MASLONLLP



# JOSEPH ALEXANDER

Senior Counsel

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## OVERVIEW

Joe Alexander concentrates his commercial activities primarily in two areas, one in the corporate transactions area and the other in the financial services area. Joe is also a "recovering" Certified Public Accountant.

In the corporate transactions area, Joe has counseled and represented various private and public companies in literally hundreds of transactions aggregating in value into the billions of dollars. He has counseled numerous companies in the life science industry, including medical device companies. The transactions ranged in size from the sale or purchase of a small business to sophisticated multimillion-dollar mergers and financings of public corporations. The transactions included sales, purchases, mergers, and financings of numerous companies.

With his prior CPA experience, Joe has guided public and private boards of directors, as well as business owners, in assessing the financial merits of proposed transactions. In many of these transactions, he quarterbacked the negotiations for the significant economic terms of the transaction as well as legal issues. Many of these transactions were extraordinarily complex and required Joe to assemble a multi-lawyer team from his firm to handle the various elements of the transactions, each providing his or her expertise in areas such as real estate, tax, environmental, construction, securities, and intellectual property.

In addition, he spends a significant amount of his time advising financial institutions on an ongoing basis regarding structuring and documenting their financial transactions and defaulted loan workouts in and out of bankruptcy.

## ADDITIONAL QUALIFICATIONS

Certified Public Accountant, Illinois (inactive)

## AREAS OF PRACTICE

Corporate & Securities

- Closely Held Businesses
- Emerging Businesses & Venture Capital
- Employee Benefits
- Executive Compensation
- General Counsel Services
- Intellectual Property & Technology
- Mergers & Acquisitions

Financial Services

- Commercial Loan Documentation
- Loan Workouts, Creditor Remedies & Bankruptcy Representation

Real Estate

- Real Estate Financing

## BAR ADMISSIONS

Minnesota

U.S. District Court

- Minnesota

U.S. Court of Appeals

- Eighth Circuit

## EDUCATION

University of Chicago Law School
J.D.

University of Minnesota, Twin Cities
B.A.

## SELECTED EXPERIENCE

- Sale by merger of Advanced Circulatory Systems, Inc., a manufacturer of medical devices to Zoll Medical Corporation.
- Purchase of Mercer Milling Co. by Triple Crown Nutrition, Inc., a leading national manufacturer and distributor of premium horse feed.
- Purchase of Visuascan, Inc. by Supply Chain Services, LLC, a leading provider of bar code data collection and technology solutions.
- Investment by Ampersand Capital Partners, a private equity fund, in ATS Labs (representation of ATS Labs).
- Sale of Field Solutions, Inc. to Field Nation, a leading work platform connecting organizations with independent contractors.
- Purchase by J&D Acquisitions of assets of Genmar Holdings, Inc. at auction conducted in bankruptcy court.
- Sale by merger of AppTec Laboratory Services, Inc. to WuXi PharmaTech (Cayman) Inc. Joe assisted the founder of AppTec to organize, finance and grow AppTec until its acquisition seven years later by WuXi in the second largest acquisition of a US company by a Chinese company at that time.
- Sale by merger of Travanti Pharma, Inc. to Teikoku Pharma USA, Inc.
- Sale by merger of Gentra Systems, Inc. to Qiagen North American Holdings Inc.
- Special counsel to public company borrowers in connection with their senior credit facility of amounts up to $250 million.
- Negotiation of the business and financial terms of Northstar Commuter Service with Burlington Northern Santa Fe Corporation including acquisition of commuter easements for $107.5 million and the terms of joint use in perpetuity. Northstar Commuter Service provides commuter trains serving the Northwest Corridor of the Minneapolis-St. Paul metropolitan area.
- An acquisition by merger of National City Bancorporation by Marshall & Ilsley Corp. for approximately $260 million. Joe served as the lead lawyer for National City Bancorporation in structuring and negotiating the transaction. The complexities included matters of banking, securities, tax, real estate, and environmental law. Joe played a key role in advising and assisting the Board of Directors of National City Bancorporation in their evaluation of the merits of the transaction and its terms and structure. He negotiated certain elements of the transaction and assisted a committee of the Board of Directors in formulating strategies for negotiating the transaction.
- A series of transactions were undertaken by Joe on behalf of what has now become Idemia Identity & Security USA LLC, one of the world's leading biometric security technology companies. Joe was hired in 1999 by Digital Biometrics, Inc., a small public company ("DBI"). He assisted senior management with aggressive and creative strategies in building shareholder value for the company. Joe was the lead counsel in the acquisition by DBI of Visionics Corp. in a merger transaction in 2001 valued at approximately $37 million. Visionics Corp. developed facial recognition technology which complemented DBI’s fingerprint and systems security technology. Joe advised the Board of Directors in its evaluation of the transaction. DBI then changed its name to Visionics Corporation ("Visionics"). Subsequently, Visionics merged with and into Identix Incorporated ("Identix"), another significant biometric security technology company, in a merger of equals. The size of the transaction was approximately $397 million, creating a combined market value of the surviving company of almost $800 million. Joe advised the Board of Directors of Visionics in their evaluation, structuring and negotiation of the transaction. He served as the chief legal negotiator of the various legal and business elements of the foregoing transactions and led a team of lawyers in resolving various tax, corporate, securities, intellectual property, and real estate elements of the transaction. Identix was subsequently merged into L-1 Identity Solutions, Inc., which was subsequently acquired by Safran.
- Early in his career, Joe was the legal advisor to the developers and builders of Air Cargo City, a warehouse complex located adjacent to the Minneapolis-St. Paul Metropolitan Airport. He advised his clients in real estate acquisitions, leasing, construction, and government relations matters. He ultimately represented his clients in

connection with the sale of the project to Spacecenters. He was intimately involved in the evaluation, structuring, and negotiation of the transaction.

- Multimillion dollar acquisition of Condux Corporation by Hanson Building Materials America, Inc. Joe was selected by Hansen Building Materials America, Inc. to represent it in the acquisition of Condux Corporation, which included such well-known local subsidiaries as Spancrete and Northstar Concrete, all involved in various phases of the construction industry. He negotiated the acquisition agreement which included various significant environmental, real estate, tax, construction, and corporate issues. Joe was called upon to assemble and lead a team of legal experts in connection with this successful acquisition.

## LEADERSHIP & COMMUNITY

- Minnesota State Bar Association: Bankruptcy Section
- Hennepin County Bar Association
- LegalCORPS: Non-profit organization promoting pro bono legal services for low-income businesses and non-profits, Volunteer
- Maslon LLP: Governance Committee Member 2008-2014; Chair 2014

## SELECTED HONORS

- **AV Preeminent**, Martindale-Hubbell®

## SELECTED PRESENTATIONS

- "Compensation, Stock Options & Regulations," moderator, The Collaborative, 2010
- "Shifting Fiduciary Duties in Troubled Economic Times," Maslon Speaker Series, 2009
- "Start-up Financing: Where to Find the Money and How to Get it," The Entrepreneurial Forum, Carlson School of Management, University of Minnesota, 2006

## SELECTED PUBLICATIONS

- "On Board: In (or Out of) the Zone," co-author, *ON Litigation*, Vol. 2, Fall 2009