

# Get Started with Lexis® Practice Advisor

The screenshot displays the Lexis Practice Advisor interface for the Mergers & Acquisitions section. At the top, there are navigation tabs for 'Mergers & Acquisitions', 'Securities & Capital Markets', and 'Financial Restructuring & Bankruptcy'. A search bar is located to the right of these tabs. Below the navigation, a left sidebar lists various topics under 'Expand all topics', including 'Private Asset Acquisitions', 'Private Stock Acquisitions', 'Private Mergers', and 'Public Company Mergers & Acquisitions'. The main content area is divided into several sections: 'Lexis® Market Tracker' (powered by matterhorn), 'Updates in Mergers & Acquisitions' (listing recent articles with dates and authors), 'Recently Viewed' (listing previously accessed documents), 'Meet our Authors' (providing information about the content's authors), and 'CSC' (Corporation Service Company) advertisement.

Here are more resources to help you with Lexis Practice Advisor:

[Sign in to Lexis Practice Advisor.](#)

[Visit the Lexis Practice Advisor product page for more information on product features & benefits.](#)

[Take a tour of Lexis Practice Advisor \(overview video\).](#)

Call 24/7 LexisNexis Customer Support 800-543-6862.

Ready to get started?

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## Review, customize and save documents.

When you select a topic, relevant forms, practical guidance and primary law display automatically.

Roll over the colored topic bars and see how easy it is to access the documents you need and begin drafting.

The screenshot shows the Lexis Practice Advisor interface. At the top, there is a search bar with the text "Search all of Lexis Practice Advisor" and a "Search" button. Below the search bar, there are several topic bars: "Mergers & Acquisitions" (highlighted in blue), "Securities & Capital Markets", and "Financial Restructuring & Bankruptcy". The main content area is divided into three sections: "Forms", "Practical Guidance", and "Cases". The "Forms" section is currently selected and displays three items: "1 Agreement and Plan of Merger (One Step Cash) (Pro-Buyer)", "2 Agreement and Plan of Merger (One Step Cash) (Pro-Seller)", and "3 Agreement and Plan of Merger (Two Step Cash Tender Offer) (Pro Buyer)". The "Practical Guidance" section displays three items: "1 Public Merger Agreement", "2 Understanding the Basic Structure of a Public Merger Agreement", and "3 Understanding, Negotiating and Drafting Purchase Price Provisions". The "Cases" section displays one item: "1 Texaco Refining & Mktg., Inc. v. Delaware River Basin Comm'n".

The screenshot shows a document titled "Agreement and Plan of Merger (Two Step Cash Tender Offer) (Pro Buyer)". The document is reviewed on 03/21/2013 and is a form adapted for use in Lexis Practice Advisor and Drafting Notes. The document content includes a title, a date, and a section titled "AGREEMENT AND PLAN OF MERGER". The text of the agreement is as follows: "This AGREEMENT AND PLAN OF MERGER (this 'Agreement') is made and entered into as of [between/among] [PARENT NAME], [MERGER SUB NAME], and [COMPANY NAME], dated as of [DATE].". Below the agreement text, there is a section titled "RECITALS". A "Drafting Notes" window is open, showing the text: "Drafting Note to Preamble and Recitals. The first clause of the Agreement identifies and defines the parties to the Agreement. As reflected in the Preamble, this form is for an upfront tender offer followed by a reverse triangular merger involving three parties, the Parent acquirer, its wholly owned Merger Sub and the Company. In some instances a corporate affiliate or significant shareholder or some other party affiliated with Parent or the".

