



## AARON THOMSON PARTNER

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### BACKGROUND:

Aaron has over a decade of experience serving as outside general corporate counsel to a wide variety of privately held businesses, executives, and entrepreneurs. Aaron's broad transactional practice involves the drafting and negotiation of complex agreements, structuring corporations, partnerships, joint ventures and LLCs, and advising on issues of corporate governance and employment.

Aaron is a creative thinker who has a successful track record of resolving partnership and shareholder disputes, helping clients identify, protect and leverage their intellectual property, and implement cost-effective risk mitigation strategies. Aaron helps guide businesses through their life cycle, from early stage start-ups on shoe string budgets, to growth stage companies looking at debt and equity financing, to mature companies dealing with succession planning and exits via asset sales, mergers & acquisitions.

Aaron always makes a sincere effort to get to know his clients and their business so that he can help them define and achieve their business objectives. Aaron also serves as an adjunct professor at the University of Washington School of Law teaching U.S. contract law to international students.

### REPRESENTATIVE MATTERS:

- \$13 million acquisition of a local Puget Sound healthcare IT consulting firm by National healthcare IT Firm
- \$7.4 million equity financing of MicaSense, Inc., by Parrot SA
- Resolution of \$3.1 million partnership dispute relating to local Seattle Bowling Alley
- Resolution of \$700 partnership dispute relating to local Seattle Tech Company
- \$1M convertible debt investment by local investors in California based LED Lighting Company
- Structure of joint venture on developing 30,000 sq. ft. state of the art Hematology & Oncology facility in Puyallup
- Convertible Note financing for Washington based artificial intelligence and machine learning based Tech Company
- Purchase and Sale of over 25 Metro PCS dealerships
- Negotiation of complex joint venture agreement between local Washington crane & rigging company and Canadian tech company on Virtual Reality training for Crane & Rigging Operators
- Technical Glass Products, \$10 million acquisition of operating division by Pilkington North America, Inc.
- Rushforth Construction Co., Inc. acquisition by Adolfson & Peterson, Inc.



### PRACTICE AREAS:

Corporate Formation and Governance  
Debt & Equity Financing  
Mergers & Acquisitions  
Intellectual Property  
Employment  
Real Estate  
General Contracting  
Partnership Disputes & Business  
Divorces

### EDUCATION AND HONORS:

J.D., University of Washington School of Law (2007)  
BS Communication Studies, University of Puget Sound (2004)  
BS Politics & Government, University of Puget Sound (2004)  
Rising Star, *Super Lawyers Magazine*, 2010-2018  
Order of the Barristers, University of Washington 2007  
National Moot Court Champion, American College of Trial Lawyers, 2007  
2006 Moot Court Champion, American College of Trial Lawyers, 2006  
University of Washington Mock Trial Champion, 2006  
University of Washington Appellate Advocacy Champion, 2005

### COURT ADMISSIONS AND ASSOCIATIONS:

Washington State Courts  
Oregon State Courts  
Washington State Bar Association  
American Bar Society  
King County Bar Association  
University of Washington

- Imagekind, Inc. acquisition by CafePress.com, Inc.
- RadiantGrid Technologies, LLC acquisition by Wolher Technologies, Inc.
- HSC Real Estate, Inc., acquisition by Consolidated American Services, Inc.
- Resolute Solutions Corporation, \$4.5 million Series A Preferred Stock Financing
- BD Lawson Partners, LP and BD Village Partners, LP, \$170 million debt and equity financing
- Damn Beaver Co., acquisition of Pig & Whistle
- Sale of Marge Granola
- Corporate reorganization of Washington-based national HR Communications firm

## PUBLICATIONS:

Sick Leave, Pot Laws Leave Employers Feeling Queasy, *Seattle Daily Journal of Commerce*, 2013

CompanyCounsel.net:

- 9th Circuit Provides Investors with Shelter from Secondary Liability 2012
- Are They Really Accredited Investors 2012
- Jobs Act: Big Changes Made to Allow Small Investments 2012
- Which Janus Said What? Where the Buck Stops for Securities Fraud 2012
- Washington Senate Working on B&O Tax Exemption for New Business
- SEC Issues Final Rule on "Accredited Investor" Definition 2012
- Important Changes to LLC Action Effective June 10, 2010 2010
- Reverse Stock Splits Can Be Used TO Force Out Minority Shareholders, Washington Supreme Court Says 2010
- Supreme Court Simplification of Corporate Citizenship a Big Win for Business 2010
- Congress Tightens Standards For Accredited Investors 2010
- Are WULPA Limited Partnerships the New LLC in 2010 2010
- Highlighting Major Defects within Washington's LLC Act
- The Truth about Forward Looking Statements

