

A Primer on Florida Business Organization Disputes , John P. Kelly, Esq.

This lecture examines some of the basic litigation issues in typical disputes involving one or more business entities. This lecture focuses on disputes unique to and arising out of the choice of the business entity itself. Changes in the law and the exigencies of commerce have given rise to partnerships, corporations, and other business organizations, such as the relatively new concept of the limited liability company. The need for organizations of multiple interests, unified to accomplish a particular business goal, but cloaked with the protection of a limited liability for its members, has led to the creation of various types of business entities. Business planning and tax considerations often initially dictate the choice of entity. Yet litigation counsel for each entity must be prepared to deal with ensuing conflicts within the entity and protection for the members from the consequences of often unforeseen future developments. The litigation common to each entity often revolves around internal disputes among its members with multiple, and frequently differing, interests. The immediate focus of this lecture is on the unique internal disputes arising in litigation involving a business organization composed of multiple interests.