



HILL WARD HENDERSON
ATTORNEYS AT LAW
TAMPA | CLEARWATER

The Hill Ward Henderson Mergers and Acquisitions Team Announces Recent Transactions

Hill Ward Henderson (HWH) recently 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.



Mangrove Equity Partners, LP/JBM Patrol and Protection Corp.

Hill Ward Henderson advised Tampa-based private equity client Mangrove Equity Partners on its formation of Platform Protection and Security, Inc. ("PPS"), a joint venture holding company between affiliates of Mangrove Equity Partners and Sunlake Capital, LLC, and PPS's subsequent acquisition of JBM Patrol and Protection Corp., a provider of contract security, security guard, executive protection and loss prevention services.

Our team was led by John Connery and included Matt Tyson, Prestin Weidner (tax), Scott Dibbs (real estate) and Melanie Hancock Brown (employee benefits).

Mangrove Equity Partners, LP/Shields Business Solutions, Inc.

Hill Ward Henderson advised Tampa-based private equity client Mangrove Equity Partners on its acquisition of Shields Business Solutions, a provider of ATM sales and service, armored car security and cash-in-transit services.

Our team was led by John Connery and included Ajay Malshe, Prestin Weidner (tax), Eric Hall, Scott Dibbs (real estate), Melanie Hancock Brown (employee benefits) and Trey Baldy.

About Mangrove Equity Partners, LP

Mangrove Equity Partners, LP is a Tampa, Florida-based lower middle-market private equity firm. Mangrove has 100+ years collective reputation as effective, fair, flexible, and honorable partners to company owners and managers. Please visit <http://mangroveequity.com/> for more information.



LDRV Holdings Corp./Tennessee RV Sales and Service, LLC

We represented LDRV Holdings Corp., a subsidiary of LazyDays Holdings, Inc., in its acquisition of Tennessee RV Sales and Service, LLC, which closed on December 5, 2018. Located just outside Knoxville, TN, Tennessee RV is a premier RV dealership and a short drive from the entrance to Great Smoky Mountains National Park, the most visited National Park in America with over 11 million annual visitors. Tennessee RV is a regular recipient of the RVBusiness Top 50 Dealer Award.

Our team included Dave Felman, Ryan Angel 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.



KLH CAPITAL

Atchafalaya Measurement, Inc./Southern Petroleum Laboratories, Inc.

We represented Atchafalaya Measurement, Inc., a Louisiana-based portfolio company of KLH Capital, in its sale to Southern Petroleum Laboratories, Inc., which closed on December 31, 2018. Southern Petroleum Laboratories, Inc. is an industry leader in hydrocarbon production measurement services.

Our team included Kevin Sutton, Ryan Angel, Matt Tyson and Prestin Weidner (tax).

About Atchafalaya Measurement, Inc.

For more than 35 years, Atchafalaya Measurement, Inc. has provided industry-leading measurement services to oil and gas companies in the United States. With their extensive knowledge of liquid and gas measurement, electrical, instrumentation and automation services, and their highly-qualified team of experts, Atchafalaya Measurement, Inc. is recognized as an industry leader in hydrocarbon measurement. For more information, please visit <http://atchafalayameasurement.com/>.



Fairbourne Properties, LLC

We represented Fairbourne Properties, LLC, a Chicago-based real estate investment and property management company in its joint venture with CB Richard Ellis Investors and in its negotiation of a property management agreement for the Marketplace at Seminole Towne Center. The Marketplace at Seminole Towne Center is a 484,520 SF retail center in Sanford, Florida that was previously owned by Weingarten Realty Investors.

Our team included John Connery, Roland Chase, Tyler Hill (real estate) and Justin Wallace.

About Fairbourne Properties, LLC

Fairbourne Properties, LLC is a full service real estate investment and property management company focusing on acquiring, managing and asset management. For more information, visit <https://www.fairbourne.com/>.



KLH Capital/Shenandoah General Construction, LLC

A team of Hill Ward Henderson attorneys and paralegals represented KLH Capital in its partnership with the management team of Shenandoah Industrial Solutions, LLC, to complete a recapitalization of the business.

Our core team was led by Eric Hall and included Zach Watt and Justin Wallace.

About Shenandoah Industrial Solutions, LLC

Shenandoah Industrial Solutions, LLC provides storm drainage and sewer system inspections, cleanings, and CIPP rehabilitation services through two divisions, Shenandoah and Shen-Line. Founded in 1976, the company has expanded its operations and grown its fleet to serve municipalities and commercial customers across Florida helping maintain the state's coastal storm sewer and pipeline infrastructure. For more information visit www.shenandoahconstruction.com.



Westone Acquisition, Inc./Custom Protect Ear, Inc.

A team of Hill Ward Henderson attorneys and paralegals represented Westone Acquisition, Inc., a portfolio company of HealthEdge Investment Partners, in its acquisition of Custom Protect Ear, Inc., a North-American-based, custom-fit, industrial hearing protection manufacturer, which closed on February 14, 2019.

Our core team was led by Prestin Weidner and Eric Hall.

About Westone Acquisition, Inc.

Established in 1959, Westone Laboratories delivers custom earpieces that protect and enhance hearing, facilitate communication, and support hearing healthcare professionals. It is the largest manufacturer of custom earpieces in the world, and is recognized as a leading innovator across the custom earplug, hearing protection, and music industries. For more information, please visit https://www.westone.com/store/hearing_health_care/.

ASBURY

AUTOMOTIVE GROUP

Asbury Automotive Group, Inc./Bill Estes Automotive Group

Hill Ward Henderson advised a group of subsidiaries of Asbury Automotive Group, Inc. in their acquisition of four automobile dealerships owned by the Bill Estes Automotive Group, which closed on February 25, 2019. The subsidiary group of Asbury Automotive Group, Inc. acquired Bill Estes Chevrolet, Bill Estes Ford, Bill Estes Chrysler Dodge Jeep Ram, and Bill Estes Chevy Buick GMC, all of which are located in and around Indianapolis, IN.

Our team included Kevin Sutton, Ryan Angel and Katherine Frazier (real estate).

About Asbury Automotive Group, Inc.

Asbury Automotive Group, Inc., headquartered in Duluth, Georgia, is one of the largest automotive retailers in the U.S. Built through a combination of organic growth and strategic acquisitions, Asbury now operates 81 dealerships, encompassing 95 franchises for the sale and servicing of 29 different brands of American, European and Asian automobiles. Please visit <https://www.asburyauto.com/> for more information.