



HILL WARD HENDERSON
ATTORNEYS AT LAW
TAMPA | CLEARWATER

The Hill Ward Henderson Mergers and Acquisitions Team Announces Recent Transactions

Hill Ward Henderson (HWH) advised clients in these selected publicly announced mergers and acquisitions (M&A) deals. Our engagements were both buy-side and sell-side, and involved strategic and private equity clients. These deals reflect our participation in the very active mergers and acquisitions deal market. We also handled a number of confidential transactions that are not listed, bringing the total to over \$1 billion.

We deeply appreciate our clients' confidence in entrusting us to handle these important transactions. We know that we are in business because of this support and confidence from our clients.



Freedom Boat Club Sale to Brunswick Corporation

A team of Hill Ward Henderson attorneys represented the sole shareholder of Freedom Boat Club and its related entities in the sale of the company to Brunswick Corporation, a market leader in the marine industry. This transaction closed on May 20, 2019.

Our core team was led by Reid Haney and Eric Hall, and included Prestin Weidner (tax) and Justin Wallace (tax).

About Freedom Boat Club

Freedom Boat Club, founded in 1989, is the largest boat club operator and the premier marine franchisor in the nation. FBC and its franchisees service over 20,000 members, providing them with access to a fleet of nearly 2,200 boats at approximately 170 company-owned or franchised locations across 30 states, Canada and Europe. For more information visit <https://freedomboatclub.com/>.

Argus Dental & Vision, Inc. Sale to Aflac

The firm represented Tampa-based Argus Dental & Vision, Inc. and its owner in its sale to Columbus, Ohio-based Aflac Incorporated. Argus is a Tampa-based benefits organization and national network dental and vision company. The buyer, Aflac Incorporated, is a Fortune 500 company, helping to provide protection to more than 50 million people through its subsidiaries in Japan and the U.S. Aflac proposes to use Argus as a national platform for dental insurance.

Our core team was led by Dave Felman and Matt Lastinger, and included Eric Hall, Justin Wallace (tax), Prestin Weidner (tax), Scott Dibbs (real estate), Kirsten Vignec (employee benefits), Trey Baldy (intellectual property), and Jeff Wilcox (employment).

About Argus Dental & Vision, Inc.

Argus Dental & Vision, Inc. is a premier benefits organization and national network dental and vision company. Visit <https://argusdental.com/> for more information.



Portfolio Company Medical Neurogenetics, LLC Acquired by LabCorp

A team of Hill Ward Henderson attorneys represented Medical Neurogenetics, LLC in its acquisition by Laboratory Corporation of America Holdings, more commonly known as LabCorp. Medical Neurogenetics, LLC was a portfolio company of HealthEdge Investment Fund II, LP. Our firm represented HealthEdge in its investment in MNG in 2015, and represented MNG from that investment through the sale to LabCorp in 2019.

Our core team was led by Dave Felman and Prestin Weidner, and included Zachary Watt (corporate), Bret Hamlin (benefits) and Trey Baldy (intellectual property).

About Medical Neurogenetics, LLC

MNG Laboratories is an internationally recognized clinical diagnostic leader that specializes in neurogenetic and complex biochemical testing. For more information, visit www.mnglabs.com/



Baldwin Risk Partners Acquisitions

The firm represented Baldwin Risk Partners, one of the fastest growing independent insurance brokerage firms in the country, in its acquisitions of other insurance agencies. Since July 1, 2018, the firm has closed numerous acquisitions for BRP and its subsidiaries, the most significant of which are the acquisitions of Lykes Insurance, Inc. (closed March 20, 2019) and Millennial Specialty Insurance, LLC (closed April 1, 2019).

Our team for these acquisitions was led by Dave Felman, Prestin Weidner and former attorney Matt Pipes, and also included Kirsten Vignec (employee benefits).

About Baldwin Risk Partners

Baldwin Risk Partners is an insurance distribution holding company with a diverse portfolio of services. It takes a tailored approach to insurance, risk management and employee benefits. Visit <https://baldwinriskpartners.com/> for more information.

Paradise, Inc. Sold to Seneca Foods

Hill Ward Henderson represented Paradise, Inc., a leading provider of candied fruit products and producer of molded plastics, in the sale of its fruit business to a subsidiary of Seneca Foods Corporation, and in the related proxy solicitation.

Our core team was led by Dave Felman, and included Eric Hall, Roland Chase (corporate/securities), Zachary Watt (securities), Prestin Weidner (tax), Gordon Hill (employment), and Kirsten Vignec (benefits).

About Paradise, Inc.

For nearly three-quarters of a century, Paradise, Inc., has produced, packed and distributed its brands of Candied Fruit, which have been the favorites of homemakers and commercial bakers throughout North America. Visit <https://www.paradisefruitco.com/> for more information.



Loop, LLC Sale to Affinitiv, Inc.

A team of Hill Ward Henderson attorneys and paralegals represented Loop, LLC in its sale to Affinitiv, Inc., in a highly strategic merger which will combine two industry-leading platforms to create the largest provider of data-driven marketing and software solutions exclusively focused on the automotive customer.

Our core team was led by Dave Felman, Eric Hall, and Ryan Angel, and included Zachary Watt (finance), Prestin Weidner (tax), Justin Wallace (tax), and Scott Dibbs (real estate).

About Loop, LLC

Loop, LLC, also known as AutoLoop, which was formed in 2005, is a Tampa Bay-based leading provider of software solutions to the automotive market. Visit <https://www.autoloop.com/> for more information.



LDRV Holdings Corp. Acquires Alliance Coach, Inc.

We represented LDRV Holdings Corp., a subsidiary of LazyDays Holdings, Inc., in its acquisition of Alliance Coach, Inc., which closed on August 1, 2019. Located just outside Ocala, Florida, Alliance Coach is a premier RV dealership with strong brands such as Thor, Forest River, Holiday Rambler, Renegade and Vanleigh. This acquisition marks Lazydays' continued geographic expansion. With this latest addition, Lazydays now operates seven dealerships in five states: Florida, Colorado, Arizona, Minnesota and Tennessee.

Our team included Ryan Angel, Dave Felman, and Scott Dibbs (real estate).

About LazyDays Holdings, Inc.

Lazydays, The RV Authority™, is an iconic brand in the RV industry. Home of the world's largest recreational dealership, based on 126 acres outside of Tampa, Florida, LazyDays also has dealerships located throughout the United States. Please visit <https://www.lazydays.com/> for more information.



BioDerm, Inc. Acquisition of Woundcare Resources, Inc.

Hill Ward Henderson represented BioDerm, Inc. in all aspects of its acquisition of 100% of Wound Care Resources, Inc. and Wound Care Resource Sales, Inc. This transaction was an important strategic and highly synergistic add-on acquisition for BioDerm, Inc.

Our team was led by Reid Haney, and included Ryan Angel, Ryan McConnell, and Justin Wallace (tax).

About BioDerm, Inc.

BioDerm is a manufacturer of proprietary hydrocolloid products for urinary management, securement, infection control and skin protection. The company creates products that reduce infection rates and add comfort and reliability. For more information, visit <http://www.bioderminc.com/>.



HireQuest, Inc. Merger with Command Center, Inc.

The firm represented HireQuest Holdings, LLC in its merger with Command Center, Inc., creating HireQuest Inc. The firm also represented the company in its pre-merger re-organization.

Our team was led by Dave Felman and Roland Chase, and included Eric Hall, Zachary Watt (corporate/securities), Prestin Weidner (tax), and Justin Wallace (tax).

About HireQuest Holdings, LLC

HireQuest, Inc. is a staffing company operating primarily in construction, light industrial, manufacturing, hospitality and event services. Visit <https://www.hirequest.com/> for more information.



Industrial Truck & Equipment, LLC Acquires Tampa Crane & Body, Inc.

A team of Hill Ward Henderson attorneys and paralegals represented Industrial Truck & Equipment, LLC, in its acquisition of Tampa Crane & Body, Inc., which offers refuse, crane and truck equipment product sales, service, and parts throughout Florida. The transaction closed on March 8, 2019.

Our core team was led by Ryan Angel and Dave Felman, and included Zachary Watt (credit facility) and Justin Wallace (tax).

About Industrial Truck & Equipment, LLC

Industrial Truck & Equipment, LLC is part of a network of related entities that are engaged in the business of selling, servicing and renting trucks and parts related to refuse trucks, truck mounted cranes and a wide variety of truck equipment products. For more information, visit www.tampacrane.com.