



JOSEPH F. HIPSKIND, JR.

PARTNER

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Joe Hipskind is a partner in the Financial and Real Estate Services practice group. He has particular experience advising entrepreneurs, private equity firms and family offices in connection with their investments in portfolio companies. He assists companies in all stages of growth.

Joe counsels clients on a wide range of corporate and franchise matters and real estate transactions, including mergers and acquisitions, divestitures, commercial and residential development, leasing and commercial finance.

Joe has extensive experience representing franchisees, retailers, homebuilders, auto dealers, commercial tenants and sports facility owners across the U.S. He handles documentation and negotiation of partnership, LLC, joint venture, acquisition, leasing, franchise, development and easement agreements. His practice frequently involves representation of entrepreneurs involved in buying and developing multi-unit and other franchise development rights.

He represents both local and regional borrowers and lenders, as well as insurance companies, in the negotiation of general commercial loans, development loans and equity financing transactions. The matters range widely in terms of size and collateral.

Joe also has extensive experience negotiating license agreements for professional athletes and has handled relocation and acquisition matters involving NFL and NHL teams.

EDUCATION

- Vanderbilt University School of Law (J.D., 1993)
- Northwestern University (B.S., 1989)

PROFESSIONAL ACTIVITIES

- The Missouri Bar
- Illinois Bar Association
- St. Louis University School of Law, Adjunct Professor of Law (2002-2019)

ACCOLADES

- The Best Lawyers in America®; Business Organizations (including LLCs and

SERVICES AND INDUSTRIES

Corporate
Entrepreneurship Through Acquisition
Debt Finance
Emerging Companies
Franchising and Distribution
Franchise Business Acquisitions
Mergers and Acquisitions
Outside Corporate Counsel
Real Estate
Private Equity and Venture Capital
Sports, Media and Entertainment

ADMISSIONS

Missouri
Tennessee
Illinois

Partnerships), (2019-present); Real Estate Law (2020-present); Corporate Law (2021-present); Sports Law (2023)

- Missouri/Kansas Super Lawyers®, Business/Corporate Law (2011-2012)
- Named among the “40 Under 40” by the *St. Louis Business Journal* (2006)
- First Annual Ashley Children's Award, Legal Services of Eastern Missouri (1995)

BACKGROUND

Prior to joining Armstrong Teasdale, Joe spent more than 17 years in private practice at an area law firm, where he served as chairman of the General Business Division and vice chair of the Private Business Division. Before that, he worked as an associate at Armstrong Teasdale, advising clients on corporate and real estate matters.

EXPERIENCE

Acquisitions of Wellness Franchises Across Multiple States; Divestiture of Portfolio

Represented a client in its acquisition of wellness franchises across multiple states and its eventual divestiture of the portfolio.

Acquisitions of Quick-Service Franchise Restaurants; Portfolio Structuring; Financing; Franchisor Negotiations; 1031 Real Estate Exchanges

Represented a private investment firm in its portfolio structuring and financing for, and acquisition of, quick-service franchise restaurants, including entity formation, franchise and area development agreement negotiations, and real estate purchases and 1031 exchanges.

\$100 Million+ Multi-State Franchise Restaurant Acquisitions

Represent portfolio companies of a large family office in their acquisition of 100+ quick-service franchise restaurants across multiple franchise concepts for over \$100 million in aggregate consideration, including entity formation, portfolio structuring, development and franchise agreement negotiations with the franchisors, purchase and leasing of real estate, commercial contracts and other legal matters.

Acquisition of Early Childhood Franchisor; Ongoing Development and Real Estate Work

Represented a micro private equity fund in the acquisition of a national franchisor of early childhood centers. Ongoing involvement with the company includes corporate formation, business acquisitions, real estate acquisitions and real estate development.

Self-Funded Acquisitions of Texas Automotive Services Franchises; Franchise Agreements; Real Estate

Represented self-funded searcher in corporate formation, structuring, financing and acquisition work along with the negotiation of multiple franchise agreements for automotive services franchised locations in Texas. Also handle ongoing leasing, acquisition and sale of real estate for the searcher.

Search Fund Formation, Structuring and Acquisitions of Early Childhood Centers; Credit Facility

Represented search fund in formation, structure and acquisition of early childhood centers throughout the United States. Representation has continued with the

acquisition of 25 school locations and associated real estate throughout 2023 with a total value in excess of \$38 million, as well as the closing of a \$37 million credit facility.

Self-Funded Acquisitions of Drive-Thru Coffee Franchises; Franchise Agreements; Real Estate

Represented self-funded searcher in corporate formation and structuring along with the negotiation of a franchise development agreement and multiple franchise agreements for a multi-state expansion of this drive-thru coffee franchise. Ongoing representation includes acquisition of purchased and leased real estate in the Northeastern United States.

Self-Funded Acquisitions of Pizza Franchisee; Franchise Agreements; Leased Real Estate

Represented self-funded searcher in corporate formation and structuring along with the negotiation of multiple acquisitions, franchise agreements and leases for a Michigan-based pizza delivery franchisee.

Self-Funded Acquisitions of Drive-in Fast-Food Franchises; Franchise Agreements; Leased Real Estate; Financing

Represented self-funded searcher in multiple acquisitions, franchise agreements and leases of drive-in fast-food franchises in the Southeastern and Southwestern United States. Handled negotiation of multiple credit facilities for the acquisitions.

Self-Funded Acquisitions of Gas Stations, Convenience Stores

Represented self-funded searcher in corporate formation and structuring along with the negotiation of multiple acquisition agreements, supplier agreements and leases for a Florida-based acquirer of gas stations and convenience stores.

Represented Search Fund in Acquisition of Multiple Franchised Businesses

Represented a micro private fund through its entire life cycle, from fund formation through exit, in the acquisition of nationally recognized franchises of fast food restaurants, automotive service providers and personal services in the Southeastern U.S., Southwestern U.S. and California. Ongoing involvement with the company included corporate formation, business acquisitions, employment agreements, commercial contracts, real estate acquisitions, real estate development and eventual exit from the verticals.

Self-Funded Acquisitions of Early Childhood Centers

Represented self-funded searchers in the acquisition of early childhood centers in the Midwest and Southeast as well as provide the company with ongoing advice regarding legal compliance.

Structuring of Dental Roll-up Fund

Represented a micro private equity fund in formation, tax structuring, securities compliance and acquisition of equity investors for a roll-up of dental providers.

150+ Acquisitions, Ongoing Corporate Counsel for National Veterinary Clinic Consolidator

Represent a national veterinary clinic consolidator as its general corporate counsel from its initial stages through multiple private equity recapitalizations, including representing the client in the acquisition of 150+ veterinary clinics across the United States, legal compliance, corporate governance and equity transfers, real estate and leasing, employment, financing, intellectual property and trademarks, immigration, technology

contracts and data privacy, and commercial contracts.

Acquisition of Automotive Body Shops

Represented a micro private equity fund in acquisition of automotive body shops throughout the Northeastern United States.

Acquisition of Reproductive Services Provider; Negotiation of Provider and Service Agreements

Represented a micro private equity fund in formation, structuring, acquisition, diligence and financing of reproductive services company. Ongoing representation of the company in the review and negotiation of complex commercial contracts.

Acquisitions, Corporate Counsel for National Consolidator of Medical Aesthetics, Cosmetic Dermatology and Plastic Surgery Clinics

Represent a consolidator of medical aesthetics, cosmetic dermatology and plastic surgery clinics across the United States as its general corporate counsel, including representing the client in the structuring and acquisition of clinics across multiple states, financing, real estate and leasing, and intellectual property and trademarks.

Acquisitions of Pain Management and Ambulatory Surgery Centers

Represented acquirer of medical practices and surgery centers specializing in treatment of pain and spine conditions in the acquisition of pain management and ambulatory surgery centers across multiple states.

\$47 Million in Acquisitions for Engineering Planning and Design Firm

Represented the buyer, an engineering planning and design services firm, in the acquisition of three engineering companies located in California, Colorado and Texas, for a total value of approximately \$47 million.

Multimillion-Dollar Private Offering and Controlling Interest Acquisition in Franchisor

Represented a group of investors in a multimillion-dollar private offering and acquisition of a controlling interest in a leading U.S. dog daycare franchisor. Handled investment documentation for private offering by buyer entity, operative documents for the acquisition, and conduct of due diligence.

Acquisition of Franchise Restaurants

Represented a private investment firm in its acquisition of franchise restaurant outlets across multiple states. Handled the acquisition agreement and other operative documents, due diligence, franchise documentation and licensing.