



STEPHEN M. HETRICK
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BIOGRAPHY

Stephen Hetrick's practice encompasses a broad range of complex business transactions, including the organization, financing, acquisition, reorganization and divestiture of all types of entities; the acquisition, development, leasing, management and financing of real estate; and state and local taxation matters.

While his primary focus has been assisting clients in mergers and acquisitions and real estate transactions, Stephen's role has also been to oversee all of the legal needs of many of his clients. This role has ranged from negotiating business contracts to advising senior management on a host of organizational and operational matters, including legal and regulatory compliance, corporate strategy and fiduciary duties.

Stephen is the co-author of "Oklahoma Securities Act of 2004," 57 *Oklahoma Law Review*, 899.

Stephen's achievements have earned him inclusion in *Oklahoma Super Lawyers'* list of "Oklahoma Rising Stars" (business/corporate, real estate, mergers and acquisitions), which recognizes the state's top up-and-coming attorneys.

REPRESENTATIVE EXPERIENCE

- Representation of buyers and sellers in all aspects of business acquisitions in a variety of business industries, including lumber and building materials, oilfield services, construction, professional services, heavy equipment, transportation, communications, food service and manufacturing, and non-profits. His representation typically involves negotiating the structure of the acquisition, including consideration of tax and non-tax issues in determining whether the acquisition will be an asset or stock (or equity) acquisition, letters of intent, confidentiality agreements, due diligence activities, financing, regulatory and other third-party approvals and closing of the transactions.
- Representation of clients in acquisitions of unimproved and improved real property, including negotiation and documentation of purchase/sale agreements and loan documents, title and survey diligence, regulatory compliance and land use issues.
- Representation of landlords and tenants in all aspects of commercial leasing transactions, including ground leases, single-occupant leases, and multi-tenant office, retail or shopping center, and industrial leases.
- Representation of nation's largest supplier of building materials to professional builders in all aspects of its operations, with an emphasis on business and real estate acquisitions.
- Representation of a food industry company in the acquisition of all assets associated with two large food processing plants.
- Representation of developer in acquisition and redevelopment of a hotel/conference center and resort (including golf courses, single family residential developments, condominiums, restaurants, marinas and other amenities) at the site of the former Lake of Texoma state park.

- Represented the owners of an Oklahoma-based company in the acquisition of the assets of a lumber and building materials company out of bankruptcy.
- Represented the University of Oklahoma in the March 2008 acquisition of a multi-store medical office building.
- Represented the owners of an Oklahoma-based lumber and building materials company in the July 2006 divestiture of the company for aggregate consideration of approximately \$700 million.
- Representation of management in a management-led buyout of an architecture, engineering and construction subsidiary of a public British corporation, including raising of private equity funds, bank financing, and other matters concerning the structuring of the transaction, and eventually, the August 2007 merger of the company into a publicly-traded acquirer for approximately \$150 million in merger consideration.
- Represented the owners of a Texas-based preferred provider organization (PPO) and affiliated companies in the October 2007 sale of those companies for an aggregate purchase price consideration of \$54 million.
- Representation of a public university in a public-private partnership (PPP) to implement a long-term operations and management arrangement covering the university's utilities systems.
- Represented a publicly held company in its acquisition of a multi-state sleep disorder business.

ADMISSIONS

- Oklahoma, 2003
- U.S. District Court for the Western District of Oklahoma

EDUCATION

- J.D., with highest honors, University of Oklahoma, 2003; Order of the Coif
- B.S., *summa cum laude*, University of Central Oklahoma, 2000 (Accounting)

PROFESSIONAL ORGANIZATIONS AND MEMBERSHIPS

- Oklahoma County Bar Association
- Oklahoma Bar Association

CIVIC INVOLVEMENT AND LEADERSHIP

- Rebuilding Together with Christmas in April (Team Leader)