

## SIGNIFICANT MATTERS

### MERGERS AND ACQUISITIONS

Represented a global provider of technology-enabled, on-demand interpretation services, in a growth investment valued at \$37+ million from a private investment and the related restructuring.

Represented an HVAC company and its CEO and President in its sale to private equity for nearly \$75 million in cash and rollover equity. We then represented the CEO, President, and COO in the further sale of the HVAC company by the first private equity firm to another private equity fund for nearly \$400 million. We have continued to represent the HVAC company in multiple bolt-on acquisitions ranging in value from less than \$2 million to \$23 million.

Represented a consulting services and software solutions provider in the clinical trial industry in its exit sale to a private equity-backed strategic acquirer for \$55 million in cash and rollover equity.

Represented a private equity-backed national chain of automotive repair shops in a series of acquisitions, including the acquisition of a company with 38 collision repair centers in California.

Represented a medical device company from formation, through multiple rounds of preferred equity and convertible debt financing aggregating more than \$35 million, through the sale of the company to a large strategic for up to \$160 million in upfront and milestone payments.

Represented a private equity fund in its purchase of a courier and logistics company in a transaction valued at \$35 million. Additionally represented the fund and portfolio company in the strategic stock purchase acquisition of another national courier and logistics company for consideration of approximately \$45 million, and subsequently in numerous bolt-on acquisitions for consideration ranging from \$2.1 million to \$20 million.

Represented founding members and sellers of a SaaS provider of software solutions for automotive repair shops for consideration in excess of \$50 million, including rollover equity.

Represented the sole owner of an independent provider of compliance and advisory services to registered funds and wealth managers in connection with the sale of his equity to a global provider of governance, risk management, and compliance and technology solutions to the asset management industry for consideration of approximately \$30 million.

Represented a global financial services provider in an agreement to acquire a technology platform, family office network and conference business.

Acted as U.S. counsel for a NASDAQ traded Israeli company in connection with its merger with a pharmaceutical company, as well as in connection with the sale of its subsidiary.

Represented a private equity fund in its acquisition of a specialty transportation services company and then in its growth and exit sale for \$70+ million to another private equity buyer.

Represented the selling group, including two founding shareholders who grew an internet consulting company from infancy to exit, in the company's sale to a private-equity-backed strategic acquirer for \$30+ million, including rollover equity and earn-out consideration.

Represented a staffing company in its \$50+ million sale, including rollover equity, to a private equity buyer.

Represented a healthcare technology company in its strategic sale to a large international conglomerate for \$140+ million.

Represented the founder and sole shareholder of a national telecommunications services company in connection with the company's approximately \$26 million sale to a private equity buyer and with the founder's lease of real estate and \$6+ million mezzanine loan to the post-closing company.

Represented a multi-generational family-owned meatpacking business in the sale of its plant-based meat substitute facility and related assets for approximately \$15 million.

Represented a private equity fund in its purchase of a wealth management firm with a web-based portfolio management tool in a transaction valued at \$12 million.

Represented the lead investor of a wealth management firm in his initial investment in the firm and subsequent exit upon the sale of majority control of the firm to a well-known aggregator of wealth management firms.

Represented a pharmaceutical sales training company in its merger with a life sciences marketing firm in a transaction valued at \$16 million.

Represented a strategy and leadership advisory firm in the sale of substantially all of its assets to an international consulting and executive search firm for consideration in excess of \$12 million.

Represented a voice and data telecommunications provider in the acquisition of a competitor in a transaction valued at approximately \$5 million.

Represented a mobile devices solutions provider in its sale to a large strategic purchaser for approximately \$5 million in upfront and earn-out payments.

Represented an urgent care medical center management company in connection with a joint venture transaction valued at approximately \$7.6 million.

Represented a lead investor of a pharmaceutical and life sciences sales training solutions provider in the company's sale to a private equity fund for \$33.5 million.

Represented a well-known investor and philanthropist in his purchase of all of the outstanding equity interests in the holding company that owned the assets of the Philadelphia Inquirer, the Philadelphia Daily News, and Philly.com.

Represented a leading global provider of custom labels, envelopes, commercial print, content management and publisher solutions, in connection with a number of acquisitions and dispositions of various businesses for consideration ranging from \$5 million to \$55 million.

Represented the owners of several luxury auto dealerships in connection with the dealerships' sale of substantially all of the assets including real estate to a large auto dealership chain for approximately \$23 million.

Represented a management team consisting of over 600 consultants worldwide in the management buyout of world-class operations consulting services. Following the closing of the management buyout, we handled their first acquisition as an independent company.

Represented the sole shareholder of a web hosting company in connection with the company's approximately \$16 million sale to a public hosting and distribution company.

Represented a half-century-old, south Philadelphia community services organization with its merger of equals with a like non-profit, establishing a combined organization that services the entire Philadelphia County area.

Represented private equity fund in a carve-out acquisition and then exit sale of an international electronic capacitor business for approximately \$8 million.

## **CROSS BORDER TRANSACTIONS**

Served as local U.S. counsel on behalf of an Israeli private equity fund, an Israeli technology solutions company, and a group of minority shareholders in the sale of all the stock of a leading international provider of turnkey parking site solutions to an Italian multinational leader in the automation and vehicle and pedestrian access control sector for approximately \$135 million.

Served as U.S. counsel to the shareholders of Habonim Industrial Valves & Actuators LTD in the sale of Habonim to ITT Industries Luxemburg SARL for the sum of \$140 million. Habonim is an Israeli company with global operations, including the U.S. The controlling shareholder of Habonim was Tene Investment Funds, a leading Israeli private equity firm.

Represented Open Ocean, a Finnish venture capital fund, in its \$10.5 million Series A investment in Surlogs, Inc., a US healthcare information technology company.

Represented a US-based private equity firm in its control investment in the world's largest franchisor of blow dry bar services, headquartered in Toronto.

Represented a U.S. venture capital fund in a \$4.5 million Series A lead investment in an Israeli healthcare technology company.

Represented Electro-Science Laboratories, Inc. in its acquisition by Ferro Corporation, also involving the concurrent acquisition of Agmet Limited in the U.K. and the assets of their sister corporation in Shanghai, China.

Represented a US-based materials technology company in connection with the company's approximately \$27 million sale of stock to a Japanese manufacturing company.

Acted as U.S. counsel for a NASDAQ traded Israeli company in connection with its merger with a pharmaceutical company, as well as in connection with the sale of its subsidiary.

Represented a leading global digital engineering and software development public company with an NYSE market capitalization in excess of \$9 billion and more than 30,000 employees in over 25 countries in its acquisition of an Israeli technology company and its US subsidiary with big data, software development, and cloud migration expertise. The company regularly relies on RCCB for counsel on some of its most significant and complex customer relationship and partner deals, and RCCB is integrated into the international legal structure to maximize business goals, as well as efficiency, timeliness, and cost-effectiveness. The deals are often complex, fast-paced, and in high volumes. RCCB is frequently called upon to manage the deal process, including coordination of multiple internal and external stakeholders.

Represented a global consulting firm based in Geneva, Switzerland in its acquisition of a Boston-based consulting firm and a London-based consulting firm.

Represented the shareholders of a Finnish-based company in their sale of the company to SAP SE.

Represented a publicly-traded Finnish manufacturing company in its acquisition of a division of a large U.S. company, including the purchase of stock and assets of subsidiaries located in the United States and five foreign countries, and the coordination of closings in different countries across different calendar years.

Represented a multinational publicly traded Swedish manufacturing company in its acquisition of a division of a Fortune 500 company, including the purchase of stock and assets of subsidiaries located in 12 different countries.

Represented Nasdaq-traded CRO in the acquisition of a Finnish corporation for a combination of cash and stock. The transaction involved complex cross-border securities issues.

Represented Israel-based provider of application problem resolution software in its acquisition by a large U.S. software company, structuring and negotiating a complex stock purchase agreement that incorporated the use of a novel statutory "take along" provision.

Represented Israel-based leading manufacturer of armored equipment in its acquisition of a Michigan-based defense contractor.

Represented a US-based corporation engaged in the development of alternative energy sources in a significant investment by a leading Israeli private equity fund.

Represented an Israeli-based biotech company in a worldwide license and distribution agreement with a leading Italian pharma company.

Represented a custom software design company with operations in the U.S. and Israel in connection with a strategic buyer's acquisition of substantially all of the assets and liabilities of the company in exchange for equity.

## **EQUITY CAPITAL TRANSACTIONS**

Represented a private equity firm in its \$10 million Series A investment in a leading provider of alternative tuition financing solutions for secondary education.

Represented a private equity fund in connection with its investment of an aggregate of \$45 million in several rounds of preferred equity in a real estate technology company.

Represented a private equity fund in connection with its acquisition and follow-up preferred equity investments aggregating approximately \$40 million in a construction supply and financing company.

Represented a private equity fund in connection with its control equity investment of \$10 million in a manufactured home finance company.

Represented a private equity fund in connection with its control investment in a motorcycle leasing company, which investment involved multi-tranche preferred equity investments.

Represented a private equity firm in connection with multiple control preferred equity investments in franchise and multi-unit concept businesses, including Duck Donuts and Federal Donuts.

Represented a technology company that specializes in automated quality management systems in connection with its \$1.5 million Series A-1 offering.

Represented a data analytics company in connection with its \$3 million Series B offering.

Represented North Carolina-based SJF Ventures in its investment in Israeli traffic optimization startup Waycare. SJF led the \$7.3 million round, which included a number of other venture funds.

Represented a privately held healthcare management and solutions company in a \$3.5 million secured convertible note financing transaction, the proceeds from which will be used to open and expand company-managed health clinics and for other general corporate purposes.

Represented a Mid-Atlantic late-stage venture fund in an investment in a rapidly expanding provider of medical market research.

Represented a US-based biotech company in a Series B round investment that was led by a Swiss-based, global life science fund and a leading California-based life sciences investment firm.

Represented a technology company that specializes in automated quality management systems in connection with its \$2.5 million Series A offering.

Represented one of the lead investors of a growing fast-casual restaurant chain in multiple rounds of preferred equity financing aggregating over \$60 million.

## **FINANCING TRANSACTIONS**

Completed the simultaneous closing on nearly \$250 million in construction financing from four different lending sources, including traditional construction financing, mezzanine financing, a PIDC HUD 108 loan and EB-5 funds, while also negotiating numerous design, development, construction, and hotel management agreements and navigating various title insurance issues that arose during the loan negotiation and documentation process.

Represented a national bank in a \$6.5 million term loan and revolving credit facility for a dividend recapitalization and working capital transaction for a medical diagnostic company.

Represented a national bank in connection with a \$13.5 million term loan, revolving credit facility for a private equity firm's acquisition of an environmental remediation business and related amendments thereto.

Represented a national bank with a \$14.5 million term loan, revolving credit facility, and letter of credit facility in connection with a private equity firm's acquisition of a retail seller of rugs and carpets.

Represented a national bank with a \$19 million term loan and revolving credit facility in connection with a private equity firm's acquisition of a wastewater treatment business and subsequent amendments and bolt-on transactions.

Represented a national lender with a \$25 million term loan, delayed draw term loan, and revolving credit facility in connection with a private equity firm's acquisition of a telecommunications business and subsequent amendments and bolt-on transactions.

Represented a private equity firm in connection with an \$8 million mezzanine term to finance the acquisition of a radiation shielding company and subsequent amendments and waivers thereto.

Represented the U.S. and Mexican agricultural products portfolio company of an Israeli private equity firm in connection with a \$17 million receivables factoring transaction.

### **DEBT FINANCING TRANSACTIONS**

Represented the owner/developer of a 51 story, 755 room dual-branded W and Element Hotel in closing on nearly \$250 million in construction financing from four different lending sources, including traditional construction financing, mezzanine financing, a PIDC HUD 108 loan, and EB-5 funds. We continued to represent the client in additional financings and refinancings, a number of loan modifications and amendments, and a myriad of other projects, including the negotiation of various design, development, construction, and hotel and restaurant management agreements.

Represented a private lending firm in its \$50 million revolving credit facility to the financing arm of the alternative tuition financing firm.

Represented a national bank with a \$25 million term loan, delayed draw term loan, and revolving credit facility in connection with a private equity firm's acquisition of a telecommunications business and subsequent amendments and bolt-on transactions.

Represented a national bank with a \$19 million term loan and revolving credit facility in connection with a private equity firm's acquisition of a wastewater treatment business and subsequent amendments and bolt-on transactions.

Represented a national bank with a \$14.5 million term loan, revolving credit facility, and letter of credit facility in connection with a private equity firm's acquisition of a retail seller of rugs and carpets.

Represented a national bank in connection with its \$7.5 million term loan and revolving credit facility with a private equity borrower for purposes of the acquisition of a sewage treatment equipment manufacturer and working capital needs.

Represented a private lending fund in connection with establishing, amending, restating, and increasing its credit facility extended to a real estate technology company for approximately \$350 million.

Represented a family of private lending funds in multiple lines of credit facilities for various portfolio companies ranging from \$50 million to \$100 million.

Represented a national bank in a \$6.5 million term loan and revolving credit facility for a dividend recapitalization and working capital transaction for a medical diagnostic company.

Represented a national bank in connection with a \$13.5 million term loan and revolving credit facility for a private equity firm's acquisition of an environmental remediation business and related amendments thereto.

Represented a national bank in connection with its \$9 million revolving loan to a logistics and distribution services company.

Represented a national bank in an amended credit facility to extend \$3 million of additional revolving credit for working capital and the refinancing of an existing \$10 million term loan.

Represented a regional bank in a \$2.2 million line of credit and term loan facility to a medical and industrial products distributor.

Regularly represent a national commercial bank in connection with various development and construction loans, term loans, and revolving lines of credit secured by real estate assets and ranging from \$1 million to over \$100 million.

Represented a national commercial bank in a \$27 million senior secured loan in connection with a low-income housing development project in the Philadelphia area.

Represented a national commercial bank in a \$20 million acquisition loan for the purpose of borrower purchasing a portfolio of car washes in the Delaware Valley area and providing additional capital for improvement and operations.

Represented a commercial bank in its participation in a syndicated \$87 million senior secured credit facility.

Represented a commercial bank in connection with the addition of a \$5 million mezzanine loan facility from a subordinate lender behind the bank's existing \$8.6 million senior loan facility, for the purposes of redeveloping a historic building in Philadelphia.

Represented a borrower in connection with its \$33.6 million ABL line of credit and term loan facility.

Represented a borrower in connection with syndicated \$16 million secured term loan and \$6 million secured revolving line of credit facility (led by a large regional bank and secured by all assets liens) and in connection with a \$7.6 million unsecured subordinated note facility.



Represented a family of private equity funds in numerous lines of credit ranging from \$7.5 million to \$43.75 million secured by capital commitments.

Represented a U.S. and Mexican agricultural products portfolio company of an Israeli private equity firm in connection with a \$17 million receivables factoring transaction.

Represented a private lending fund in connection with its \$50 million senior secured revolving credit facility extended to a trade credit financing company.

Represented a private lending fund in connection with its \$25 million revolving credit loan to a manufactured home financing services company.

Represented a private lending fund in connection with an \$8 million mezzanine term loan to finance the acquisition of a radiation shielding company and subsequent amendments and waivers related to the facility.

Represented an \$8 million debt fund that extends first and second lien loans to acquire professional practices.

Represented a national bank in a \$6.5 million term loan and revolving credit facility for a dividend recapitalization and working capital transaction for a medical diagnostic company.

Represented a national bank in connection with a \$13.5 million term loan, revolving credit facility for a private equity firm's acquisition of an environmental remediation business and related amendments.

Represented a national bank with a \$14.5 million term loan, revolving credit facility and letter of credit facility in connection with a private equity firm's acquisition of a retail seller of rugs and carpets.

Represented a national bank with a \$19 million term loan and revolving credit facility in connection with a private equity firm's acquisition of a wastewater treatment business and subsequent amendments and bolt-on transactions.

Represented a national lender with a \$25 million term loan, delayed draw term loan, and revolving credit facility in connection with a private equity firm's acquisition of a telecommunications business and subsequent amendments and bolt-on transactions.

Represented a U.S. and Mexican agricultural products portfolio company of an Israeli private equity firm in connection with a \$17 million receivables factoring transaction.

## **COMMERCIAL LITIGATION**

Represented the managers of three related investment vehicles in matters involving the unwinding of those entities and the acrimonious separation from former business partners. The former business partners were represented by an AmLaw 100 law firm. After initially being served with a draft complaint by the departing partners, RCCB was able to deftly both cool temperatures to permit for pre-complaint mediation while, at the same time, develop and press claims exposing the other side to significant risk. The combined strategy ultimately led to an early resolution on terms very favorable to our client.

Retained post-judgment after liability and damages were already established against our client, an investment firm, related to alleged violations of ordinance and zoning laws. Our client faced over \$2 million in charges. Staring down judgment execution and garnishment actions from an aggressive (and angry) plaintiff, we devised a strategy of “offense for defense.” Specifically, we initiated a class action against a large municipality and its Department of Licenses and Inspections, challenging the legality of a city ordinance as charging an excessive fine, leading to a very favorable settlement for our client, including total avoidance of execution and garnishment proceedings.

Represented the plaintiff, a financial consulting firm, where our team was successful in obtaining an injunction, an award, and an admission of liability. This matter was important in the protection of the client’s marks as part of a nationwide campaign to stem counterfeiting, which was costing the client millions of dollars on a continuing basis. For this reason, obtaining the injunction and admission of liability were critical components of protecting our client from present and future losses.

Represented client in defeating temporary restraining order and claims of trade secret misappropriation and tortious interference. With a team effort, RCCB responded to the motion for a preliminary injunction just before the Thanksgiving holiday, which was followed by an extensive evidentiary hearing before the Court. The Court agreed with our client’s position, rejected the Plaintiffs’ trade secret allegations (among others), denied the preliminary injunction, and dissolved the prior restraining order.

Represented a retail distributor of high-quality perishable foods in bringing claims for breach of contract and breach of the covenant for good faith and fair dealing against a software implementation provider. Our client hired the provider to install ERP software for its fast-paced seafood distribution business. However, more than two years after entering into a Master Services Agreement, the software provider completely failed to deploy the software in a proper working format. Our client then engaged RCCB’s litigation team to pursue a demand for arbitration against the software provider, with successful results for our client.

Represented a medical technology company in defending against claims made by a stockholder following a merger transaction. The claims exceeded \$2 million and involved a novel issue of Delaware law before Chancellor Andre G. Bouchard. Our representation was

successful and lead to the pre-trial resolution of the matter on terms very favorable to our client.

Represented the Respondent/Counterclaimant in a complex commercial dispute before the American Arbitration Association which arose from the Claimant/Counterclaim Respondent's long-running pattern of fraudulent misrepresentations and omissions, which caused it to accumulate a \$1million+ debt to our client. We were successful in our strategy to create an opportunity for the parties to settle upon favorable terms.

Represented a client in a dispute involving a minority owner who lodged claims of copyright infringement and breach of fiduciary duties against RCCB's company client. At its heart, the case is not so much an intellectual property row but instead is a matter stemming from bad blood between family members. RCCB's litigation team has deep experience navigating family disputes and has used its best practices in this case in order to pave a path towards a successful resolution for its client.

Represented a publicly-traded medical device company in a wide-ranging dispute with the company's former CEO, majority stockholder and current Board member, including simultaneously leading an internal investigation and liaising with the company's Board of Directors and the Special Committee, culminating in the timely exit of the CEO/Board member and the sale of all of his stock in the company.

Represented an aggrieved investor in the Chancery Court of Delaware in a dispute stemming from allegations that the manager of a health and wellness startup fund misappropriated a significant amount of the client's investment. In a recent victory, the Chancery Court granted a Status Quo Order (a quasi preliminary injunction) restricting the fund manager from taking certain actions that could further undermine the client's investment.

## **BUSINESS RESTRUCTURING AND BANKRUPTCY**

Represent 160 foreign entities under common ownership with Purdue Pharma in connection with responding to voluminous document requests propounded by the Official Committee of Unsecured Creditors and related issues arising therefrom. After extensive negotiations with the Committee, we reviewed almost one million documents over the course of a few months and produced to the Committee nearly 800,000 documents while withholding about 110,000 additional documents because of privilege. Although the bankruptcy is pending in the Southern District of New York, our clients are located in Europe, South America, North America, Asia, and Africa.

Represented our clients in an adversary proceeding brought by George L. Miller, in his capacity as Chapter 7 Trustee for the jointly administered bankruptcy estates of J & M Sales Inc., et al., pending in the United States Bankruptcy Court for the District of Delaware (Ad. Pro. No. 20-50775). The lawsuit alleges that the clients received avoidable transfers as trade creditors of a company acquired by the Debtors in a leveraged buyout. We are lead litigation counsel for

our clients, and the case involves the Trustee's unusual attempt to collapse a series of related transactions so as to impose liability on our clients, among others, and raises novel theories regarding the meaning of "value" and "transferee" under applicable Bankruptcy and Delaware law.

Represented the largest secured creditor in the chapter 11 case styled *In re Clifton Hospitality et al.* (19-11094) filed in the Bankruptcy Court for the Northern District of New York. The matter involved a hotel and restaurant finance by the client, which defaulted on various loans made by the client. When it became apparent that the Debtors would not be able to find a purchaser, we negotiated with the Debtors' counsel for voluntary dismissal of the case in April 2020 and the initiation of foreclosure proceedings in New York State Court, which recently concluded in Summer 2021 with a settlement whereby the Client acquired and sold the property.

Represented a creditor-landlord in the chapter 11 case of *In re California Pizza Kitchen, Inc. et al.* (20-33752) pending in the Bankruptcy Court for the Southern District of Texas. The Debtors abandoned and subsequently rejected their lease with the client causing claims for clean-up costs and unpaid rent. For the matter, we negotiated with Debtors' counsel for a resolution of the clean-up claim and filed a proof of claim for rejection damages.

Represented a German insolvency administrator for the estate of Air Berlin PLC, which is subject to a Lander-level (equivalent of a U.S. State) insolvency case. We have been retained by the Administrator's German counsel to advise on matters of U.S. law with respect to Air Berlin's U.S. creditors, including the negotiation of an insurance settlement and investigating possible preferential transfer and fraudulent transfer actions against various U.S. creditors. In our role, we have: sent a demand letter to a U.S. insurer and are negotiating a resolution of certain claims, researched how to enforce foreign (i.e., U.S.) judgments in Germany, advised on the possibility of instituting original actions in the U.S. against U.S. creditors and generally advised on U.S. law insolvency matters.

Represented the secured creditor in a small business Subchapter V Chapter 11 case pending in the United States Bankruptcy Court for the Southern District of New York. The debtor, which is in the hospitality industry, had its business interrupted by COVID. Because it was unable to operate for many months in 2020, the debtor fell behind on payments to its landlord and other entities. RCCB engaged with the debtor on the use of cash collateral and other issues in the bankruptcy case. The debtor filed a plan of reorganization which, if approved by the Court, will pay our client in full and with interest.

Represented a secured lender to a company undergoing a restructuring. All of the major parties in interest agreed on the terms of the reorganization and to consummate it as part of a pre-arranged Chapter 11 filing which we expect to be filed in the near future. Our client will provide debtor-in-possession financing as part of the bankruptcy case, be repaid in full on its pre-petition debt and provide exit financing to the reorganized company following the bankruptcy.

## **INTELLECTUAL PROPERTY**

Acted as local counsel for a social media platform in a case of 1<sup>st</sup> impression in the Eastern District of PA involving Section 230 rights. RCCB successfully obtained a motion to dismiss allegations made by a well-known TV news anchor. Plaintiff has appealed, and the matter is now pending in the 3<sup>rd</sup> Cir.

Acted as local counsel for a social media platform that filed a claim against a large domain name registrar on claims of third-party domain name registrations.

Lead counsel in a cross-border representation of the defendants in a trademark infringement matter involving software companies. Our strategy successfully created an opportunity to settle upon favorable terms while saving the clients further litigation matters.

Lead counsel representing the plaintiffs in a trademark infringement, copyright infringement, and unfair competition against competitors that took our client's intellectual property. We were successful in resolving all matters through a favorable corporate transaction.

Lead counsel representing the plaintiff who owned state trademark registrations for cannabis products. The matter was important given the restrictions on cannabis and their inability to litigate in Federal Court. We are lead counsel in all aspects.

Lead counsel representing the founder of a well-known punk rock band involving termination of rights under the copyright act granted to a record label.

Lead counsel representing the defendant against allegations of a collective work that was fraudulently obtained. The matter involved the construction of the scope of rights of collective and joint works.

Lead counsel in the prosecution of claims under the Defend Trade Secrets Act, Pennsylvania Uniform Trade Secrets Act, Delaware Trade Secrets Act, and related claims on behalf of a nationwide payroll service, tax, and human resources services provider where the former employee had taken trade secrets and intellectual property, including pricing formulas, materials related to the proprietary software service platform, and client and customer specifications to a competitor. Prosecution involved specifically defining trade secrets according to statutory definitions and applicable law while maintaining their confidentiality and security.

Lead counsel assisting a worldwide industrial components manufacturer with developing a comprehensive program to locate, secure, and protect intellectual property (including inventions) and trade secrets. The program involves the formation of protective employment, confidentiality, and intellectual property agreements, implementation of employee training, audits of current intellectual property security practices, and formation of policy documents designed to ensure maximum protection of company assets.

Represented a software company and its related Canadian affiliate in connection with alleged trademark infringement of the company's mark. Initially, this case was brought in the District of Arizona. RCCB was successful in having the complaint dismissed for lack of jurisdiction over both clients. This case was refiled in the district of Massachusetts. RCCB ultimately achieved a favorable settlement for the client, which solved all the infringement issues.

RCCB represents the estate and heirs of a famous mid-century modern designer in connection with recovering valuable intellectual property rights in iconic designs.

We assist a client in ongoing deals relating to the minting and sale of Non-Fungible Tokens ("NFTs") musical properties.

### **EMPLOYMENT LITIGATION**

Settled a complaint of race and religious discrimination and retaliation on behalf of a family-owned business for less than 10 percent of the initial demand, helping the client avoid litigation that would have resulted in a significant financial burden to our small business client in the middle of the global pandemic.

Settled a charge of age discrimination and retaliation on behalf of a regional employer for less than 30 percent of the initial demand. RCCB resolved the matter while at the same time helping our client to preserve an essential business relationship with a customer involved in the dispute.

Resolved a complaint on behalf of a national business involved in a dispute with a placement agency over its hire of an independent contractor. Our client was brought into litigation notwithstanding that it hired the contractor without knowledge of the contractor's obligations to the placement agency.

### **CANNABIS**

Advise multiple companies with adult-use marijuana applications in various East Coast states.

Regulatory counsel to a Canadian holding company in its purchase of a California marijuana licensee.

Advise a hemp company on the permissibility of hemp-derived ingredients in regulated marijuana products.

Advise a nationally recognized hemp-cannabinoid company on regulatory issues surrounding novel cannabinoids.

Represented a CBD company against a consumer class-action lawsuit by successfully arguing the applicability of the primary jurisdiction doctrine.

Advise multiple hemp-derived cannabinoid businesses on the impacts of recent amendments to the PACT Act.

Argued multiple appeals before the New York Appellate Division, First and Second Departments.

## **REAL ESTATE**

Represented an \$80 million private equity fund in connection with the acquisition of real property leased to veterinary practices and veterinary hospitals throughout the United States.

Represented joint venture partners in connection with a sale to a national home builder of a former golf course in Montgomery County, Pennsylvania, fully approved for a resort-style active adult community, with 200+ single family, townhome, and carriage home units.

Represented joint venture partners in connection with a sale to a national home builder of a former swim-club property in Montgomery County, Pennsylvania, fully approved for the construction of 30+ single family attached homes and related improvements

Represented a regional financial institution in connection with its flagship branch bank in Center City, Philadelphia.

Represented a local public charity in connection with a 50,000+ square foot headquarters lease in Center City, Philadelphia.

Represented a QSR franchisee in connection with the acquisition and leasing of over 1,000 restaurant locations throughout the United States.

Leasing counsel to a vertically integrated cannabis company in connection with sale-leaseback transactions in California, Michigan, Illinois, Ohio, New York, Massachusetts, Pennsylvania, New Jersey, and Virginia.

Represented a regional real estate developer and its joint venture partners in connection with the acquisition of land and the development of a significant multi-family development project in Montgomery County, Pennsylvania.

Represented a local real estate developer and its joint venture partners in connection with the acquisition of land and the development of a significant supermarket-anchored, retail and residential mixed-use project in Bucks County, Pennsylvania.

Represented a real estate developer in connection with the acquisition, development and leasing of a mixed-use project situated in a historically significant, former department store building in Pittsburgh, Pennsylvania. This representation included, without limitation, the negotiation of a large ground-floor lease with a national big-box retailer.

Represented a local hotel developer in the negotiation of \$180+mm of construction, mezzanine, TIF, and EB-5 financing.

Represented a local real estate developer in connection with the allocation of Low Income Housing Tax Credits, RACP money, and HUD financing for an inclusionary housing development project in West Philadelphia.

Represented a vertically integrated cannabis company in connection with a \$35 million senior secured loan for expansion and working capital.

Successfully advocated for zoning approval of a medical marijuana dispensary in West Philadelphia, Pennsylvania.

Successfully advocated for zoning approval of an affordable housing development project in West Philadelphia, Philadelphia.