



David C. Boatwright, Of Counsel

Practice Areas Tax
Corporate and Securities
Emerging Growth and Technology
Finance, Restructuring and Bankruptcy
Real Estate
Mergers and Acquisitions
Workouts

Admissions California
Colorado
Oregon

Direct Phone 619.525.3863
Direct Fax 619.744.5482
Email david.boatwright@procopio.com

Professional Summary

David practices in the areas of transactional business and tax matters, including general business and contractual matters, partnership and joint venture arrangements (including private equity funds), limited liability companies, mergers, acquisitions and corporate recapitalizations and restructurings, and real estate acquisition, development, finance, exchange and sale.

Prior to joining Procopio, David served as Chair of the San Diego tax practice at Latham & Watkins for over a decade.

Representative Matters

David has extensive experience with company sale, merger and acquisition transactions and with strategic joint ventures, ranging in value from a few million dollars to over a billion dollars.

Some representative company sale, merger and acquisition transactions handled by David include:

Sell-Side

- Representation of a number of local technology companies that were acquired by publicly traded companies in tax-free reorganizations, one of which was an \$800 million transaction.
- Representation of a ship-building company that was acquired for cash by a Fortune 100 company.
- Representation of a local interior-design company that was acquired for cash by a Fortune 100 company.
- Representation of numerous local companies in different spaces that were acquired by private equity funds in leveraged buy outs.
- Representation of a local digital-stock photography company that was acquired by a company wholly owned by Bill Gates.
- Representation of a publicly traded real estate opportunity fund that was taken private by management.
- Representation of numerous local and out-of-county shoe and apparel companies that were acquired by publicly traded companies in taxable transactions and tax-free reorganizations.

Buy-Side

- Representation of a local publicly traded technology company in acquiring other technology companies in the same space, in both taxable transactions and tax-free reorganizations.
- Representation of a publicly traded company in acquiring numerous companies in the eye apparel space, in both taxable transactions and tax-free reorganizations.
- Representation of a publicly traded diversified holding company in acquiring numerous portfolio companies in tax-free reorganization transactions and leveraged buy outs.
- Representation of a San Francisco-based private equity fund in acquiring numerous portfolio companies in different spaces.
- Representation of a local group of individuals in taking a publicly traded company private in a leveraged purchase/recapitalization.

Strategic Joint-Venture Transactions

- Representation of a large local operating business that contributed the assets of the business into a venture with a large Japanese company in the same space.
- Representation of a partnership in acquiring and consolidating numerous operating companies in the education space.
- Representation of management of an operating business in venturing with outside money to acquire the business from its publicly traded owner in a leveraged buy out.
- Representation of the owner of 2,000 acres of local land, which was contributed to a partnership with a publicly traded home builder for development of a mixed-use residential community.
- Representation of the owner of land around San Diego's Petco Park that contributed the land into different ventures with different partners for development and operation of hotels and condominiums (including the first joint hotel/condo project in San Diego and one of the first in the country).
- Representation of the pension trust for a Fortune 100 company in acquiring and selling a number of downtown high-rise office towers.
- Representation of the owner of land that entered into a "synthetic" joint venture with an Indian Tribe for development and operation of the land as a hotel.
- Representation of a non-profit company that entered into a "synthetic" joint venture for development of high-rise condominium complexes on land owned by the client.
- Representation of a developer and operator of senior-living communities in entering into a joint venture with a large foreign investor.
- Representation of a publicly traded company that contributed land into a joint venture for development and operation of the largest truck stop in America.

Education, Distinctions & Community Involvement

David received his B.S. in Accounting from Northern Arizona University in 1978 and his JD from Pepperdine University in 1981, where he graduated at the top of his class, and was a member of the *Pepperdine Law Review*. He is admitted to practice in California, Colorado and Oregon. He is certified by The California Board of Legal Specialization as a Specialist in Taxation Law.

David is recognized by numerous publications as one of the top transactional and tax lawyers in San Diego (e.g., *San Diego Magazine's* annual Best Lawyers issue since 2005) and one of the best lawyers in America (11th-19th Editions of *Best Lawyers in America*, Woodward/White, Inc.). From 2007-2011, he was selected for inclusion in the *Southern California Super Lawyers® - San*

Diego list for Real Estate. David has the highest possible rating from Martindale-Hubbell, "AV," which indicates preeminent legal skills and the highest ethical standards.

In addition to his legal practice, David is very active in the San Diego community. He is the past Chairman of the Board of Directors, and a current Director of the Monarch School Project, an organization that is dedicated to providing homeless and at-risk children with an accredited education while caring for their basic needs. David is also a member of the Board of Visitors for Pepperdine University School of Law.

News Publications and Events

Recent News Coverages

- Sherwin, Doug. "Procopio Partner Root Named San Diego Health Care Lawyer of the Year for 2012 by Best Lawyers," *The Daily Transcript*, January 11, 2012.