

# Joint Ventures

## Overview

Munsch Hardt provides focused, practical advice in structuring equity and joint venture arrangements to participants up and down the capital stack, including both equity players and real estate project sponsors. With significant experience in the formation and documentation of limited liability companies, we assist in addressing the following issues:

- Pre-formation issues
- Financial obligations and capital requirements
- Cash distribution provisions
- Allocations of profits and losses, as well as other tax matters
- Governance and control issues
- Default remedies
- Transfer restrictions and exit mechanisms
- Ventures with vendors, customers and employees
- Antitrust matters

In addition, our team offers experience in drafting and negotiating contracts, joint venture agreements, long-term management agreements, licensing agreements and other contractual mechanisms pursuant to separate businesses forging relationships that are typically stronger than ordinary vendor/purchaser relationships.

A particular practice strength is our team's ability to counsel companies active in the technology, real estate, manufacturing, health care and energy sectors. With industry-specific knowledge and experience, our representation is informed by an ability to understand our clients' risks and accommodate initiatives that help expand their business relationships and alliances. Furthermore, our extensive relationships and network of contacts in the investment fund industry continually proves to be beneficial in generating deal opportunities for our clients.

## Experience

### Mobile Payments

Acquisition of SK C&C USA, Inc. from SK Holdings Co. Limited (Republic of Korea)

### Data Center

Sale to EdgeConneX

## Online Auto Sales

Sale of Texas Direct Auto to Vroom, Inc.

## Legacy Database Migration

Merger of Sophisticated Business Systems ("ATERAS") with Blue Phoenix Solutions Limited ("MDSY")

## Energy Management Software/Services

Sale/Merger of MRDB Holdings, LP with Avista Corp./Ecova, Inc.

## Mobile App Marketing

Sale of rewards platform company to mobile advertising and marketing platform

## App Development

Sale of app development company to strategic buyer

## Software as a Service

Sale of SaaS financial services firm to private equity group

## Data Management Software

Purchase/Investment by Trinity Private Equity Group of Utopia Holdings, LLC

## Telecom

Sale/Merger of Telecom Global Solutions Holdings, Inc. with Flextronics International LTD

## Hardware

Sale/Merger of SBS Technologies, Inc. with GE Fanuc Embedded Systems

## Supply Chain Software

Sale of i2 Technologies, Inc. to JDA Software Group, Inc.

## Education Services

Sale of Children's Choice Learning Centers to Bright Horizon's Family Solutions (NYSE: BFAM)

## Auto Insurance

Sale of Baja Auto Insurance to Confie Seguros

## Food Equipment Manufacturing

Sale of TSA Griddle Systems, Inc. to CPM Holdings, Inc.

## Parts Manufacturing

Sale of forging company to private equity group

## Boiler Company

Sale of Holman Boiler Works, Inc. to Cleaver-Brooks, Inc.

## Energy Services

Sale of Permian Basin Sand Haulers of Texas, LLC to Francis Drilling Fluids, LTD.

## Energy Production

Acquisition of Casedhole Solutions, Inc. by C&J Energy Services, Inc.

## Oil and Gas Equipment Manufacturing

Sale of Downing Wellhead Equipment, LLC to Argonaut Private Equity

## Healthcare Revenue Cycle Management

Acquisition of Davincian Technologies, Inc.

## Health Care

Joint venture between the nation's leading private hospitalist and intensivist company and the largest faith-based health care delivery systems in the U.S.

## Tele-Health Services

Sale of AmeriDoc, LLC to TelaDoc, Inc.

## Medical Supplies

Sale of Longhorn Health Solutions, Inc. to Satori Capital

## Oil and Gas Drilling Data

Sale of RigData to S&P Global/Platts

## Professional Services

Sale of Professional Employer Organization (PEO) to private equity backed portfolio company

## Retail Services

Sale of Davaco, Inc. to Crane Capital Group

## Event Marketing

Acquisition of Warehouse Demo Services, Inc. by Club Demonstration Services, Inc.

## Retail Brand Development

Acquisition of Assets of LISS Global, Inc. by Daymon Worldwide, Inc.

## Advertising

Sale of Radiant Outdoor, LLC to private equity group

## Building Products

Sale of construction materials company to private equity backed portfolio company

## Outsourcing

Sale of NovaLink, Inc. to Argenta Partners

## Movie Production

Preferred equity investment in movie production fund

## Financial Services

Sale of Propel Financial Services to a private equity group

## Automobile Equipment Manufacturing

Sale of Wheel Pros to Audax Private Equity

## Organic Food Products

Joint venture involving Wild Oats, LLC

## Real Estate

Joint venture between a leading multifamily housing developer and an insurance company to develop a high-rise, mixed-use project in Arizona

## Aviation

Joint venture between a Dallas-based company and a Frankfurt, Germany-based company to operate a Boeing aircraft out of Dubai International Airport

## Restaurants

Sale of a restaurant chain to a private equity firm

## Practice Leaders



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## Related People

Cristina Ballard  
Josh Botts  
George Casanova  
William Cavanaugh  
John Cornwell  
Mark Girtz  
A. Michael Hainsfurther  
Jonathan Harper  
Nathaniel Hopkins  
Robert Kibby  
Mark Kopidlansky  
Nicole Manley  
Stuart Miller  
Nadine Rabah  
Ryan Revisore  
David Roth  
Kala Simpson  
Clifton Squibb  
Daniel Sternthal  
William Swart  
Georgina "Georgie" Tomalty  
Glenn Valentine  
W. Phillip Whitcomb

## Related Practices

Corporate & Securities  
Mergers & Acquisitions  
Corporate Governance  
Private Equity, Venture Capital & Investment Funds  
Succession Planning  
Private Securities Offerings  
Corporate Structuring  
Entity Formation  
Family Offices

## Related Industries

Financial Services  
Construction  
Energy  
Health Care  
Hospitality  
Manufacturing  
Real Estate  
Retail  
Technology & Telecommunications  
Transportation