

Mitchell W. Moore, Jr. (Mitch)

Senior Associate
Corporate, Finance and Investments

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Mitch Moore maintains a diversified business transactions practice devoted to M&A, commercial real estate and various corporate matters. He has significant experience with strategic formation and restructuring, capitalization, joint ventures, acquisitions, divestitures, project development and financing in energy, healthcare, technology and real estate. As a former business owner and operator, Mitch has a keen understanding of fundamental business needs which, along with his business acumen, propels his ability to deliver exceptional client service and solutions.

Mitch's corporate practice consists of negotiating and preparing limited liability company agreements, bylaws, joint venture and limited partnership agreements, subscription documentation, private placement offerings, shareholder agreements, resolutions, term sheets, merger agreements, stock and asset purchase agreements, escrow agreements, promissory notes, security agreements, employment agreements, confidentiality and non-disclosure agreements, non-competition agreements and related documents.

Mitch also represents funds, developers and operators in connection with the acquisition, financing, development, leasing, management and disposition of mixed-use, multifamily, office, retail, hospitality and industrial real estate and related assets.

Prior to becoming an attorney, Mitch established and operated a successful graphic design and website development business. Years of writing code, designing logos and developing interactive platforms honed Mitch's acute attention to detail which, along with his creativity, imagination, business and legal experience, enables him to solve complex business and legal issues and consistently deliver immaculate work product.

Mitch is a Terry Foundation alumnus and mentor to current Terry Scholars. He is also an active member of Shriners International and Shriners Hospitals for Children.

Matters

Mergers and Acquisitions

Represented a newly-established subsidiary of Perennial Power Holdings, Inc., a part of the global portfolio of Sumitomo Corporation, a member of the Sumitomo Group headquartered in Tokyo, Japan, which currently owns over 6 GW of power generation worldwide, in connection with forming a joint venture with an affiliate of Development Bank of Japan Inc. and the acquisition of an indirect interest in Lordstown Energy Center, a 940 MW capacity gas-fired combined-cycle power generation facility located in the State of Ohio.

Represented Blue Sprig Pediatrics, Inc. in connection with three separate acquisitions of substantially all of the assets of three autism therapy providers with 10 clinics spanning across Texas, Kentucky, Missouri and Arkansas.

Represented HDG Products, Ltd. (an affiliate of Hunton Group and an industry leader of wholesale distribution of residential and commercial heating, ventilation and air conditioning equipment, parts and supplies) in connection with the sale of substantially all of its assets to Munch's Supply O'Connor, LLC.

Represented Pelagic Equipment and Services Holdings, LLC, an independent specialty supplier of completion and production services for the upstream energy industry, in connection with the acquisition of 100% of the equity interests in TRCW, LLC, a Texas-based company specializing in the remanufacturing and repair of customer-owned valves and related wellhead equipment and the fabricating and repair of subsea risers, riser components and subsea production equipment for offshore energy companies.

Represented Atlas Holdings LLC in connection with the acquisition of 100% of the outstanding shares of EQI Holdings, Inc. by way of a reverse merger between Atlas' newly-formed subsidiary and EQI, a leading global provider of critical supply chain management services, including sourcing, manufacturing and logistics.

Represented Wells Fargo Bank, N.A. in connection with the sale of the primary assets of Trinity CO2 Investments LLC and its subsidiaries, a portfolio company of Morgan Stanley Global Private Equity specializing in enhanced oil recovery (EOR) with projects in the Permian Basin of West Texas.

Represented Bristow Group Inc. (NYSE: BRS), the leading provider of industrial aviation services operating in the offshore oil and gas industry and offering search and rescue and aircraft support services to government and civil organizations worldwide, in connection with entering into an agreement to acquire privately-held Columbia Helicopters, Inc., a leader in heavy-lift helicopter operations servicing end-markets that include defense, firefighting, onshore oil and gas, infrastructure and forestry.

Represented a Houston-based provider of deep- and shallow-water connector solutions to the subsea pipeline industry in connection with its \$42.5 million sale to a subsidiary of a NYSE-listed oilfield services company.

Represented the shareholders of an India-based global manufacturer of ball valves and automation systems in connection with the \$450 million sale of their shares to a NYSE-listed global technology and engineering company.

Represented management in connection with their buyout of the stockholders of Brenham Wholesale Grocery Co., Inc. by operation of merger.

Represented a Texas-based insurance company in connection with the \$27 million sale of

substantially all of the assets of the business to a subsidiary of a NYSE-listed multi-billion dollar financial holding company.

Represented Techcess Group, an industry leader specializing in IT infrastructure management, in connection with the sale of all of its assets to All Covered, the IT Services Division of Konica Minolta Business Solutions USA, Inc.?

Represented a manufacturer and process equipment provider of industrial separation products in connection with a capital raise and refinancing.

Represented a co-owner in connection with the buyout of his partner's shares in a portfolio of commercial and institutional outdoor lighting solutions companies.

Represented Sunland Capital in connection with its acquisition of assets (including real estate) of an upstream oilfield service company.

Represented the owner of a Houston-based industrial pump services company in connection with the sale of all of the capital stock of the company to a Chicago-based private equity firm.

Represented a Houston-based entrepreneur in connection with the strategic restructure of personal investments in 60+ entities involving land development, retail, private equity, specialty finance, oil and gas, industrial and build-to-suit.

Represented an industry-leader of industrial and commercial pipe repair solutions in connection with the sale of all of its assets to a subsidiary of a global manufacturing, products and services company specializing in transportation, building and infrastructure, hospitality, industrial and specialty textiles and chemicals.

Represented the controlling member of a Texas-based oilfield services company in connection with the sale of all of his membership units of the company to an ASX-listed global analytical laboratory and technical services provider.

Represented a Texas-based provider of industrial, medical and specialty gases, equipment and supplies in connection with the sale of the business to a portfolio company of CI Capital Partners.

Represented AEIF Greenlight, LLC, a fund managed by Ares EIF, in connection with its majority investment in Conti Solar, an industry-leading solar power and energy storage development, EPC and O&M company that has successfully developed and installed over 500 megawatts of solar projects.

Represented a major Japanese trading corporation and the foreign investments arm of Kyushu Electric (the utility serving the southernmost of the four major Japanese islands) in connection with the acquisition of economic interests in Kleen Energy, the owner of a 620 megawatt natural gas and fuel oil fired power generating facility in Middleton, Connecticut.

Represented Blue Sprig Pediatrics, Inc. in connection with the acquisition of substantially all of the assets of The Shape of Behavior, Inc., a Houston based autism therapy provider with 22 clinics in four states, including 19 in Texas.

Represented an affiliate of Seidler Equity Partners VI, L.P. in connection with the acquisition of economic interests in Academic Alliance in Dermatology, LLC, a Florida based dermatology company with 19 clinics throughout Florida.

Represented a subsidiary of Greenwell Solutions Holdings, LLC in connection with a reverse

triangular merger with a wholly-owned subsidiary of ProChem Energy Services, Inc., both of which specialize in retail and wholesale sales of oilfield chemicals and related services for wellsite production and mid-stream services.

Represented an affiliate of Cogentrix Energy Power Management, LLC, a portfolio company of The Carlyle Group, in connection with the acquisition of a 612 megawatt wind generation portfolio (comprised of six wind farms in New York), along with a dedicated operations platform, from Noble Environmental Power and General Electric.

Real Estate

Represented Songy Highroads, LLC, a commercial real estate firm based in Atlanta, Georgia with operations across the southern and eastern United States, in connection with forming multiple joint ventures, the acquisition of La Torretta Resort and Spa located on the shoreline of Lake Conroe, Texas, consisting of approximately 303 guest rooms, 52 golf villas and 32 lake villas, together with an 18-hole golf course, driving range, fitness center, spa and related amenities, and the acquisition of an indirect majority interest in the nearby utility plant that serves the resort and the surrounding Del Lago subdivision. Songy plans to transform the resort into the first Jimmy Buffett-themed Margaritaville resort in Texas.

Represented IRI Forest Investments LLC (an affiliate of IKEA group) in connection with two separate acquisitions of timberlands and related timber rights, the first being approximately 4,750 acres located in Alabama and the second being approximately 17,203 acres located in South Carolina.

Represented a North American midstream energy logistics and infrastructure company in connection with securing a long-term ground lease covering approximately 75 acres of unimproved land for the development and operation of a rail terminal, and negotiating a \$200+ million joint venture with a global private equity group.

Represented Midway, in its capacity as a collaborative partner with Texas A&M University, among others, in connection with the formation of joint ventures and securing separate financing for the multifamily, hotel and commercial components of Century Square, an approximately 60 acre upscale multi-phase mixed-use development located in College Station, Texas.

Represented Midway in connection with forming a joint venture to own, develop, lease and manage various mixed-use projects in and around Houston, Texas.

Represented TGS Cedar Port Partners, L.P. in connection with the acquisition of the largest industrial park in the greater Houston market, comprising of approximately 10,600 acres of unimproved land, a 300,000 square-foot rail-served warehouse on approximately 18 acres of land, and approximately 56 miles of rail and associated storage yards, switches and appurtenances.

Represented Midway in connection with the acquisition of 6.4 acres to be used for the expansion of an upscale mixed-use development in Houston, Texas commonly known as CITYCENTRE, which will ultimately entail the development of 740,000 square feet of office space, a 285,000 square-foot, multifamily high-rise, 22,400 square feet of ground-floor restaurant/retail space and a one-acre central green space.

Represented a commercial developer in connection with the acquisition of approximately 40 acres of industrial land and related debt financing.

Represented a commercial developer in connection with the annexation of multiple properties into a

municipal utility district and the negotiation and preparation of various related agreements.

Represented Griffin Partners, Inc. in a joint venture with Wheelock Street Capital, LLC in connection with the acquisition of Loop Central, an office complex consisting of three office buildings totaling nearly 575,000 square feet of rentable space located on a multi-acre site in Houston, Texas.

Represented a subsidiary of PinPoint Investment Partners, based in Houston, Texas, in connection with the formation of a joint venture with a subsidiary of Long Wharf Real Estate Partners V, L.P., based in Boston, Massachusetts, the acquisition of a \$44,300,000 Class A multifamily apartment complex in Houston, Texas, and securing related financing.

Represented PinPoint Investment Partners, based in Houston, Texas, in connection with the acquisition of a \$29,250,000.00 Class A multifamily apartment complex commonly known as the Aria Victoria, located in Victoria, Texas, and in securing related financing.

Represented Texas-based entrepreneurs in connection with the financing and acquisition of a Class A retail strip center in Richmond, Texas.

Credentials

EDUCATION

J.D., South Texas College of Law, cum laude, with honors
B.B.A., Texas A&M University

ADMISSIONS

Texas

ASSOCIATIONS

American Bar Association
Houston Bar Association
State Bar of Texas
Urban Land Institute
The Terry Foundation
Shriners International and Shriners Hospitals for Children

News

CASES & DEALS

November 5, 2019

King & Spalding advises Songy Highroads on a \$66 million financing for the development of a Margaritaville hotel and resort in Lake Conroe, Texas

RECOGNITION

August 21, 2020

The Best Lawyers in America Recognizes 128 King & Spalding Lawyers in its 2021 Guide