



AARON THOMSON PARTNER

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BACKGROUND:

Aaron is currently the Chair of Ashbaugh Beal's Corporate/Securities Group. Aaron has nearly two decades of experience serving as outside general corporate counsel to a wide variety of privately held businesses, executives, and entrepreneurs, with a focus on real estate development. Aaron's broad transactional practice involves the drafting and negotiation of both complex agreements and everyday contracts, structuring business entities, TICs, joint ventures and LLCs, and advising on issues of corporate governance, mergers and acquisitions, real estate acquisition and debt and equity financing.

Aaron is a creative thinker who has a successful track record of helping developers build successful projects from the ground up, resolving partnership and shareholder disputes, helping implement cost-effective risk mitigation strategies.

Aaron believes that the world runs on human relationships, and Aaron always makes a sincere effort to get to know his clients and their business so that he can better help them define and achieve their business objectives.

In his spare time, Aaron loves to spend time outdoors with his wife, son and dog. 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:

Real Estate
Debt & Equity Financing (Securities)
Entity Organization and Governance
Mergers & Acquisitions
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)

Super Lawyer, *Super Lawyers Magazine*, 2022 & 2023

Rising Star, *Super Lawyers Magazine*, 2010-2020

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

