



→ Stephen R. LaSala

Partner

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Stephen LaSala is a partner in the firm's Corporate Practice Group and is the Chair of the firm's Compensation Committee. He is also the former Managing Partner of the San Diego (Del Mar) office and the former Practice Group Leader of the Corporate Practice Group.

Areas of Practice

Stephen specializes in mergers and acquisitions and corporate law. He counsels buyers and sellers in M&A transactions on a daily basis. His practice also includes venture capital and private equity financings, joint ventures, corporate governance, equity and executive compensation and matters relating to the formation and structure of business entities.

Stephen represents both small and large companies ranging from startups to well established public companies in a variety of industries, including life sciences, healthcare, software, energy, clean technology, consumer goods, construction, aerospace and defense, media and e-commerce. He also represents institutional and individual investors in connection with public and private company investments.

Honors

Best Lawyers in America, Mergers and Acquisitions Law, 2024

Recognized Lawyer - M&A/Corporate and Commercial, *Legal 500 US*, 2023

Lawyer of the Year: Corporate Law, *Best Lawyers*, 2021, 2022

Best Lawyers in America, Corporate Law, 2018-2022, 2024

M&A Advisors of the Year, *Our City San Diego*, 2016

Experience

Professional Experience

- Public and private mergers, acquisitions and divestitures representing buyers, sellers, investment advisors and special committees
- Numerous private equity financings representing operating companies and institutional investors
- Advice to senior executives of public and private companies regarding employment compensation matters
- Advice and negotiation of joint venture(s), strategic alliances licensing and other commercial business transactions

Representative Transactions

- Represented BAM, a leading U.S. public relations and marketing agency in its sale to LLYC, a global communications company based in Spain
- Represented Allied Universal in its acquisitions of Nordic Security Services and Star Protection Services
- Represented KPI Logistics, a multimodal third party logistics (3PL) provider in its sale to TA Services, Inc., a subsidiary of PS Logistics
- Represented TrackerRMS, a provider of a cloud-based recruitment, applicant-tracking and CRM software platform in its equity sale to Greater Sum Ventures
- Represented Time Equities, Inc. in its investment in Oleo-X, a producer of renewable fuels
- Represented Bellami Hair, a provider of premium hair enhancement solutions, to Beauty Industry Group, a portfolio company of L Catterton
- Represented Vortex Industries in its sale to Warren Equity Partners
- Represented GlobalOne Pet Products in its sale to Nextmune, a segment of Vimian Group
- Represented Allied Universal in its acquisition of the Millard Group, a commercial facility services company
- Represented Allied Universal in its acquisition of MSA Security, a provider of threat protection solutions including K9 security services
- Represented Allied Universal in its acquisition of SecurAmerica
- Represented IPS Group in its equity sale to Windjammer Capital
- Represented Cristek Interconnects in its sale to Hermetic Solutions Group, a portfolio company of Windjammer Capital
- Represented Allied Universal in its acquisition of Safety Environment Business Solutions, Inc.
- Represented a leading global apparel company in connection with a restructuring of its foreign and domestic entities
- Represented Allied Universal in its acquisition of Service Works, Inc.
- Represented a leading online media and entertainment company in its sale to a strategic buyer
- Represented AMN Healthcare (NYSE: AMN) in its acquisition of Stratus Video for \$475 million
- Represented a manufacturer of health and safety products in a strategic acquisition
- Represented Rare Beauty, a cosmetics company, in its collaboration with Selena Gomez
- Represented Allied Universal in its acquisition of APG Security
- Represented the founder of Del Mar Recovery Solutions in connection with its merger with ALS Resolvion
- Represented Allied Universal in its acquisition of Advent Systems
- Represented Supplier Management Solutions in its sale to Trigo Group
- Represented Allied Universal in its acquisition of Shetler Security
- Represented Petrol Advertising in its sale to Toadman Interactive AB
- Represented TDO Software in its sale to Sonendo
- Represented Allied Universal in its acquisition of Securadyne Systems

- Represented AmCheck in its sale to iSolved HCM
- Represented Graphpad Software in its sale to Insight Venture Partners
- Represented Hygiena, LLC, in its acquisition of certain assets from Charles River Laboratories, Inc.
- Represented Wencor Group in its acquisition of Fortner Engineering & Manufacturing, Inc.
- Represented Calpipe Industries in its sale to Atkore International Group
- Represented Adidas in sale of TaylorMade to KPS Capital Partners for \$425 million
- Represented AMN Healthcare (NYSE: AHS) in its acquisition of MedPartners for \$195 million (up to \$215 million including contingent consideration)
- Represented Cabinets 2000, Inc., in its sale to ACProducts, Inc., a portfolio company of American Industrial Products
- Represented Allied Universal in its acquisition of Covenant Security
- Represented Lance Camper in its sale to REV Group (NYSE: REVG)
- Represented The Alaska Permanent Fund Corporation as the lead investor in the \$200 million equity financing of Generate Capital
- Represented StudyKIK in its sale of equity to Kinderhook Industries, LLC
- Represented strategic healthcare investor in \$100 million venture round
- Represented healthcare e-commerce company in its sale to a private equity group
- Represented Allied Universal in its acquisition of the security services division of Yale Enforcement Services, Inc.
- Represented Karoun Dairies, Inc., and Central Valley Cheese, Inc., in their sale to Parmalat S.p.A
- Represented Allied Universal in its acquisition of FJC Security
- Represented Millennium Health in its sale of RxAnte to UPMC Enterprises
- Represented AMN Healthcare (NYSE: AHS) in its acquisition of Peak Health Solutions
- Represented Radiographic Equipment Services in its sale to Universal Hospital Services (NYSE: UHS)
- Represented Del Mar Recovery Solutions in its sale of equity to TZP Growth Partners
- Represented Vericare Management, Inc., in its sale to an affiliate of Medoptions
- Represented PacificGMP in its sale to Abzena (LON: ABZA)
- Represented members of the executive team of Creative Circle, LLC, in connection with the sale of Creative Circle to On Assignment, Inc. (NYSE: ASGN)
- Represented AMN Healthcare Services, Inc., (NYSE: AHS) in its acquisition of The First String Healthcare, Inc.
- Represented DJO Global, Inc., in its acquisition of certain assets from Zimmer Holdings, Inc., and Biomet
- Represented Solis Capital Partners in its investment in ICOM North America
- Represented Universal Services of America in its sale of an equity interest to Warburg Pincus
- Represented Universal Protection Service in its acquisition of Guardsmark, LLC
- Represented PayForward, LLC, in its seed financing round
- Represented OwnerGUARD Corporation in its sale to an affiliate of AmTrust Financial Services, Inc.

- Represented Steve Furgal International Tennis Tour, Inc., in its sale to PrimeSport, Inc.
- Represented a leading solar energy developer in its purchase of multiple solar energy projects in the eastern U.S.
- Represented GNW-Evergreen Insurance Services, LLC, in its sale of assets to Hub International Insurance Services, Inc.
- Represented Millennium Laboratories in its acquisition of RxAnte, Inc.
- Represented Universal Protection Service, a division of Universal Services of America, in its acquisition of assets from IPC International
- Represented Universal Protection Service, a division of Universal Services of America, in its acquisition of assets from Thrive Intelligence
- Represented Universal Protection Service, a division of Universal Services of America, in its acquisition of assets from The Budd Group
- Represented Universal Services of America in its sale of an equity interest to Partners Group
- Represented an automobile title lending company in its sale to private equity buyers
- Represented Universal Protection Service, a division of Universal Services of America, in its acquisition of the security officer services division of T&M Protection Resources, LLC
- Represented the individual shareholders of Smith-Cooper International LLC in its sale to Blue Point Capital
- Represented Creative Circle in its sale to an affiliate of Morgan Stanley Global Private Equity
- Represented InfraConsult LLC in its sale to HDR Engineering, Inc.
- Represented Universal Protection Service, a division of Universal Services of America, in its acquisition of assets of A&R Security Services, Inc.
- Represented Enaqua in its sale to Grundfos
- Represented Universal Protection Service, a division of Universal Services of America, in its acquisition of assets of Heritage Security Services
- Represented Bison Capital Equity Partners in its investment in Sentinel Offender Services, LLC
- Represented Rebel Distributors Corp. in its sale to PSS World Medical, Inc.
- Represented the majority shareholder of Evolution Fresh, Inc., in its sale to Starbucks Corp.
- Represented Snak-King Corp. in its purchase of substantially all of the assets of C.J. Vitner Co., a Chicago-based snack company
- Represented Universal Protection Service, a division of Universal Services America, in its acquisition of Security Forces, Inc.
- Represented an online printing service company in the sale of its equity to a strategic buyer
- Represented Lenco Mobile, Inc., in its acquisition of iLoop Mobile, Inc.
- Represented an internet-based healthcare service company in the sale of its stock to a strategic buyer
- Represented Universal Building Maintenance, a division of Universal Services America, in its acquisition of substantially all of the assets of Service Link Commercial
- Represented Vericare Management, Inc., in its acquisition of Symed, LLC, and related entities

- Represented Kelcourt Plastics in its sale to PPC Industries
- Represented Consolidated Precision Products Corp. in its acquisition of Magparts
- Represented PlantSense, Inc., in a venture debt transaction with Western Technology Investment
- Represented Evolution Fresh in the sale of its preferred stock to Fireman Capital Partners
- Represented Advanced Sleep Medicine Services, Inc., in its sale to a subsidiary of High Road Capital Partners
- Represented Universal Protection Service, a division of Universal Services of America, in its acquisition of Shield Security, Inc., and Bower Security, Inc.
- Represented PlantSense, Inc., in a Series A-1 venture round led by Gabriel Venture Partners
- Represented Universal Protection Service, a division of Universal Services of America, in its acquisition of D. N. Security Services, Inc.
- Represented Venbrook Group, LLC, in the sale of a minority interest to an affiliate of Creo Capital Partners
- Represented Vericare Management, Inc., in its collaboration with Rossi Psychological Group
- Represented Lenovo Group Limited in its acquisition of Switchbox Labs
- Represented Etilize, Inc., a provider of high-quality e-commerce-ready data, in its sale of a majority interest to Encodex International GmbH, a wholly owned subsidiary of GfK AG
- Represented Pacific Corporate Group in its acquisition of membership interests in CMS Investment Holdings, LLC
- Represented PlantSense, Inc., in a Series A venture round led by Gabriel Venture Partners
- Represented Creative Circle in its sale of membership interests to an affiliate of Riordan, Lewis & Haden
- Represented Alcatel Lucent (NYSE: ALU) and its subsidiary, Genesys Telecommunications Laboratories, in the acquisition by Genesys of the equity interests of Informiam, LLC
- Represented Transpac Imports in its sale to an affiliate of Linsalata Capital Partners
- Represented ImpediMed Limited, a company listed on the Australian Stock Exchange, in its acquisition of Xitron Technologies, Inc.
- Represented California Wholesale Material Supply, Inc., (CalPly) in its sale to L&W Supply, the distribution subsidiary of USG Corporation
- Represented Longs Drug Stores (NYSE: LDG) in the sale of stores located in California and Colorado to Walgreen Co.
- Represented Ultra Pro LP in the sale of its assets to an affiliate of Marlin Equity Partners, LLC
- Represented Vantage Media in its equity recapitalization with Montgomery & Co., Scale Venture Partners, Tudor Ventures and Integral Capital Partners
- Represented Smith-Cooper International, Inc., in its equity recapitalization with ZS Fund L.P.
- Represented Overland Storage, Inc., (NasdaqGS: OVRL) in its acquisition of Zetta Systems, Inc.
- Represented Vericare Management, Inc., in its Series B Preferred Stock venture financing
- Represented Digital Orchid, Inc., in its acquisition of Blue Tech, S.L.
- Represented Music Reports, Inc., in its sale to ABRY Group
- Represented Adir International, LLC, (dba La Curacao) in the sale of a minority interest to an affiliate of Citigroup Venture Capital

- Represented Professional Appearances, Inc., dba AllHeart, in its sale to Friend Skoler & Co., Inc
- Represented Omni Life Science, Inc., in its acquisition of Apex Surgical, LLC
- Represented Microslet, Inc., (Amex: MII) in connection with multiple private investment in public equity (PIPE) transactions
- Represented SpaceDev, Inc., in a PIPE transaction with Laurus Master Fund, Ltd.
- Represented Evergreen Energy Inc. (f/k/a KFx Inc.) (NYSE: EEE) in a \$48 PIPE transaction
- Represented Axesstel, Inc., (Amex: AFT) in a secondary public offering
- Represented Sport Brands in its acquisition of Cloudveil Mountain Works, LLC
- Represented Verari Systems, Inc., in its Series B Preferred Stock venture financing
- Represented Verari Systems, Inc., in its acquisition of MPI Software Technology, Inc.
- Represented Loudeye Corp. in its acquisition of Overpeer, Inc.
- Represented Ledcor SD Holdings in its acquisition of R.G. Petty Construction
- Represented Miramedica, Inc., in its sale to Eastman Kodak Company
- Represented numerous life science, technology and e-commerce companies and venture capitalists in preferred stock financings

Articles

- Advising Clients in Mergers & Acquisitions: Risk Management Techniques for Today's M&A Transactions, Aspatore Books from West (Thomson Reuters), 2011

Corporate & Securities Law Blog Posts

- "Expert or Arbitrator? Resolving Purchase Price Adjustment Disputes," August 21, 2023
- "Buyer Beware: Delaware Declines to Enforce Sale of Business Non-Compete," January 23, 2023
- "Some Strings Attached: Main Street Lending Program And Private Company M&A," July 13, 2020

Labor & Employment Law Blog Posts

- "Buyer Beware: Delaware Courts Continue to Refuse to Enforce Deal-Based Non-Competes," June 29, 2023
- "Buyer Beware: Tenth Circuit Issues Decision Emphasizing Critical Need for Employment Diligence," September 1, 2022

Media Mentions

Opus Equity Partners Calls on Sheppard Mullin for Counsel in Deals
Daily Journal, 05.09.2017

Opus Equity Partners Calls on Sheppard Mullin for Counsel
Daily Transcript, 05.09.2017

M&A Advisors of the Year
Our City San Diego, 12.2016

Speaking Engagements

Moderator, "Trends in Private Equity and Capital Markets," February 13, 2020, ACG San Diego Capital Connection 2020

Speaker and Panelist, "The Process of Selling Your Business, Which Exit Ramp is Best for You," June 12, 2019, Pacific Premier Bank Client Event

Panelist, "Creating Better Outcomes for Business Leaders with Business and Wealth Management," September 27, 2017, Connect

Panelist, "Exit Options for Companies and Owners," September 19, 2017, Association for Corporate Growth – San Diego: What's Your Exit Strategy

Panelist, "Surviving a Merger or Acquisition- Strategies for All Sides," September 13, 2017, The San Diego CFO Leadership Council

Speaker and Panelist, "When Good Deals Go Bad - How to Avoid Becoming an M&A Casualty," December 11, 2012

Speaker, "Planning and Executing a Successful Sale of Your Company, Helping Clients Get the Right Deal," February 16, 2012, Vistage All-City Conference

Events

Planning and Executing a Successful Sale of Your Company
Third Thursday Emerging Company Webinars
WebEx, 11.18.2010

Memberships

Board of Directors, San Diego Chapter of the Association for Corporate Growth

Board of Directors, San Diego County Bar Foundation

Mergers & Acquisitions Subcommittee, Business Law Section, American Bar Association

Member, State Bar of California

Member, San Diego County Bar Association

Practices

Corporate

Emerging Company & Venture Capital

Family Owned, Closely-Held Businesses and Family Offices

Joint Ventures and Strategic Alliances

Mergers and Acquisitions

Private Equity

Healthcare

Industries

Aerospace & Defense

Cannabis

Emerging Company & Venture Capital

Energy, Infrastructure and Project Finance

Government Business

Healthcare

Life Sciences

Private Equity

Education

J.D., Fordham University, 1997

B.A., Boston College, 1994

Admissions

California

New York