

# BLANKROME

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Corporate

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Kipp Cohen concentrates his practice on mergers and acquisitions, private equity, venture capital and other financing transactions, corporate governance and general corporate counseling. Kipp represents public and private companies (including emerging, growth, and fund-backed companies), private equity and other investment funds, entrepreneurs, and family businesses in a wide range of industries in the following areas:

- Mergers, acquisitions, and business sale transactions
- Private equity
- Venture capital
- Securities, loan, and other financing transactions
- Joint ventures and strategic alliances
- General corporate counseling, corporate governance, and commercial contracts
- Shareholder, member, and partner transactions and disputes
- Business formation, strategy, and planning
- Intellectual property licensing and other technology transfer transactions
- Executive employment and compensation agreements and arrangements

## Select Engagements

- **Genesys USA, LLC**, in several transactions including (i) the acquisition of AM Communications, Ltd., an Ohio-based provider of fixed telecommunication networks construction, installation, repair, outside plant repair and maintenance services for cable television, fixed telephony, and fixed internet providers and (ii) the acquisition of Scott Fennell, Inc., a Texas-based provider of fixed telecommunication networks construction,

installation, repair, outside plant repair and maintenance services for cable television, fixed telephony, and fixed internet providers.

- **Balmoral Funds**, a Los Angeles based private equity firm, in various transactions, including (i) its take-private acquisition of Trecora Resources (NYSE: TREC), a Texas-based owner and operator of a specialty petrochemicals facility specializing in high purity hydrocarbons and other petrochemical manufacturing and a specialty wax facility; and (ii) its affiliate's acquisition of an expandable polystyrene resin manufacturing business from an affiliate of Koch Industries.
- **Pre Brands LLC**, a provider of premium, consumer preferred grass-fed beef products, in connection with its sale to Champlain Capital, a private equity fund based in San Francisco and Boston.
- **Repipe Specialists**, a leading home services company providing lead generation, customer qualification, sold projects, training, and billings for plumbing companies providing re-piping services for single and multi-family customers, in its acquisition by Gryphon Investors, a leading middle-market private equity firm.
- **Epsilyte Holdings LLC**, a portfolio company of Balmoral Funds, in its (i) acquisition of PolySource, a leading producer of compounded expandable polystyrene ("EPS") and molded products used in building insulation, personal safety equipment, and filtration media and (ii) subsequent acquisition of StyroChem Canada, Ltd. , a leading North American producer of EPS for packaging, construction, and specialty applications.
- **Board.org**, a company that builds vendor-free, peer-to-peer communities for people leading meaningful change at the world's biggest companies, in its sale to FiscalNote, a leading technology provider of global policy and market intelligence.
- **Brook & Whittle**, a portfolio company of Genstar Capital, in its acquisition of Paradigm Label, a business providing custom digital label solutions.
- **Innoflight, Inc.**, a leading provider of compact, software-defined, cyber-secure and integrated satellite avionics, establishing secure end-to-end connections for satellite-to-satellite and satellite-to-ground space networking and communications, in the recapitalization of the company with an affiliate of The Jordan Company L.P., a New York-based private equity fund.
- **PreciTaste Inc.**, a provider of artificial intelligence solutions for food service businesses, in its institutional equity financing transaction.
- **Linkmedia 360, LLC**, a data-driven, digital marketing company that leverages data science initiatives in digital channels, specializing in senior-living marketing, in connection with its sale to GlynnDevins, a portfolio company of CIP Capital, a New York-based private equity fund.
- **NAR Development**, in the sale of the equity interests of **North American Rescue**, a provider of casualty care solutions to the military, first responders, health care professionals and security forces, to Henry Schein, Inc.
- **QualTek USA, LLC**, a leading provider of engineering, installation, fulfillment, and program management services, to the North American telecommunications and power sectors, in various transactions, including (i) the acquisition of FDH Velocitel's Site Safe and Velocitel divisions, which

provide site-acquisition, design, engineering, implementation, upgrade, maintenance, and RF compliance services for wireless infrastructure and (ii) the sale of the business to Brightstar Capital Partners, a New York based private equity fund.

- **eGov Holdings, Inc.** (dba Aquilent), a premiere architect of .gov solutions for the federal government, deploying cutting-edge digital, agile, DevOps, and cloud capabilities, in its sale to Booz Allen Hamilton (NYSE: BAH) .
- **Sungard Data Systems Inc.**, a global software and technology services provider, in more than 50 acquisition and divestiture transactions with an aggregate transaction value in excess of \$4 billion.
- **Nearly Natural**, a rapidly growing e-commerce platform primarily offering a broad assortment of artificial plants, flowers and trees, in connection with an investment transaction with Centre Partners, a New York based private equity firm.
- **ZS Fund, L.P.**, a New York based private equity firm, in various transactions, including the acquisition of Amerijet International, Inc., an air cargo logistics business servicing the Caribbean, Central America, Mexico, and South America, from H.I.G. Capital, a Miami based private equity fund.
- **Madison Logic**, a digital marketing company focused on business-to-business lead generation and account based marketing solutions, in its sale to Clarion Partners, a New York based private equity fund.
- **Bombora, Inc.**, a leading provider of demographic, firmographic, and intent data, in its acquisition of netFactor Corporation, a provider of software-based products and services that generate and collect firmographic and other marketing data.
- **Roadsafe Holdings**, a portfolio company of Orix Capital Partners, which provides traffic control and protection services for the roadway construction industry, in its acquisition of Beth's Barricades, a supplier of traffic control devices and services.
- **Sungard Availability Services**, a leading provider of critical production and recovery services to global enterprise companies, in numerous transactions, including (i) the sale of its co-location operations at eight data centers throughout the U.S. to a subsidiary of vXchnge Holdings, LLC; (ii) the sale of its Assurance Business Continuity Management Planning software business to Resurgens Technology Partners; and (iii) the sale of certain of the Company's non-core U.S assets of its Managed Services business located in Illinois (including certain real property and customer contracts) to an affiliate of Element Critical.
- **Singer Equipment Company, Inc.**, the leading restaurant equipment and supplies dealer in the mid-Atlantic region and sixth largest in the country, in several transactions, including:
  - Its acquisition of the business of Earnest Ventures, Incorporated, a food service equipment business focusing on multi-unit restaurants, national and regional chain work and independent food operators.
  - Its acquisition of the business of Ashland Equipment, one of the largest food service equipment dealerships in the greater Baltimore – D.C. market.
  - Its acquisition of the business of Facilities Services, Inc., a regional

food service equipment and supply business.

- **Siemens Corporation**, in various transactions, including the global sale by Siemens Healthcare Diagnostics of a healthcare-related business line to Beckman Coulter, a subsidiary of Danaher corporation.
- **Syngin Technology, LLC**, a leading provider of automated logistics solutions for disposition of used vehicles, in the sale of a majority of the company to a subsidiary of Wallenius Wilhelmsen (2W), a global provider of logistics and shipping solutions, and related investment transaction with 2W.
- **LaMi Products** (k/n/a Jacent Strategic Marketing), a leading distributor and merchandiser of impulse consumer products to the super market channel and mass retailers, in a private equity financing transaction with Lariat Partners, a Colorado based private equity fund; and the subsequent sale to Gridiron Capital.
- **Entrepreneur Partners**, a private equity sponsor, in various transactions, including (i) the acquisition of Northern Brewer, a supplier of home brewing and wine making equipment and products; (ii) the acquisition of Amerifile, Inc., a multi-channel direct marketer of specialized healthcare office products; and (iii) the acquisition of Peachtree Business Products, a multi-channel direct marketer of customized and replenishable business products and marketing materials, and a related investment transaction with Roark Capital, an Atlanta based private equity fund.
- **Bodek & Rhodes**, a national wholesale distributor of imprintable apparel and accessories, in the sale of the business to Alphabroder, a portfolio company of Littlejohn Capital, a Connecticut based private equity fund.
- **SNI Group**, an importer, wholesale distributor and merchandiser of fashion accessories and travel products to the travel retail industry, in numerous M&A transactions, including its initial sale to Alumni Capital, a New York-based private equity fund and its subsequent sale to Supply Chain Equity, a Tampa-based private equity fund.
- **PhillySwirl**, a manufacturer of frozen snack foods, in the sale of its business to Encore Consumer Capital, a Silicon Valley-based private equity fund.

## Admissions

- Pennsylvania
- New Jersey

## Memberships

- Philadelphia Bar Association
- Association for Corporate Growth
- Philadelphia Volunteer Lawyers for the Arts
- UCLA Alumni Association
- University of Pennsylvania Law School Alumni Association

## Education

- University of California, Los Angeles, BA, magna cum laude
- University of Pennsylvania Law School, JD

## **Professional Activities**

Kipp is on the Steering Committee of the Corporate Council of JEVS Human Services, a nonprofit organization providing employment placement, training and related services to the unemployed. Kipp also serves as a corporate counsel for Philadelphia Volunteer Lawyers for the Arts, a nonprofit provider of legal services to the arts and cultural community, on a pro bono basis. For the University of Pennsylvania School of Law, Kipp serves on the LAS Board of Managers and is a member of the Alumni Association, a student mentor, and the firm's Chair of the Penn Law@Work program.