



Germain E. DeMartinis

Associate

Philadelphia

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Germain is a former business owner who brings his first-hand experience as an entrepreneur and employer to bear on his practice. He regularly assists clients with entity formation, corporate governance issues, customer and vendor agreements, financing, mergers and acquisitions, asset sales, and securities filings.

Before joining Cozen O'Connor as an associate in the Corporate Practice Group, Germain owned and operated Wheatland Baking, Inc. in Sun Valley, Cal., taking the business from a sole proprietorship to a corporation. In addition to handling the company's day-to-day operations, Germain was responsible for research and development, new product development, production, distribution, and sales. This experience gives him a unique perspective into the business realities his clients face, especially in the emerging company arena.

Germain also has a passion for innovation that allows him to connect on a personal level with entrepreneurial, forward-looking clients. While working for a computer hardware security company before taking up the mantle at Wheatland Baking, Inc., Germain invented and patented three products that were manufactured and distributed. In his role for that company, he traveled to China to establish manufacturing partnerships for the products and was responsible for growing the company by expanding its product line, distribution channels, and sales.

Germain received his J.D., *cum laude*, from Temple University Beasley School of Law and Bachelor of Arts in English and comparative literature studies from Occidental College. While at Temple, Germain was a member of the Rubin Public Interest Law Honor Society and an Academic Core Enrichment Counselor. He also interned with the Philadelphia Office of the District Attorney, Philadelphia VIP, and the Southeastern Pennsylvania Transit Authority (SEPTA).

Experience

Represented Utz Quality Foods, LLC in its acquisition of Inventure Foods, Inc. in a deal valued at \$165 million. The transaction was completed via a cash tender offer for all outstanding shares of Inventure Foods common stock, followed by a merger of a wholly owned subsidiary of Utz into Inventure Foods pursuant to Section 251(h) of the Delaware General Corporation Law. Inventure Foods will operate as a wholly-owned subsidiary of Utz. Inventure Foods manufactures and sells salted snacks under the brands Boulder Canyon®, TGI Fridays™, Nathan's Famous®, Vidalia Brands®, Poore Brothers®, Tato Skins®, and Bob's Texas Style® and has manufacturing facilities in Arizona and Indiana. This complex and multi-faceted transaction drew on the experience of Cozen O'Connor's corporate, tax, labor and employment, benefits, litigation, intellectual property, real estate, and environmental attorneys.

Represented the buyer in a \$5 million stock purchase of a patient health care products provider.

Represented ADO Products, LLC, a distributor of insulation accessories, in connection with its acquisition by TopBuild Corp., a leading purchaser, installer, and distributor of insulation products to the U.S. construction industry.

Represented a private equity client in a private placement offering that raised \$21.35 million for an investment in a Class A office building in King of Prussia, Pa.

Practice Areas

- Business/Corporate
- Corporate
- Emerging Business & Venture Capital
- Mergers & Acquisitions

Industry Sectors

- Cannabis
- Food & Beverage

Education

- Temple University—James E. Beasley School of Law, J.D., *cum laude*, 2017
- Occidental College, B.A., 1998

Bar Admissions

- Pennsylvania

Affiliations

Pro Bono Counsel, Philadelphia VIP

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Represented an insurance-related education provider in connection with its multi-million dollar strategic investment, in the form of debt and equity, in a global thought leader in insurance and risk management. The transaction resulted in the client taking a minority equity interest in the target and drew on the experience of the firm's corporate and intellectual property attorneys.

Represented Beachbody, LLC, in a preferred equity investment from The Raine Group LLC.