regulation, Capital and Profit Transfer, Investment Incentives .....	HI-34
Competition Law .....	HI-34
Intellectual Property Protection.....	HI-38
Other Commercial Regulation .....	HI-43
E-Commerce .....	HI-44
Labor and Employment Law.....	HI-46
Banking Law.....	HI-53

**Illinois**

Introduction.....	IL-1
Establishment of Enterprises.....	IL-1
Acquisition of Enterprises.....	IL-21
Acquisition of Real Estate.....	IL-28
Currency Regulation, Capital and Profit Transfer Investment	
Incentives .....	IL-42
Competition Law .....	IL-46
Intellectual Property .....	IL-63
Employment Law.....	IL-72
Banking Law .....	IL-81

**Indiana**

Incentives and Special Programs to Assist Foreign Business .....	IN-1
Market Considerations .....	IN-1
Assistance for Foreign Business .....	IN-3
Indiana State Government.....	IN-5
Requirements for Foreign Enterprises to Qualify to Do Business .....	IN-5
Restrictions on Foreign Corporations .....	IN-14
Restrictions on Alien Ownership of Real Property or Other Forms of Capital Investment.....	IN-15
Labor Laws Applicable to Foreign Corporations.....	IN-15
State and Local Taxes .....	IN-17
Environmental Protection .....	IN-19
Products Liability.....	IN-22

**Iowa**

Introduction.....	IA-1
Business Forms .....	IA-2
Land Ownership Restrictions .....	IA-6
Taxation .....	IA-7
Favored Enterprises.....	IA-14
Incentives .....	IA-14
Labor Laws .....	IA-18

**TABLE OF CONTENTS**

ix

---

Environment.....	IA-23
Consumer Protection.....	IA-24
Product Liability .....	IA-24

**Kansas**

Introduction.....	KS-1
Qualifying to Do Business .....	KS-1
Forms of Enterprise.....	KS-4
State and Local Taxes .....	KS-5
Restrictions on Doing Business .....	KS-11
Restrictions on Real Property Ownership and Investment.....	KS-11
Incentives .....	KS-12
Local Incentives.....	KS-12
Labor Laws .....	KS-12
Consumer and Environmental Protection .....	KS-14

**Kentucky**

Introduction.....	KY-1
The Corporation in Kentucky.....	KY-2
The Partnership in Kentucky.....	KY-8
Labor Law.....	KY-10
Environmental Law.....	KY-12
The Horse Industry.....	KY-13
Miscellaneous Topics.....	KY-16

**Louisiana**

Introduction.....	LA-1
Louisiana Business Entities .....	LA-1
Acquisition of Realty .....	LA-15
Taxation .....	LA-22
Labor and Employment Laws .....	LA-26
Intellectual Property Laws .....	LA-28
Investment Financing.....	LA-29

**Maine**

Introduction.....	ME-1
Foreign Corporations .....	ME-1
Corporate Taxes.....	ME-5
Commerce and Trade .....	ME-6
Judicial Branch of State Government.....	ME-7
Representative State Statutes .....	ME-8
Employment Practices.....	ME-10
Products Liability Law.....	ME-11
Damages and Statutes of Limitations.....	ME-12

**Maryland**

Introduction.....	MD-1
Partnerships.....	MD-7
Employment.....	MD-12
State Tax Law .....	MD-24
Intellectual Property.....	MD-28

**Massachusetts**

Introduction.....	MA-1
Incentives and Special Programs to Assist Foreign Businesses .....	MA-3
Requirements for Foreign Enterprises to Qualify to Do Business .....	MA-7
Restrictions on Foreign Corporations .....	MA-12
Restrictions on Alien Ownership .....	MA-14
Labor Laws Applicable to Foreign Corporations .....	MA-15
Environmental Protection .....	MA-22
Consumer Protection Laws .....	MA-26
Products Liability.....	MA-28

**Minnesota**

Introduction.....	MN-1
Establishment of Enterprises.....	MN-1

## TABLE OF CONTENTS

xi

---

Acquisition of Realty .....	MN-12
Taxation .....	MN-15
Customs Regulation .....	MN-16
Currency Regulation, Capital and Profit Transfer Investment Incentives .....	MN-16
Competition Law .....	MN-17
Intellectual Property .....	MN-18
Employment Law .....	MN-20
Banking Law .....	MN-23
Appendix.....	MN-29

**Mississippi**

Introduction.....	MS-1
Mississippi Business Entities .....	MS-1
Acquisition of Realty .....	MS-13
Taxation .....	MS-18
Labor and Employment Laws .....	MS-23
Intellectual Property Laws .....	MS-26
Investment Financing.....	MS-28

**Missouri**

Introduction.....	MO-1
Government and Legal System .....	MO-2
Forms of Doing Business .....	MO-3
Taxes.....	MO-7
Other Taxes.....	MO-8
Investment Incentives .....	MO-9
Financing of Investments.....	MO-10
Ownership of Real Estate.....	MO-11
Employer-Employee Relations .....	MO-12
Marketing of Products and Services.....	MO-14
Other Regulation of Business.....	MO-15
Appendix.....	MO-17

**Nebraska**

Introduction.....	NE-1
Corporate Limits.....	NE-2
Foreign Corporations .....	NE-4
Labor.....	NE-6
Environment.....	NE-8
Finance.....	NE-8
Taxation and Fees .....	NE-10
Conclusion .....	NE-15

**Nevada**

Introduction.....	NV-1
Establishment of Enterprises.....	NV-1
Acquisition of Enterprises.....	NV-6
Acquisition of Realty .....	NV-9
Taxation .....	NV-11
Customs Regulation .....	NV-15
Currency Regulation, Capital and Profit Transfer, and Investment Incentives .....	NV-15
Competition Law .....	NV-15
Intellectual Property Protection.....	NV-16
Employment Law.....	NV-19
Banking Law.....	NV-22

**New Jersey**

Introduction.....	NJ-1
Government Structure.....	NJ-1
Business Organizations.....	NJ-3
Taxation .....	NJ-9
Business Incentives .....	NJ-16
Labor and Employment Law.....	NJ-17
Environmental Regulations.....	NJ-20
Franchise Agreements.....	NJ-25

---

Tort Law .....	NJ-29
Consumer Protection Laws .....	NJ-30
Miscellaneous Laws .....	NJ-38

**New Mexico**

Introduction.....	NM-1
Forms of Doing Business.....	NM-3
Workers Compensation Coverage.....	NM-5
State Securities Laws .....	NM-5
Contacts .....	NM-6
Agents .....	NM-6
Bulk Sales Laws.....	NM-7
Products Liability Laws .....	NM-7
Concept of 'Residency' .....	NM-7
Labor.....	NM-8
Investment Incentives .....	NM-9
Taxation .....	NM-11
Utilization of Mexican Labor.....	NM-17
Dispute Resolution.....	NM-18
Transportation .....	NM-18
Banking .....	NM-19
High-Tech Facilities.....	NM-19
North American Free Trade Agreement.....	NM-20
New Mexico Trade Division.....	NM-20
Information Sources.....	NM-21

**New York**

Introduction.....	NY-1
Qualification of Foreign Enterprises to Do Business .....	NY-2
Forms of Enterprise.....	NY-5
State and Local Taxation.....	NY-10
Restrictions on Conduct of Business by Foreign Enterprises .....	NY-12
Devices to Encourage Foreign Investment and Business Activity.....	NY-14

State Labor Laws .....	NY-15
Consumer Protection.....	NY-18
Products Liability.....	NY-18
Environmental Protection .....	NY-19
Secured Transactions and Purchase Money Security Interest (PMSI) ....	NY-21
Effect of Payment by the Debtor and Rights of the Secured Party on the Debtor's Default .....	NY-25

**North Carolina**

Introduction.....	NC-1
Market Considerations .....	NC-5
Assistance for Foreign Business .....	NC-8
Business Qualification Requirements for Foreign Concerns .....	NC-9
Laws Governing International Business Dealings .....	NC-40
Securities Regulation .....	NC-48
Labor Laws .....	NC-48
Alien Ownership of Real and Personal Property.....	NC-53
State and Local Taxes .....	NC-54
Environmental Protection .....	NC-57
Unfair Business Practice .....	NC-61
Product Liability .....	NC-63
Appendix A .....	NC-67
Appendix B .....	NC-69

**Ohio**

Establishment of Enterprises.....	OH-1
Acquisition of Enterprises.....	OH-25
Acquisition of Realty .....	OH-29
Taxation .....	OH-31
Customs Regulation .....	OH-44
Currency Regulation, Capital and Profit Transfer Investment Incentives .....	OH-44
Competition Law .....	OH-47

---

Intellectual Property Protection.....	OH-50
Employment Law.....	OH-54
Banking Law.....	OH-77

**Oklahoma**

Introduction.....	OK-1
Oklahoma Investment Incentives.....	OK-12
Miscellaneous Provisions.....	OK-14
Conclusion .....	OK-16

**Oregon**

Introduction.....	OR-1
Forms of Business Organizations.....	OR-2
Securities Regulation .....	OR-7
Judicial System .....	OR-10
Environmental Regulations.....	OR-11
Labor .....	OR-13
Trade Practices.....	OR-15
Taxes.....	OR-16
Business Incentives.....	OR-17

**Pennsylvania**

Introduction.....	PA-1
Acquisition of Enterprises.....	PA-6
Acquisition of Realty .....	PA-8
Taxation .....	PA-10
Intellectual Property Protection.....	PA-13
Employment Law.....	PA-15
Banking Law.....	PA-17

**Rhode Island**

Introduction.....	RI-1
Forms of Business.....	RI-2
Regulation of Business.....	RI-3

Taxation .....	RI-4
Financing Foreign Investment.....	RI-6
Labor Relations.....	RI-7
Consumer and Environmental Protection .....	RI-9

**South Carolina**

Introduction.....	SC-1
Establishment of Enterprises.....	SC-1
Acquisition of Realty .....	SC-7
Taxation .....	SC-8
Customs Regulation .....	SC-11
Currency Regulation, Capital and Profit Transfer, and Investment Incentives .....	SC-12
Competition Law .....	SC-13
Intellectual Property.....	SC-14
Employment Law.....	SC-15
Immigration.....	SC-17
Banking .....	SC-19

**South Dakota**

Introduction.....	SD-1
Business Entities .....	SD-4
Intellectual Property.....	SD-5
Uniform Laws .....	SD-6
State and Local Taxes .....	SD-6
Restrictions on Alien Ownership of Real Property .....	SD-7
Corporate Farming Restrictions .....	SD-8
Incentives to Foreign Investment.....	SD-8
Environmental Protection .....	SD-9
Appendix A .....	SD-11
Appendix B .....	SD-14

**Texas**

Establishment of Enterprises.....	TX-1
Acquisition of Enterprises.....	TX-23
Acquisition of Realty .....	TX-28
Taxation .....	TX-32
Customs Regulation .....	TX-37
Currency Regulation, Capital and Profit Transfer Investment Incentives .....	TX-37
Competition Law .....	TX-37
Intellectual Property Protection.....	TX-40
Employment Law.....	TX-43
Banking Law.....	TX-49

**Utah**

Introduction.....	UT-1
Establishment of Enterprises.....	UT-1
Acquisition of Enterprises.....	UT-14
Acquisition of Realty .....	UT-21
Taxation .....	UT-26
Bankruptcy.....	UT-31
Securities.....	UT-32
Currency Regulation, Capital and Profit Transfer, and Investment Incentives .....	UT-39
Competition Law .....	UT-40
Intellectual Property Protection.....	UT-43
Employment Law.....	UT-47
Investment Financing.....	UT-50

**Virginia**

Introduction.....	VA-1
State and Local Taxation.....	VA-2
Labor Laws .....	VA-3
Real Estate Ownership .....	VA-4

Business Forms and Their Requirements.....	VA-4
Employment Contracts, Restraint of Trade, Trade Secrets .....	VA-9
Tort Law and Product Liability.....	VA-9
Commercial Laws .....	VA-10
Securities Law.....	VA-10
Consumer Protection Laws .....	VA-10
Statutes of Limitations and Statute of Frauds .....	VA-10
Arbitration.....	VA-11

### **Washington**

Introduction.....	WA-1
Establishment of Enterprises.....	WA-4
Acquisition of Enterprises.....	WA-7
Acquisition of Realty .....	WA-9
Taxation .....	WA-9
Investment Incentives .....	WA-13
Employment Law.....	WA-18
Sources of State Information and Internets Resources.....	WA-22
Business Startup Information.....	WA-22

### **West Virginia**

Introduction.....	WV-1
Qualifying to Do Business .....	WV-2
Forms of Enterprise.....	WV-5
State and Local Taxes .....	WV-6
Restrictions on Doing Business .....	WV-13
Restrictions on Real Property Ownership and Investment.....	WV-14
Incentives .....	WV-14
Most Favored Enterprise.....	WV-15
Labor Laws .....	WV-15
Consumer and Environmental Protection .....	WV-18
Abbreviations and Short Forms .....	WV-21

**Wisconsin**

Introduction.....	WI-1
Conducting Business in Wisconsin .....	WI-1
Restrictions on Alien Ownership of Real Property and Other Capital Investments.....	WI-5
Environmental Protection Laws.....	WI-7
Wisconsin State Tax Structure Relating to Foreign Enterprises .....	WI-7
Consumer Protection Laws .....	WI-11
Labor Laws .....	WI-12
Commercial Sales and Products Liability .....	WI-13
Subsidies and Incentives .....	WI-14

**Wyoming**

Introduction.....	WY-1
Wyoming Commercial Laws .....	WY-6
Fraudulent Conveyances.....	WY-11
Securities Offerings — Blue Sky Laws .....	WY-13
Long-Arm Jurisdiction .....	WY-16
Trademarks, Marks, and Trade Names .....	WY-16
Fair Trade Practices and Marketing Standards.....	WY-17
Wyoming Commercial Entities.....	WY-19
Labor Laws .....	WY-46
Environmental Protection .....	WY-49
State Funding of Commercial Development.....	WY-50
Wyoming Business Permits .....	WY-53
Taxation .....	WY-56
Administrative Process and Remedies for Taxpayers.....	WY-59

**Canada****Alberta**

Introduction.....	AB-1
Foreign Investment in Alberta .....	AB-1
The Alberta Courts.....	AB-4
Forms of Business Organizations.....	AB-9
Public Financing in Alberta .....	AB-12
Secured Financing in Alberta.....	AB-18
Land Ownership and Regulation.....	AB-23
Employment Law.....	AB-25
Consumer Protection.....	AB-33
Taxation .....	AB-40
Oil and Gas .....	AB-41
Regulation and Protection of the Environment .....	AB-46
Conclusion .....	AB-54

**British Columbia**

Introduction.....	BC-1
Requirements for a Foreign Enterprise to Do Business .....	BC-1
Forms of Enterprise.....	BC-2
Federal Provincial and Local Taxes.....	BC-4
Restriction on Foreign Enterprises.....	BC-6
Restrictions on Alien Ownership .....	BC-6
Incentives, Subsidies, Special Devices .....	BC-6
Labor and Employment Laws .....	BC-7
Environmental Protection .....	BC-9

**Manitoba**

Introduction.....	MB-1
Doing Business in Manitoba .....	MB-1
Taxation .....	MB-3
Labor Laws .....	MB-3

---

Business Transactions .....	MB-6
Investment in Manitoba .....	MB-7

**New Brunswick**

Introduction.....	NB-1
Forms of Business Organizations.....	NB-2
Bankruptcy and Insolvency.....	NB-8
Provincial and Local Taxes.....	NB-10
Sales Tax, Goods and Services Tax, and the Harmonized Sales Tax Act .....	NB-11
Consumer Protection.....	NB-13
Environmental Law.....	NB-15
Labor and Employment Law.....	NB-21
Property Registration and Financing in New Brunswick .....	NB-24
Financial Incentives for Businesses in New Brunswick.....	NB-27
Canadian Regulation of Foreign Investment.....	NB-29

**Newfoundland and Labrador**

Introduction.....	NL-1
Business Organization Types.....	NL-6
Costs of Doing Business .....	NL-11
Commercial Issues .....	NL-12
Employment Law.....	NL-14

**Northwest Territories**

Introduction.....	NT-1
Forms of Business Enterprise.....	NT-10
Territorial Labor Laws .....	NT-12
Regulations Concerning Particular Business Activities .....	NT-13
Harvesting and Agriculture .....	NT-14
Financial Institutions.....	NT-16
Consumer Protection.....	NT-17
Landlord and Tenant .....	NT-19
Enforcement of Judgments.....	NT-19

Taxation and Funding .....	NT-20
Municipal Law .....	NT-22
Economic Development Agreements.....	NT-23
Environmental Control.....	NT-23
Travel and Tourism.....	NT-24
Liquor.....	NT-25
International Relations .....	NT-26
Access to Information and Protection of Privacy Rights .....	NT-26

**Nova Scotia**

Introduction.....	NS-1
Forms of Business Organization .....	NS-2
Special Requirements for Foreign Enterprises.....	NS-4
Government Assistance to Business .....	NS-5
Taxation .....	NS-8
Provincial Labor Laws .....	NS-9
Environmental Protection .....	NS-10
Nuisance.....	NS-11
Commercial Law.....	NS-12
Securities.....	NS-14
Oil and Gas .....	NS-14
Consumer Protection and Business Regulation.....	NS-14
Product Liability .....	NS-17
Residential Tenancies .....	NS-17

**Ontario**

Introduction.....	ON-1
Investment and Corporate Considerations .....	ON-1
Taxation .....	ON-5
Intellectual Property.....	ON-9
Customs .....	ON-10
Consumer Protection.....	ON-11
Employment.....	ON-12

**Prince Edward Island**

Introduction.....	PE-1
Government and Judiciary .....	PE-1
Relevant Legislation .....	PE-2

**Quebec**

Introduction.....	QU-1
-------------------	------

**Saskatchewan**

Registration Requirements.....	SK-1
Provincial and Municipal Taxes.....	SK-1
Restrictions on Ownership on Real Property or Other Forms of Capital Investment.....	SK-2
Incentives .....	SK-2
Types of Favored Investment.....	SK-3
Labor Laws .....	SK-3
Consumer Protection and Product Liability .....	SK-4

**Yukon Territory**

Introduction.....	YT-1
Establishment of Enterprises.....	YT-1
Acquisition of Realty .....	YT-4
Taxation .....	YT-4
Customs Regulation .....	YT-6
Currency Regulation, Capital and Profit Transfer, Investment Incentives .....	YT-6
Competition Law .....	YT-6
Intellectual Property Protection.....	YT-6
Employment Law.....	YT-6
Banking Law .....	YT-7

**Mexico**

Introduction.....	MEX-1
Establishment of Enterprises.....	MEX-2
Acquisition of Enterprises.....	MEX-6
Acquisition of Realty .....	MEX-10
Taxation .....	MEX-12
Customs Regulation .....	MEX-16
Criminal Regulation.....	MEX-20
Competition Law .....	MEX-20
Telecommunications and Broadcasting .....	MEX-26
Energy and Natural Resources.....	MEX-29
Currency Regulation, Capital and Profit Transfer, and Foreign Investment.....	MEX-34
Intellectual Property.....	MEX-38
Employment Law.....	MEX-43
Litigation and Arbitration .....	MEX-48
Arbitration.....	MEX-50
Conclusion .....	MEX-50