



## **Gino A. Maurelli**

**Shareholder**

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**Denver, Colorado**

Gino Maurelli serves as chair of Brownstein Hyatt Farber Schreck's Corporate & Business Department.

Gino is a corporate finance attorney who specializes in middle market M&A/Private Equity transactions. Gino has acted as lead partner or primary transaction attorney on middle market or lower middle market transactions with aggregate transaction value in excess of \$5 billion. He makes it a point to understand his client's top priorities in these transactions and, as a strategic partner, provides legal guidance grounded in business realities. Gino has advised clients and completed transactions in a variety of industries, with significant experience with consumer products, software and technology, healthcare, cable and telecommunications, financial services and manufacturing operation.

In addition to M&A transactions, Gino assists a number of companies with a variety of corporate matters including joint ventures, debt facilities, equity issuances, labor and employment matters, equity incentive arrangements and intellectual property matters.

Prior to joining Brownstein, Gino was a partner at Holme Roberts & Owen LLP.

### **Practices**

Health Care, Mergers & Acquisitions, Private Equity

### **Industries**

Consumer Products

### **Buy-Side Representation**

From acquisitive strategic buyers, leverage buyout shops, fundless sponsors and family offices, Gino has represented a wide array of acquirers with varied transaction drivers. Recent representative buy-side engagements include:

- Represented DigitalGlobe in acquisition of Spatial Energy.
- Represented Glenbrook Consumer Partners in its acquisition of Boa Technology, Inc., the Colorado-based creator of Boa closure systems used in performance footwear, action, sports, outdoor and medical products.
- Represented Emergency Medical Services Corporation in its acquisition of NightsRays, PA, a teleradiology business.
- Represented Encore Consumer Capital in its acquisition of VanLaw Food Products.

### **Sell-Side Representation**

Gino's sell-side practice involves representing owner/entrepreneurs in their liquidity events, companies in strategic business combinations and private equity firms in the disposition of portfolio companies. Recent representative sell-side engagements include:

- Represented Tarte, Inc. in sale to Kosé Corporation.
- Represented Zuke's LLC in sale to Nestlé.

- Represented Magpul Industries Corp. in sale to Bruckmann, Rosser, Sherrill & Co.
- Represented Kwik Tek, Inc. in its recapitalization by Guardian Capital Partners.
- Represented Griffith Enterprises (portfolio company of Republic Financial Corp.) in sale to Amphenol Corporation.

### **Representative Matters**

- Represented Bow River Capital Partners in its acquisition of and acquisition financing for Midstate Energy, L.L.C. Midstate Energy is an independent provider of comprehensive development, design and engineering services relating to infrastructure upgrades and energy efficient, asset sustainability solutions.
- Represented Mi Pueblo, a portfolio company of Victory Park Capital, in its sale to an affiliate of Kohlberg Kravis Roberts & Co. L.P. Mi Pueblo is Northern California's leading Hispanic grocery retailer. In connection with this transaction, KKR also acquired Cardenas Markets, a Southern California Hispanic grocery retailer.
- Represented Mesa Foods and its largest owner, Encore Consumer Capital, in the sale of Mesa Foods, a leading producer of high quality tortillas, flatbreads and taco shells, to Teasdale Foods, a leading provider of private label and branded beans, hominy, peppers, sauces, corn products and seasoning products.
- Represented Rise Medical Staffing, a rapidly-growing provider of travel nurse staffing solutions to hospitals and other healthcare facilities throughout the United States, in its sale to Advanced Medical Personnel Services, Inc., a portfolio company of Clearview Capital Fund III, L.P.
- Represented Breckenridge Holding Company and Breckridge-Wynkoop in the sale of Breckenridge Brewery to Anheuser-Busch. Breckenridge joined The High End, AB InBev's stable of craft-beer brands acquired in recent years, including Goose Island Beer Co., Blue Point Beer Co. and Elysian Brewing Co. Breckenridge sells its beers in 35 states and produced approximately 70,000 barrels of beer in 2015.
- Represented Encore Consumer Capital, a San Francisco-based private equity investment firm focused on the consumer products industry, in its acquisition of LORAC cosmetics. LORAC is a developer and marketer of branded, prestige color cosmetics that are distributed through specialty beauty retailers, department stores and online.
- Represented Encore Consumer Capital, LP in the sale of its portfolio company, FreshKO Produce Services, Inc., a distributor of high-quality fresh produce throughout central and northern California, to C&S Wholesale Grocers, Inc., the largest wholesale grocery supply company in the United States.
- Represented Bow River Capital in the sale of its portfolio company, AUC Group, L.P., to Argosy Capital. AUC is a leading provider of wastewater treatment solutions to municipalities, Municipal Utility Districts, and corporations primarily in the state of Texas. AUC provides a turnkey service offering composed of design, fabrication, installation, and financing of modular wastewater treatment facilities.
- Represented American Medical Response (AMR), a subsidiary of Envision Healthcare Holdings, Inc., in its acquisition of Community Emergency Medical Services, a medical transportation company serving Central Massachusetts
- Represented American Medical Response (AMR), a subsidiary of Envision Healthcare Holdings, Inc., in its acquisition of Vital Emergency Medical Services, a full service, medical transportation company in the Central Massachusetts region.
- Represented Encore Consumer Capital in its acquisition of Fantasy Cookie Corporation, a leading private label and contract manufacturer of premium, innovative cookie products.
- Represented California Splendor, Inc. in its acquisition of Santiam River, Inc., a leader in the Northwest Blackberry industry.
- Represented Encore Consumer Capital in its investment in Navitas Naturals, a pioneer of sustainably sourced, organic superfoods.
- Represented Encore Consumer Capital in its acquisition of Full Sail Brewing Company, a craft brewery

perated in Hood River, Oregon.

- Represented Encore Consumer Capital in its investment in Thanasi Foods, the Boulder, Colorado-based company that owns the BIGS Seeds and Duke's Smoked Meats brands.
- Represented Envision Healthcare Holdings, Inc. in its acquisition of VISTA Staffing Solutions from On Assignment, Inc. VISTA is a leading provider of locum tenens staffing and permanent placement services for physicians, nurse practitioners and physician assistants, offering international placements and physician search and consulting services to hospitals, medical practices and government agencies.
- Represented Encore Consumer Capital in its acquisition of VanLaw Food Products, Inc., a leading private label and contract manufacturer of liquid food products including salad dressings, sauces, marinades, syrups, beverage bases, and flavorings.
- Represented NGL Water Solutions Bakken, LLC, a subsidiary of NGL Energy Partners, in its acquisition of two salt water disposal facilities from WaterWorks Corral Creek, LLC, and Saltwater Disposal Systems, LLC. Both facilities are located in the Bakken shale play in North Dakota.
- Represented National Meter and Automation, Inc., in its sale to Badger Meter, a leading marketer and manufacturer of products using flow measurement and control technologies.
- Represented Encore Consumer Capital in its majority investment in Seattle-based indie brand, butter LONDON.
- Represented GlobaLinks in its sale to International Study Abroad (ISA).
- Represented cosmetics and skin care brand Tarte, Inc., a portfolio company of Encore Consumer Capital, in its sale to Japan's KOSÉ Corporation, a Tokyo-based global cosmetics business.
- Represented American Medical Response, Inc., a subsidiary of Envision Healthcare Holdings Inc., in its acquisition of MedStat EMS, Inc., a Mississippi based ambulance company.
- Represented DigitalGlobe in its acquisition of Spatial Energy, a leading source for digital imagery and related services to the energy industry.
- Represented Encore Consumer Capital and other owners in the sale of Zuke's LLC to Nestlé Purina PetCare Company.
- Represented Envision Healthcare Corporation, a service provider of healthcare-related services to consumers, hospitals, healthcare systems, health plans and local, state and national government entities, in its acquisition of TMS Management Group, Inc., a provider of non-emergency transportation management and brokerage services. The company is headquartered in Clearwater, FL.
- Represented Encore Consumer Capital, a private equity firm built to help consumer products companies grow, in its acquisition of Mesa Foods, a producer, manufacturer and distributor of corn and flour products for restaurants, grocery stores, national accounts, food service and private labels. Mesa Foods is headquartered in Louisville, KY.
- Represented DigitalGlobe, Inc., the leader in remote sensing and geospatial industries, in its acquisition of Tomnod, a company that analyzes imagery through crowdsourcing software. Tomnod relocated their corporate headquarters to Longmont, CO.
- Represented Emergency Medical Services Corporation in acquisition of Saint Vincent Anesthesia Medical Group, Inc., and Golden State Anesthesia Consultants, Inc. The two companies are affiliated with each other and based in the Los Angeles, California metropolitan area. Both provide outsourced anesthesia services to hospitals in southern California.
- Represented Kwik Tek, Inc., a leading designer and distributor of branded marine sporting goods and accessories, in its recently announced recapitalization by Guardian Capital Partners. Kwik Tek is the market leader in towables and inflatables. Its product line also includes wakeboards, water skis, kneeboards, life jackets, waterproof cases, protective fenders, and tow ropes. The company's products are marketed through marine distributors, mass retailers, and sporting goods and outdoor chains, under the brands

Airhead and Sportsstuff.

- Represented the TriZetto Group, Inc. in its acquisition of Healthcare Productivity Automation, LLC, a Franklin, Tennessee based company that employs a highly advanced, cloud-based claims workflow tool, Health Mason.
- Represented Republic Financial Corporation in its sale of Griffith Enterprises, LLC to Amphenol Corporation. Griffith Enterprises is a Cottonwood, Arizona-based aerospace systems and components manufacturer specializing in the production of mission-critical interconnect harnesses, electrical sub-assemblies and engine and system controls.
- Represented Glenbrook Consumer Partners, a San Francisco-based investment firm that finances innovative, high-growth consumer brands, in its acquisition of Boa Technology, Inc., the Colorado-based creator of Boa closure systems used in performance footwear, action, sports, outdoor and medical products worldwide.
- Represented Encore Consumer Capital, an innovative private equity firm investing exclusively in leading consumer products companies, in its acquisition of California Splendor.
- Represented Republic Financial Corporation, a Colorado-based private investment company, in the sale of EZ Pack to Navistar.

## News & Events

- Brownstein Hyatt Farber Schreck Well Represented In 2017 Chambers Rankings
- Super Lawyers Names 29 Brownstein Attorneys to 2017 Colorado Super Lawyers List
- Brownstein Names Two New Executive Committee Members
- Twenty-seven Brownstein attorneys were included in 5280's Top Lawyers List
- Brownstein Hyatt Farber Schreck Attorneys Make 2017 List of Best Lawyers In America
- Brownstein Hyatt Farber Schreck Well Represented In 2016 Chambers Rankings
- Brownstein Attorneys Selected To Colorado Super Lawyers List
- Brownstein Attorneys Included on 5280 Magazine's 2016 Top Lawyers List
- Brownstein Hyatt Farber Schreck Practices and Attorneys Well Represented In 2015 Chambers Rankings
- Intro to Private Equity
- Conducting a Virtual Closing
- Intro to Mergers and Acquisitions
- Brownstein Hyatt Farber Schreck Practices and Attorneys Well Represented in 2014 Chambers USA Rankings
- Accounting and Financial Statements for Business Lawyers
- Best Practices in Corporate Recordkeeping
- Solvency Opinions and Capital Adequacy
- Document Management for Deals
- Financial Due Diligence and Working Capital Adjustments – Part 2
- Financial Due Diligence and Working Capital Adjustments-Part 1
- Brownstein Hyatt Farber Schreck Practices and Attorneys Well Represented in Chambers 2013 Rankings
- Premier Corporate Attorney Gino Maurelli Joins Brownstein Hyatt Farber Schreck

## Publications & Presentations

- Making your mark: Brand management issues for the cosmetics industry, Co-Author, *Cosmetics Design North America*, February 14, 2017
- Brownstein and ORIS Intelligence Announce Minimum Advertising Pricing Policy Program, *Brownstein Client Alert*, November 1, 2016

- California's Plastic Microbeads Ban Moves the Bar for Cosmetic and Personal Care Companies Again, *Brownstein Client Alert*, October 20, 2015
- Limit the Risks Associated with Distributing Privileged Communications Inside the Company, *Brownstein Client Alert*, November 5, 2013
- Email Users Beware: Companies and Corporate Officers Should Evaluate Email Practices in Light of Delaware Chancery Court Decision, *Brownstein Client Alert*, October 2, 2013
- The Attorney-Client Privilege and Work-Product Doctrine for In House Counsel, Client Presentation, April 19, 2013
- Buyer Beware: Seventh Circuit Upholds Application of the Federal Common Law Standard of Successor Liability in an Asset Sale, *Brownstein Client Alert*, April 11, 2013
- Court Confirms Reverse Triangular Merger Is Not an Assignment, *Brownstein Client Alert*, March 7, 2013
- Federal Trade Commission Announces Increases to Hart-Scott-Rodino Thresholds for 2012, *Brownstein Client Alert*, January 30, 2012

### **Education**

- J.D., 1999, University of Denver Sturm College of Law
- B.A., 1995, University of Colorado

### **Admissions**

- Colorado
- Supreme Court of Colorado

### **Recognition**

*Best Lawyers in America*, 2017

5280 Top Lawyers, Mergers & Acquisitions, 2015-2017

*Law Week Colorado*, Barrister's Best "Best Private Equity Lawyer", 2015

*Chambers USA*, 2013-2017

*Colorado Super Lawyers*, 2013-2017

*Colorado Super Lawyers*, Rising Stars, 2009-2012

## Deals

 <p>has acquired</p>  <p>from</p> 	 <p>a portfolio company of</p>  <p>was sold to</p> 	 <p>a portfolio company of</p>  <p>sale to</p> 	 <p>sale to</p>  <p>a portfolio company of</p> 	 <p>sale to</p> 
 <p>has acquired</p> 	 <p>a portfolio company of</p>  <p>sale to</p> 	 <p>a portfolio company of</p>  <p>sale to</p> 	 <p>a subsidiary of</p>  <p>has acquired</p> 	 <p>a subsidiary of</p>  <p>has acquired</p> 
 <p>has acquired</p> 	 <p>has acquired</p> <p>SANTIAM RIVER, INC.</p>	 <p>has made an investment in</p> 	 <p>has acquired</p> 	 <p>has acquired</p> 
 <p>has acquired</p> 	 <p>has acquired saltwater disposal operations from</p> <p>WATERWORKS CORAL CREEK, LLC and SALTWATER DISPOSAL SYSTEMS, LLC</p>	 <p>has acquired a majority investment in</p> 	<p>tarte high-performance naturals</p> <p>a portfolio company of</p>  <p>sale to</p> 	 <p>sale to</p> 
 <p>a subsidiary of</p>  <p>has acquired</p> 	 <p>has acquired</p> 	 <p>has acquired</p> 	 <p>has acquired</p> 	 <p>has acquired</p> 
 <p>has acquired</p> <p>SAINT VINCENT ANESTHESIA MEDICAL GROUP, INC.</p> <p>and</p> <p>GOLDEN STATE ANESTHESIA CONSULTANTS, INC.</p>	 <p>recapitalization by</p> 	 <p>Powering Integrated Healthcare Management™</p> <p>has acquired</p> 	 <p>a portfolio company of</p>  <p>sale to</p> 	 <p>has acquired a majority interest in</p> 

# Brownstein Hyatt Farber Schreck

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a portfolio company of



sale to



acquisition financing

