Akerman

Beppy Landrum Owen

Partner

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Practice

Corporate

Education

J.D., University of Virginia School of Law, 2001; Managing Editorial Board, *Virginia Environmental Law Journal*; International Law Students Association

B.A., Rollins College, 1996; English, cum laude, Communications Minor, German Minor, with honors, Algernon Sydney Sullivan Medallion Award

Friedrich Schiller University, 1994; Jena, Germany

Bar Admissions

Florida

Beppy Owen is a transactional attorney with significant experience in mergers and acquisitions negotiations, investment opportunity analysis, debt and private equity financing transactions, real estate acquisitions and leasing transactions, intellectual property transactions, and other complex business transactions. She provides corporate counseling to and negotiates on behalf of several multi-billion dollar global and national commercial leaders in the logistics, energy, and healthcare sectors, and has significant experience representing individual business executives in connection with the negotiation of executive employment agreements, long-term compensation arrangements, and change of control agreements.

Beppy is co-chair of the firm's Senior Living Facilities practice, having significant experience in acquisition, financing, and leasing transactions for major healthcare industry clients, particularly in the long term care sector. Representative experience includes corporate and investment structuring, merger and acquisition negotiations, due diligence analysis, debt and private equity financing, and coordination with healthcare regulatory counsel on licensing, Medicare and Medicaid reimbursement, HIPAA, Stark, anti-kickback, and other regulatory compliance matters.

Areas of Experience

Healthcare M&A and Joint Ventures

Mergers & Acquisitions and Private Equity

Senior Living Facilities

Representative Experience

Corporate M&A Healthcare Transactions

- Ongoing representation of national healthcare provider in long-term care industry having operations and management responsibility for approximately 200 healthcare facilities and annual operating revenue of approximately $2 billion; representation includes corporate and operational advice and acquisitions and financing of additional operations. Typical transaction(s) value: multimillion.
- Represented national operator and manager of approximately 70 healthcare facilities with annual operating revenue of approximately $500 million in the sale of equity interests in the company's operating portfolio. Transaction value: multimillion.
- Represented national operator and manager of approximately 15 healthcare facilities with annual operating revenue in excess of $100 million in a multimillion dollar purchase of real estate from REIT owner, financed by a significant syndicated debt refinancing and a simultaneous private equity raise. Transaction value: multimillion.
- Created and represented new operating companies and real estate purchaser and represented existing management companies in CHOW transaction involving real estate and asset acquisition, change of control, management services and leasing transactions for acquisition of operations of licensed nursing home and long-term care facilities located in the northeast; negotiated real estate and other asset acquisition terms; negotiated new debt financing and existing debt restructuring terms; coordinated simultaneous closings of acquisition, healthcare regulatory, leasing, operations management and financing transactions. Transaction value: multimillion.
- Created and represented new portfolio of companies in CHOW transaction involving complex series of change of control, management services and leasing transactions for asset acquisition of portfolio of licensed skilled nursing and long-term

care facilities located in the mid-Atlantic region; negotiated asset acquisition transaction terms; negotiated debt and private equity financing transaction terms; negotiated terms of master leases with private and REIT real estate owners; coordinated simultaneous closings of acquisition, healthcare regulatory, leasing, operations management and financing transactions. Transaction value: multimillion.

- Created and represented new portfolio of companies (70+ entities) in CHOW transaction involving complex series of change of control, management services and leasing transactions, with related REIT lessor, lender and HUD approvals, for acquisition of operations of portfolio of licensed nursing home and long-term care facilities located throughout United States; assisted with state licensure, Medicare and Medicaid provider enrollment and related regulatory matters; coordinated simultaneous closings of acquisition, healthcare licensing, real property leasing, operations management and financing transactions. Transaction value: in excess of $500 million.
- Represented real property owner in connection with the negotiation of an operating lease, concurrently negotiated with a development agreement, for a new multi-million, 180-unit luxury retirement community (including independent living, assisted living, and memory care units) planned as the anchor component of a comprehensive health care complex in Central Florida. Transaction value: multimillion.

Executive Compensation

- Negotiated executive employment agreements, including complex payout structure of long-term equity compensation, for top executive management team of REIT in healthcare industry for positioning in public sale. Transaction value: in excess of $200 million.
- Negotiated executive employment agreements, including complex payout structure of long-term equity compensation and employee stock purchase agreements for top executive management team of advisor to REIT in healthcare industry; negotiated termination and severance packages upon employer change of control in merger transaction; represented top executive management team as shareholders in merger transaction. Transaction value: in excess of $5 billion.

- Negotiated executive employment agreements, including complex payout structure of long-term equity compensation, for top executive management team of advisor to REIT in hospitality industry; represented top management executive team as shareholders in merger transaction. Transaction value: in excess of $70 million.

Other Corporate Transactions

- Represented global logistics company in strategic acquisition of Canadian operations; negotiated terms of acquisition agreement; coordinated with local antitrust counsel on Canadian competition issues; coordinated with client on strategic PR campaign related to transaction. Transaction value: multimillion.
- Represented successful bidder in stalking horse bid transaction for §363 acquisition of assets of intellectual property company out of bankruptcy; negotiated terms of acquisition agreement and related private equity financing documents; negotiated terms of key executive employment agreements; appeared in bankruptcy court to successfully advocate for bid approval; negotiated order for bankruptcy court approval of transaction. Transaction value: multimillion.
- Coordinated analysis of entertainment and technology industry company☐s status on various corporate, intellectual property, tax, securities and employment law matters in preparation for fundraising and pre-listing on London's Alternative Investment Market. Transaction value: multimillion.

Published Work & Lectures

- Akerman's *Guide to Doing Business in Florida: A Legal Guide for Out-of-State and Foreign Businesses*, Editor, 2016
- 2015 Akerman U.S. Real Estate Industry Report, Contributor
- 2015 ULI Florida Summit, Medical & Healthcare Development Council, Speaker, "Legal Issues in Health Care Real Estate Transactions: How's your CHOW'" June 4, 2015
- Akerman Real Estate CLE, Presenter, "Health Care Issues in Real Estate Transactions," April 15, 2015
- Akerman's *Guide to Doing Business in Florida: A Legal Guide for Out-of-State and Foreign Businesses*, Editor, August 2013

- Akerman's *Guide to Doing Business in Florida: A Legal Guide for Out-of-State and Foreign Businesses,* Co-Editor, August 2011

Court Admissions

- U.S. District Court, Middle District of Florida

Professional Memberships & Activities

- Akerman's Senior Living Facilities Practice Group, Co-Chair
- Lex Mundi Health Care & Life Sciences Practice Group, North American Regional Vice Chair
- The Florida Bar, Business Law Section, Member
- The Florida Bar, Health Law Section, Member
- University of Central Florida Global Peace and Security Studies Program, Public Advisory Board Member
- University of Central Florida Isle of Man Small Countries Program, Public Advisory Board Member
- University of Virginia Club, Member
- Orlando Area Committee on Foreign Relations, Chair
- The Bach Festival Society of Winter Park, Board of Trustees and Development Committee Member
- Rare Book School, Board Member, Officer and Executive Committee
- Grolier Club, Member