ArentFox Schiff LLP
Attorneys

Jay L. Halpern

PARTNER AND BEVERAGE & FOOD INDUSTRY GROUP CO-LEADER

Jay focuses on corporate finance, mergers and acquisitions, corporate structuring, joint ventures, venture capital, and general corporate law.



Industries

Beverage & Food
Consumer Products
Hospitality
Private Companies
Venture Capital & Emerging Businesses

Practices

Corporate & Securities
— Private Equity
Finance

International

Europe

Education

Duke University School of Law, JD, with honors, 1989

Emory University, BA, with honors, 1986

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Jay has three decades of experience helping clients achieve their growth objectives through acquisitions, financings, and joint ventures. He works with public and private companies, private equity funds and portfolio businesses, and venture-capital firms. Jay also leads the firm's Beverage & Food Group.

Known for his strategic, practical, and business-savvy advice, Jay represents companies in the beverage (alcohol and non-alcohol), restaurant and food, hospitality, consumer products, manufacturing, digital media, and technology industries.

He is recognized in *Legal 500*, *Best Lawyers*, and *Super Lawyers* as one of the top corporate attorneys in the US.

Representative Transactions

Represented Deutsch Family Wine & Spirits in acquisitions and joint ventures including Cantera Negra Tequila, Gray Whale Gin, Redemption Whiskey, Beau Joie Champagne , Bib & Tucker, Masterson's Rye, Bellacosa, and dispositions of Eppa Sangria, Skyfall, and Ruta 22.

Represented global restauranteur HMSHost in commercial agreements and acquisitions, including the purchase of Stellar Partners, Inc.; Concession Management Services, Inc.; and Pacific Gateway Concessions, LLC.

Represented Vox Media in the acquisitions of *Punch*, an award-winning cocktail website founded by Penguin Random House; and Criminal Productions, the narrative audio storytelling studio that launched popular podcasts, including the critically acclaimed podcast "Criminal."

Represented SunBridge Capital in equity investments, including FJ Capital Long/Short Equity Fund, LLC; Peaceable Street Capital; Anchor BanCorp; Arena Analytics Inc.; FNBH Bancorp, Inc.; Georgia Commerce Bank; Old Line Bancshares; Hometown Bankshares; Seacoast Banking Corporation; Oakview National Bank; F&M Bank Corp.; Northern States Financial Corporation; BNC Bancorp; Community Bank Shares of

Indiana; Bank of the Carolinas; Sun Bancorp; Centrue Financial Corporation; Ameris Bancorp; Floridian Community Holdings; and United Community Financial Corp.

- Represented Domino's Pizza Group in acquiring franchise operations in the United Kingdom, Ireland, Iceland, Germany, Switzerland, Lichtenstein, and Luxembourg.
- Represented Choice Hotels International, Inc., a NYSE-listed company with more than 7,000 franchised hotels, with hotel acquisitions, mezzanine financing, and joint ventures, including with Och-Ziff and Fillmore Capital Partners.
- Represented José Andrés ThinkFoodGroup LLC with acquisitions, equity financings, and loans, as well as joint ventures, strategic alliances and licensing agreements with Ritz-Carlton, Mandarin Oriental, Host International, Inc., The Cosmopolitan, and SBE for projects in Doha, Marrakech, Las Vegas, Miami, Tysons Corner, and Puerto Rico.
- Represented Real McCoy Spirits Corp., an award-winning artisan rum company, in equity financing from Constellation Brands.
- Advised Rubicon Partners, a London-based private-equity firm, on transactions involving several portfolio companies, including Goodridge Limited, Crimson Tech, Inc., Calumet Photographic, Sparex Holdings Limited, Gentech International Ltd., Totton Pumps Ltd., and Diemold Service Company.
- Advised Tupperware Brands with corporate and distribution matters.
- Represented Silver Diner, Inc. in its acquisition by a leading New York-based private equity fund, and in credit facilities with General Electric Capital, EagleBank, and Federal Realty Investment Trust.
- Represented a National Basketball Association team in a $125 million private equity offering.
- Assisted Sentry Group with the acquisition of Schwab Corp., as well as strategic investments and license agreements.
- Negotiated multiple acquisitions and joint ventures on behalf of a London-based global leader in steel-industry analysis.
- Assisted Silversea, a leading international luxury cruise line, with the refinancing of a $280 million credit facility.
- Represented Turkven, a leading Istanbul-based private equity fund, in its acquisition of the Domino's Pizza operations in Turkey.
- Structured a financing program for Medtrx, LLC, a New York-based healthcare lender.
- Structured the buyout of a US and Canadian joint-venture partner on behalf of Aichi Corporation, a global Japanese heavy equipment manufacturer and handled all contracts for the establishment of the manufacturer's US operations.

Publications, Presentations & Recognitions

Jay is routinely recognized as one of the best corporate lawyers in the US by industry publications *Legal 500*, *Best Lawyers*, and *Super Lawyers.*

Jay has spoken at industry conferences on topics including financing strategies, private placements, venture capital, and multi-unit growth. He is quoted regularly in print and digital media, including in *The Wall Street Journal*.

In 2021, Jay's alert, "Advertising on Social Media: Key Considerations for Alcohol Brands," was among the top 10 most read alerts on the topic of Social Media across JD Supra.

Bar Admissions

District of Columbia

Virginia