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BIOGRAPHY

Josh Smith joined McAfee & Taft in 2005 and practices in the areas of commercial transactions, real estate, corporate and securities law, and taxation. He has represented clients in mergers and stock and asset acquisitions and sales of all sizes as well as various other transactions, including private equity and venture capital investments, real estate transactions, public and private securities offerings, complex 1031 like-kind exchanges, commercial lending transactions, general corporate governance, and regulatory compliance matters.

Josh is the co-author of *Oklahoma Limited Liability Company Forms and Practice Manual*, a 14-chapter practice manual containing forms and explanatory text and analysis for lawyers, accountants, tax specialists, estate planners, and real estate professionals, and author of “Habeas Corpus: Expired Conviction, Expired Relief: Can the Writ of Habeas Corpus Be Used to Test the Constitutionality of a Deportation Based on an Expired Conviction?” 58 *Oklahoma Law Review* 59 (2005).

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

Prior to entering law school, Josh was a member of the University of Oklahoma football team, including lettering on the 2000 National Championship team.

REPRESENTATIVE EXPERIENCE

- Represented The Oklahoma Publishing Company in its acquisition of a controlling equity interest in Pavestone Company, a national manufacturer of concrete landscaping products, and its subsidiaries.
- Represented Tyson Foods, Inc., the second-largest U.S. food company and the world’s largest supplier of protein-based products, in a minority investment and strategic alliance with Professor Connor’s, Inc., a New Jersey based manufacturer of fresh refrigerated pet foods and treats under the brands Freshpet® Select and Deli Fresh®.
- Represented the shareholders of 180 Medical, Inc., a leading distributor of urologic catheters, in the sale of their stock to Cortec Group Fund.
- Represented the shareholders in the sale of the stock of Central Plastics Company, a manufacturer of pipe fittings and systems and fusion equipment with operations in the United States, China, Argentina and New Zealand, to Switzerland-based George Fischer Corporation.
- Represented a wholesale and retail lumber and building materials company in the sale of substantially all of its assets to a public purchaser. The transaction included the transfer of over 50 pieces of real property and total consideration of approximately \$700 million.

- Represented the shareholders of an Oklahoma-based health maintenance organization in the sale of the company for consideration of approximately \$20 million.
- Represented BMT Capital Corporation, Natural Gas Partners, and NGP Energy Technology Partners in the acquisition of all the equity interests of Flogistix, a national leader in the manufacture, sale, leasing and maintenance of natural gas and coal bed methane compression equipment, vapor recovery equipment, and liquid pump equipment.
- Represented ProBuild Company LLC, the nation's largest supplier of building materials to national builders and local contractors, in its acquisition of Harbert Lumber locations and associated equipment, inventory and real estate in Aspen, Glenwood Springs, and Steamboat Springs, Colorado.
- Represented numerous clients in sales and acquisitions in the \$10 million to \$100 million range.
- Represented both issuers and investors in venture capital equity and debt investments.
- Represented Kingfisher Regional Hospital, an Oklahoma nonprofit and tax-exempt corporation, in the financing of a new hospital facility through tax-exempt bonds and sales tax revenues.
- Represented a lender in numerous term loans and revolving credit facilities to companies engaged in oil and gas exploration and production, gathering and transportation, and refining.
- Represented clients in sales and acquisitions of unimproved and improved real property, including negotiation and documentation of purchase and sale agreements; title and survey diligence; regulatory compliance; and land use issues.
- Representation of landlords and tenants in all aspects of commercial leasing transactions.
- Represented a tribal business corporation in connection with its acquisition of a Small Business Administration 8(a) government contracting company.
- Represented the owners of Perimeter Technology Center, LLC, Oklahoma's largest commercial data center provider, in the sale of its Oklahoma City and Tulsa data centers and 100% of its membership interests to St. Louis, Missouri-based Cequel Data Centers.

ADMISSIONS

- Oklahoma, 2005
- U.S. District Court for the Western District of Oklahoma

EDUCATION

- J.D., with highest honors, University of Oklahoma, 2005; Order of the Coif; Judiciary Committee, *Oklahoma Law Review*
- B.A., University of Oklahoma, 2002

PROFESSIONAL ORGANIZATIONS AND MEMBERSHIPS

- Oklahoma Bar Association

CIVIC INVOLVEMENT AND LEADERSHIP

- Rebuilding Together of Cleveland County, Inc. (Director and Past President)