

**Agenda for Meeting of the Opinion Standards Committee  
of the Business Law Section of the Florida Bar  
Thursday, February 6, 2020  
8:30 a.m. to 9:30 a.m.  
Hyatt Regency Orlando  
Orlando, Florida**

***Bayhill 32***

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- I. Welcome**     Robert W. Barron, Co-Chair  
                         Gary Teblum, Co-Chair
- II. Pro Bono Reminder**
- III. Business Law Section Update & Welcome from Section Chair**
- IV. First Supplement to December 3, 2011 Third Party Legal Opinion Customary Practice in Florida Report.** Update on the First Supplement.
- V. Topics for Further Supplements**
- Revisions to address Chapter 607 Revision
  - Opinions under the Investment Company Act of 1934
  - Opinions dealing with federal reserve board margin regulations
- VI. Miscellaneous Opinion Issues for Discussion**
- A. CFIUS Exclusion – when to include - suggested form of the exclusion – is it still good after recent new regulations?
- B. Be wary of standalone signature pages – good legal opinion practice – ability to rely on certificate to counsel regarding execution and delivery
- C. Recognition of foreign judgment by Florida court
- D. UCC perfection opinion in loan modification involving prior recorded UCC financing statement(s)
- E. Appropriate assumptions in connection with a UCC perfection opinion relative to deposits covered by a deposit control agreement
- F. Enforceability/Remedies Issues
- Forum Selection Clauses

- Waiver of stockholder appraisal rights – drag alongs
- Jury trial waiver

G. Impact and meaning of knowledge qualifier in no litigation confirmation

**VI. Update Regarding Working Group on Legal Opinions Foundation**

**VII. Update Regarding TriBar Projects**

**IX. Good and Welfare**

## **OPTION FOR CFIUS EXCLUSION LANGUAGE**

We express no opinion as to federal or state laws, regulations or policies concerning ... national security (e.g., the USA PATRIOT Act, Exon-Florio, CFIUS).