



Joseph C. Bedwick

Member

Philadelphia

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Joe concentrates his practice in general business and corporate law, with an emphasis on mergers and acquisitions. Joe is co-chair of Cozen O'Connor's Cannabis Industry Team and is a former hiring partner for the firm.

Joe's corporate practice involves a diverse array of industries, and he has represented clients in transactions occurring at every phase of a business' life cycle. His extensive acquisition experience includes helping clients structure and negotiate business combinations and divestitures, including mergers, asset and stock sales and acquisitions, and joint ventures and strategic alliances in the United States and abroad. He also has significant experience in debt and equity financings and venture capital and other minority investments as well as corporate formations, restructurings, and liquidations. Additionally, Joe provides ongoing legal advice to a number of clients in the areas of licensing, commercial contracts, corporate governance and counseling, stockholder and voting agreements, and employment and non-competition agreements.

As co-chair of the firm's Cannabis Industry Team, Joe has spearheaded the development of a multidisciplinary cannabis practice into a full-service industry team comprised of attorneys from virtually every practice group within Cozen O'Connor and with an industry team representative resident in 13 of the jurisdictions across the country in which cannabis is legal at the state level. He applies his corporate knowledge and counseling background to help clients navigate this rapidly developing regulated industry, most notably in utilizing his mergers and acquisitions experience to structure and document acquisitions of cannabis license holders. Further, Joe provides regulatory advice with respect to cannabis matters to clients in over 15 states. Through this work, Joe and the cannabis team have developed a comprehensive understanding of each such state's cannabis regulations.

Joe received his Bachelor of Arts from the University of Pennsylvania in 1991 and his law degree from the University of Pittsburgh in 1994.

Experience

General Corporate/Mergers & Acquisitions Experience

- Represented the owners of Pyramid LLC (formerly known as Petroleum Products Corporation) and certain affiliates in their sale of the ownership interests of those entities to Penn Products Terminals, LLC, a wholly owned subsidiary of ArcLight Capital Partners, LLC. Pyramid, a midstream oil company, owned and operated a network of 12 storage terminal facilities in Pennsylvania, totaling approximately nine million barrels of storage capacity. ArcLight is a leading private equity firm focused on North American energy infrastructure assets.
- Represented Health Advocate, the nation's leading supplier of healthcare advocacy services, in its nearly \$300 million acquisition by West Corporation.
- Represented Sony Corporation of America in its acquisition of iCyt Mission Technology, Inc., a leading producer of high-performance cell sorters used for stem cell and disease research.
- Represented Sony Corporation of America in its acquisition of Micronics Inc., a developer of near

Practice Areas

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

Industry Sectors

- Cannabis

Education

- University of Pittsburgh School of Law, J.D., 1994
- University of Pennsylvania, B.A., 1991

Bar Admissions

- Pennsylvania

Court Admissions

- Pennsylvania Supreme Court
- U.S. District Court -- Eastern District of Pennsylvania

Affiliations

- American Bar Association
- Pennsylvania Bar Association
- Philadelphia Bar Association
- Philadelphia Bar Association Medical Marijuana and Hemp Committee

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patient point of care devices for disease diagnosis and treatment monitoring.

- Represented a services company in 11 acquisitions over a two-year period with transaction sizes ranging from \$10 million to \$90 million.
- Represented Sony Corporation of America in the sale of its wholly-owned subsidiary, Convergent Corporation, to Ballantyne Strong, Inc. for approximately \$16 million.
- Represented the controlling shareholders of Lehigh Press, Inc., a textbook cover manufacturer, in a \$100 million acquisition by Von Hoffmann Corporation.
- Represented Health Market Science, Inc., a supplier of data on health care professionals and the administrator of one of the largest practitioner-level medical claims databases in the United States, in its acquisition by LexisNexis Risk Solutions, a division of Reed Elsevier.
- Represented Portico Systems of Delaware, Inc. a developer of software solutions to health plan providers, in its acquisition by McKesson Health Solutions, a subsidiary of McKesson Corporation, for approximately \$90 million.
- Represented Media IQ, LLC, a media audit and benchmarking technology company, in its acquisition by Procurian, Inc.
- Represented a medical device reseller and distributor in a joint venture with an Israeli company.
- Represented American Collectors Insurance, an insurance managing general agent providing specialty insurance for collector cars and other collectibles, in its acquisition by NSM Insurance Group.
- Represented McIntyre Risk Management, LLC, a retail insurance broker providing commercial and risk management insurance products and services, in its acquisition by the international insurance brokerage firm, Arthur J. Gallagher & Co.
- Represented a client in the redomestication and change in entity of 16 entities, in which the entities went from Pennsylvania S-corporations or limited liability companies to Delaware limited liability companies.
- Represented Clark Capital Management Group, Inc. in connection with the sale of a large portion of its investment advisory business to AssetMark, Inc. The asset purchase agreement was negotiated in a compressed time frame and involved complicated issues relating to separating the portion of the business being sold from that being retained.

Cannabis Experience

- Served as Acreage Holdings, Inc.'s U.S. corporate counsel in its reverse takeover of Toronto-based Applied Inventions Management, resulting in the listing of Acreage shares on the Canadian Securities Exchange, and the company raising \$314 million ahead of its trading debut.
- Represented Acreage Holdings, Inc. in connection with its acquisition of Form Factory, Inc., a cannabis manufacturer, co-packer, and distributor headquartered in Portland, Ore.
- Represented Acreage Holdings, Inc. in a loan transaction with a cannabis facility in which Acreage will be managing through a management services agreement.
- Serve as lead U.S. corporate counsel to Acreage Holdings, Inc., and its subsidiaries and affiliates, providing advice and counsel on a multitude of legal issues relating to the operation of the company's business and the cannabis industry in general.

- Represent company provider of micro-taggant based product tracking systems to state agencies managing licensed cannabis programs in corporate formation, fundraising, and in negotiating a master services agreement with its chief technology partner.
- Provide corporate formation, fundraising, and CBD-related advice to beverage company with respect to CBD-infused beverages.
- Represent cannabis testing company in formation issues, preparation of limited liability company agreement, and an initial round of equity financing.
- Represented a multi-state owner of cannabis licenses and assets in connection with an agreement to acquire, by merger, a California corporation holding a license for a cannabis dispensary in Oakland.
- Represent cannabis investment company in the acquisition of a Pennsylvania license holder.