



Choosing a Business Broker is the first step in buying a business in Florida. When choosing a business broker you will want to look for the following things:

- 1) License to buy and sell real estate
- 2) Track record of successful transactions
- 3) Helpful referrals from past clients and professional colleagues (attorneys, lenders, etc.)
- 4) Background in business and extensive experience with buying and selling businesses and whether or not they are a small business owner themselves

You will also want to be sure, during the initial interview with a broker, that you have good chemistry. You will be working back and forth for months with this person and you need to be sure that you get along and are able to communicate. Remember, a business buyer doesn't usually incur a fee for using the services of a broker – the broker is paid out of the seller's commission fee. Therefore, there is no reason why you would not want someone who knows the ins and outs of the business buying process to help you with what may be one of the most important purchases you may make in your life.

The first thing that a business broker does is to help you identify the goals and requirements you have for your Florida business, including size, industry and budget. Be prepared to discuss your financial background, work experience and any other details your broker as they may need to qualify and match you to the right business. Business Brokers play an integral role in the purchasing process. Your broker will conduct business searches, negotiate offers, and coordinate with other professionals including your Attorney and Certified Public Accountant (CPA).

Once you have found a business that you would like to find out more about, your broker will ask you to sign a Non-Disclosure Agreement (NDA) that protects the seller and prohibits you from divulging confidential information about the business. After signing the NDA you will receive financial statements, lease agreements and information about employees. You may also visit the premises and meet the owner to discuss the operations of the business.

If you wish to move forward with a purchase you may either agree a Letter of Intent (LOI) to purchase the business, or proceed directly to contract. Your broker will help you prepare both of these documents, however you should also consult an attorney for legal advice before entering into a purchase contract. Your broker will be able to refer you to trusted professionals should you not already have a designated attorney. At this time, you will appoint a closing agent to hold earnest money deposits.

The purchase contract will call for a Due Diligence Period where you will be able to request detailed financial statements from the seller in order to perform an in-depth investigation of the business. It is advisable to hire a CPA to assist you with this. Again, your broker can suggest a professional with whom they have a trusted relationship. You will also want to inspect and value inventory and understand changes that will be required to employment or vendor contracts.

When you are satisfied that your due diligence has confirmed the validity of preliminary information previously received, you can create a new Florida Corporation with the help of your attorney, and then you can negotiate with the landlord in order to assign any leases to your new company.

The closing agent will prepare a Bill of Sale and transfer the business assets to your new company, finalize deeds and lease assignments, and disburse the sales proceeds to the appropriate parties. You are now the proud owner of a Florida business in the United States!

Ian Harding, MBA
Business Intermediary
KW Business – My Biz on the Gulf



Ian Harding is a licensed real estate agent and business broker based in Lakewood Ranch, Florida. As a business intermediary, Ian specializes in small business sales in Lakewood Ranch, Bradenton, Sarasota and the remaining Gulf Coast cities and communities of Florida. Ian was born in the UK, and several years ago relocated to Florida with an E2 Treaty Investor visa with his family by purchasing an existing small business. Ian's experience is invaluable in understanding the issues faced by foreign buyers of small businesses in Florida, as he is able to empathize directly with them throughout the process, being a small business owner and visa holder. This is particularly important when understanding immigration contingencies in the transaction. Going the extra mile for his clients is one of Ian's traits that he always delivers on, and his attention to detail provides comfort and confidence for clients so they know that they are being represented with integrity and diligence. If you are planning to buy or sell a small business in the Sarasota, Lakewood Ranch or surrounding area, Ian would love to hear from you to arrange a confidential meeting and discuss your business-related matters.