



C. Gregory Patton

Associate

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Greg represents clients spanning a variety of industries, including financial services, healthcare, sports, food and beverage, and automotive in transactional and general corporate matters. He helps early stage companies and emerging businesses navigate issues related to business formation, general corporate governance, financings, and venture capital transactions. Greg also advises clients on their securities regulation obligations, including Regulation D and state securities law registrations.

Greg received his J.D. from The George Washington University Law School and his bachelor's degree in political science from Dartmouth College, where he was a three-year varsity letter winner in football. While attending The George Washington University, Greg served as a member and coach of the Alternative Dispute Resolution Board and volunteered with the United Way's Volunteer Income Tax Assistance Program (VITA) to offer tax preparation assistance to low-to-moderate income individuals and families.

Experience

Represented Solenis, LLC, a specialty chemical company, in its acquisition of all the outstanding membership interests of AquaChemPacs, LLC, a soluble cleaning pod manufacturer.

Represented United Intermodal Enterprises LLC in its sale of Consolidated Chassis Management LLC, a manager of marine chassis pools in the United States, to funds managed by the Transportation Infrastructure strategy of Oaktree Capital Management, L.P.

Represented Lung Therapeutics, Inc., a clinical-stage biopharmaceutical company developing therapies for life-threatening lung conditions, in its \$90 million "sign and close" merger with Aileron Therapeutics, Inc. (Nasdaq: ALRN) and a concurrent \$18 million private investment in public equity (PIPE) transaction.

Represented the court-appointed trustee for the bankruptcy estate of pharmaceutical company Akorn Holding Company LLC in connection with establishing and conducting an expedited auction sale process for substantially all of its assets. At the conclusion of the auction, the aggregate purchase price agreed to be paid by the successful purchasers was approximately \$309 million. We then negotiated 13 individual Asset Purchase Agreements and obtained the entry from the bankruptcy court of 21 individual sale orders approving the sales of the purchased assets, all of which we successfully closed within a 45-day period.

Represented Brooklyn Data Company in its sale to Velir, a digital marketing agency owned by Stella Point Capital.

Represented Utz Quality Foods, LLC in its acquisition of a snack food manufacturing facility in Kings Mountain, NC (including an existing building, land, tangible personal property located at the facility, and certain designated contracts) from Evans Food Group Ltd. d/b/a Benestar Brands ("Benestar") and its related affiliates for approximately \$38.4 million. The purchase price was paid via approximately \$10.4 million in cash and the issuance and sale of \$28 million of shares of the Class A common stock of Utz Brands, Inc. to affiliates of Benestar. Utz subsequently registered the resale of those shares.

Practice Areas

- Corporate
- Mergers & Acquisitions
- Emerging Business & Venture Capital
- Private Equity

Industry Sectors

- Software
- Sports

Education

- George Washington University Law School, J.D., 2017
- Dartmouth College, B.A., 2013

Affiliations

Pennsylvania Bar Association

Barristers' Association of Philadelphia

Leadership Council on Legal Diversity, 2022-2023 Pathfinder

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Represented J&J Snack Foods Corporation, a snack foods and frozen beverages company, in its \$222 million acquisition of the equity securities of Dippin' Dots Holding, L.L.C., the owner of Dippin' Dots, LLC, maker of flash-frozen and beaded ice cream, and Doc Popcorn, L.L.C., the maker of the Doc Popcorn brand of popcorn.

Represented the majority owners of Fidato Partners, LLC, an accounting and finance, risk management and transformation, and IT consulting company, in its sale to Eliassen Group, LLC, a strategic consulting and talent solutions firm.

Represented South Jersey Industries, Inc. and its natural gas public utility operating subsidiaries, South Jersey Gas Company and Elizabethtown Gas Company, in connection with a \$1 billion master credit facility.

Represented the owners of HEYDUDE®, a privately-owned casual footwear brand founded in Italy, in connection with its sale to Crocs, Inc. for \$2.5 billion. The acquisition was funded by \$2.05 billion in cash and 2,852,280 shares issued to HEYDUDE's founder. The complexity and cross-border nature of the transaction required extensive collaboration with foreign counsel in Hong Kong, Italy, and other jurisdictions.

Represented Empirical Bioscience, Inc., a biotechnology company that manufactures reagents used in testing, including COVID-19 testing, in its sale to Fortis Life Sciences, a growth platform for life science companies backed by Summit Partners, L.P.

Represented Arden Real Estate Partners III, L.P. and certain of its affiliates in the recapitalization of its ten million sq. ft. industrial portfolio valued at over \$700 million, and in its programmatic joint venture with the U.S. arm of Arcapita Group, a Bahraini-based institutional investor. This complex transaction involved 22 assets in multiple states and followed an Ijari Shariah structure.

Represented Krise Transportation, Inc., a school transportation services provider, in its sale to an affiliate of Access Holdings Management Company LLC, a Baltimore-based investment firm.

Represented Othot, Inc., a provider of advanced analytics software to higher education institutions, in its sale to Liaison International, a student recruitment and admissions management and marketing automation software provider.

Represented CyFIR, LLC, a cybersecurity firm, in its sale to eSentire, Inc., a managed detection and cybersecurity response provider.

Represented Footprint, LLC in connection with a long-term deal pursuant to which the Phoenix Suns' newly renovated arena will be known as the Footprint Center. The deal has been called the "most unique partnership in all of sports" as it goes well beyond naming rights. Footprint is a leader in developing sustainable, plant-based products with the goal of eliminating single-use plastics. The Footprint Center will feature many of Footprint's products, and will also serve as an innovation hub where other consumer product manufacturers can feature their products and sustainable solutions.

Represented Area-I Inc., a designer and developer of drones for military use, in its sale to Anduril Industries, Inc., a defense technology company.

Represented Omega Systems, LLC, a cloud hosting and managed IT services provider, in its sale of a majority stake in the company to private equity firm Pfingsten Partners, L.L.C.

Represented an owner of McDonald's franchises in a senior secured credit facility valued at \$15.5 million to refinance existing debt and for working capital purposes.

Represented Alexander Capital, LP in connection with a preferred stock offering, and a follow-on common stock offering, for Ammo, Inc.

Represented Viridescent Realty Trust, Inc., an affiliate of private equity firm Viridescent Capital Partners, in connection with raising more than \$125 million for origination of loans to cannabis companies and launching a new mortgage real estate investment trust that will handle such origination.

Represented Binarytree.com Inc., a provider of cloud based software migration services, in its acquisition by Quest Software Inc., a global systems management, data protection, and security software provider.

Represented United Hydrogen Group, Inc., a Pittsburgh-based, vertically integrated supplier of hydrogen to the automotive fuel cell and industrial markets throughout the United States, in its sale to Plug Power, Inc. (NYSE: PLUG), a provider of hydrogen engines and fueling solutions enabling e-mobility. The transaction involved the sale of a manufacturing plant in southeast Tennessee, corporate headquarters in Pennsylvania, and property in California. The majority of UHG's shareholders are Czech Republic individuals and corporations.

Represented Kistler Tiffany Benefits Co., an employee benefits firm, in its sale of substantially all of its assets to OneDigital Health and Benefits, Inc.

Represented a patient management software company in its equity sale to a global medical technology business.

Represented PCS Retirement, LLC, a provider of recordkeeping and other services to retirement plans and their participants, in its acquisition of Aspire Financial Services, as well as in connection with raising the equity and bank financing to fund the purchase price.

Represented a subsidiary of Leidos Holdings, Inc., a Fortune 500 information technology, engineering, and science solutions and services company, in its acquisition of substantially all of the assets of IMX Medical Management Services and its affiliated businesses, which provide independent medical evaluations, medical record reviews, and case management.

Represented MyLife, Inc., an Illinois-based home healthcare agency, and its shareholders in its sale to Team Select Home Care, a Medicare home healthcare agency headquartered in Arizona.

Represented Rosemont Investment Group, LLC, a permanent capital investor in asset and wealth management firms, in its acquisition of a minority equity interest in 1607 Capital Partners, LLC, a boutique investment management firm, specializing in closed-end funds, with approximately \$3.7 billion under management.

Represented a leading health and fitness direct marketing company in its acquisition of an on-demand fitness app, through a two-step merger transaction (reverse followed by forward).

Represented a multi-state owner of cannabis licenses and assets in connection with an agreement to acquire, by merger, a California corporation holding a license for a cannabis dispensary in Oakland.