

## NON COMPETE<sup>1</sup> | A Comparative Chart

STATE	RATIFIED UTSA	NON COMPETE FRIENDLY	LIMITATIONS
CALIFORNIA	YES	NO	N/A
DELAWARE	YES	YES	Must be reasonable in (i) time (usually 2 years), (ii) geographic area, and (iii) scope of prohibited activities. Enforceable only if (i) employee solicited customers or sold products or services, or (ii) was a manager or a key employee.
FLORIDA	YES	YES	Must (i) protect a legitimate business interest and (ii) be reasonable as to time, area, and line of business.
GEORGIA	YES	YES	(i) Duration of 2 years or less is reasonable; 2) allows, (but does not require), Georgia courts to “blue pencil” or modify an otherwise overly-broad provision or covenant to make it enforceable, (which under the prior law, an overly-broad provision would have made the entire agreement unenforceable); 3) allows courts to evaluate non-

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			solicitation covenants and non-compete covenants separately and to enforce one without regard to enforceability of the other;
ILLINOIS	YES	YES	Must be (i) reasonable, (ii) supported by adequate consideration and (iii) ancillary to a valid contract.
MASSACHUSETTS <sup>2</sup>	NO <sup>3</sup>	YES	Must be (i) necessary to protect a legitimate business interests of the employer; (ii) supported by adequate consideration; (iii) reasonable in time and geographic, and; (iv) consistent with public policy.
NEW YORK	NO	YES	Must not (i) be greater than required to protect the legitimate interest of the employer, (ii) impose undue hardship on the employee, and (iii) be injurious to the public.
PENNSYLVANIA	YES	YES	Must be reasonable in (i) time (sometimes even 3 years), (ii) geographic area, and (iii) receive adequate consideration.
TEXAS	YES	YES	Time, geographical area, and scope of activity; reasonable and not imposing a greater restraint than is necessary to protect the goodwill or other business interest.

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<sup>2</sup> Currently under review.

<sup>3</sup> Currently under review.