



David C. Boatwright, Of Counsel

Practice Areas	Mergers & Acquisitions and Strategic Joint Ventures Real Estate Tax, Corporate and Individual Capital Markets and Securities Hospitality Health Care
Admissions	California Colorado
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Professional Summary

David C. Boatwright focuses on mergers, acquisitions and corporate recapitalizations and restructurings, strategic joint ventures, and real estate acquisition, development, finance, exchange and sale. He has extensive experience with business combination transactions ranging in value from a few million dollars to well over one billion dollars.

Representative Matters

Sale, Merger and Acquisition Transactions:

Sell-Side

- Represented two different real-estate development and investment companies in packaging and selling their operating platforms, one to a private-equity fund and the other to a substantial publicly traded company.
- Represented a local med-tech company in its sale to a large public company.



- Represented a technology company in the communications space that was acquired by a Fortune 500 company.
- Represented the sellers of a company in the social media space that specialized in the entertainment industry.
- Represented a number of local technology companies that were acquired by publicly traded companies in tax-free reorganizations, one of which was an \$800M sale to a Fortune 500 company.
- Represented a ship-building company that was acquired for cash by a Fortune 100 company.
- Represented a local interior-design company that was acquired for cash by a Fortune 100 company.
- Represented local companies in different spaces that were acquired by private equity funds in leveraged buy outs.
- Represented a local digital-stock photography company that was acquired by a company owned by Bill Gates.
- Represented a publicly traded real estate opportunity fund that was taken private by management.
- Represented local and out-of-county shoe and apparel companies that were acquired by publicly traded companies in taxable transactions and tax-free reorganizations.
- Represented a local private company in restructuring and selling a \$450M portfolio of commercial, industrial and R&D properties.

Buy-Side

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



- Represented a local group of individuals in taking a publicly traded company private in a leveraged purchase/recapitalization.

Strategic Joint-Venture Transactions

- Represented a joint venture in acquiring one of downtown San Diego's largest high-rise office towers.
- Represented the owner of a large resort property to recapitalize the venture and reposition the property in partnership with a national resort owner/operator and East Coast-based private equity fund.
- Represented a prominent hospitality development and investment company in joint venturing to acquire and develop high-end ocean front properties.
- Represented a multi-billion dollar private company in joint venturing with a Fortune 100 company to launch national retail campaigns. Represented the same company in rolling up numerous other companies in the vision space.
- Represented a large local operating business that contributed the assets of the business into a venture with a large Japanese company in the same space.
- Represented a partnership in acquiring and consolidating operating companies in the education space.
- Represented the owner of 1,800 acres of local land, which was contributed to a partnership with a publicly traded home builder for development of a mixed-use residential community.
- Represented 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).
- Represented the pension trust for a Fortune 100 company in acquiring and selling a number of downtown high-rise office towers.
- Represented 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.
- Represented a non-profit company that entered into a "synthetic" joint venture for development of high-rise condominium complexes on land owned by the client.



- Represented a developer and operator of senior-living communities in entering into a joint venture with a large foreign pension plan investor.
- Represented a publicly traded company that contributed land into a joint venture for development and operation of the largest truck stop in America.

Recognitions

- *The Best Lawyers in America*® San Diego, 2005-Present (Tax Law)
- “Top Lawyers,” *San Diego Magazine*, 2013-present
- Martindale-Hubbell® AV Preeminent Rating (5 Rating on a 5-Point Scale)
- *San Diego Super Lawyers*® 2007-2012 (Real Estate) 2013-2019 (Tax)
- 2019 West Coast Top Rated Lawyers, *American Law Media*
- Coronado Rotary Service Above Self Award for Work With Monarch School

Community

- Monarch School Project – Advisory Committee Member (Past Chair of the Board of Directors)
- Pepperdine University School of Law – Board of Visitors

Education

- JD, Pepperdine University School of Law, 1981 (Salutatorian; *Pepperdine Law Review* Member)
- BS (Accounting), Northern Arizona University, 1978

News Coverage

- Dan Heching, Gina Kim and Melanie Brisbon. “Exactech acquires XpandOrtho, with help from Procopio,” *San Diego Daily Transcript*, March 19, 2019.
- “Exact Sciences Buy Biomatrix with Help from Procopio, Reed Smith,” *San Diego Daily Transcript*, October 30, 2018.
- Pierce, Emmet. “Smooth Selling,” *San Diego Business Journal*, March 10, 2014.



Seminars

- Co-presenter. "Advanced Tax Strategies for Business Owners," a Bernstein event, October 21, 2020.
- Speaker. "U.S. Tax Reform: What's Ahead for Biotech Startups," San Diego, Ca, February 23, 2018.
- Moderator. "Case Study – Structuring M&A Deals in Latin America," USD Procopio International Tax Institute, October 21, 2016.
- "Business Combinations in the Clean Tech Space," State of the Cleantech Industry Showcase, CleanTECH San Diego, San Diego, CA, June 25, 2013.

Publications

- Co-author. "[Post U.S. Tax Reform, What Corporate Structure Is Right for You?](#)" March 8, 2018.
- Co-author. "[Tax Strategies for Selling Your Company](#)," revised November 2017.
- "[Tax Strategies for Selling Your Company](#)," June 9, 2015.