FLASTER GREENBERG
Attorneys at Law | A Professional Corporation

Tami Bogutz Steinberg

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Tami Bogutz Steinberg is chair of Flaster Greenberg's Business & Corporate Department and a member of the Board of Directors. For over 30 years, scores of business owners, entrepreneurs and closely held businesses across a wide range of industries have turned to Tami as their trusted legal advisor. She is known as one of South Jersey and Philadelphia's leading business and corporate attorneys. She represents businesses in all stages of their business life cycle, from formation through dissolution or sale. Her practice has a large focus on mergers and acquisitions, in addition to representing businesses in bank financings, joint ventures, partnership and shareholder transactions, contracting, dispute resolutions, corporate governance and private placements.

Ms. Steinberg works with business owners and C-level executives in identifying their needs and providing practical advice to guide them through the ever-changing business and legal environment, always with their desired goals in mind. She regularly functions as outside general counsel, providing oversight and counsel with the myriad of issues her clients encounter, including corporate, real estate, tax, employment, intellectual property and litigation. She also has considerable experience working with business owners in closely held companies to resolve disputes among the owners.

Ms. Steinberg has considerable experience counseling business owners at every stage of the business life-cycle, including protective measures to address potential future business disputes. She regularly assists litigators in settling shareholder and partner disputes that are in active litigation or in which litigation is threatened. She represents both minority and majority shareholders/partners and other disenfranchised parties.

Ms. Steinberg also serves as chair of the firm's Gaming Industry Group. She represents casino developers and operators in the competitive process for new facilities and in running operating facilities. She also represents online sports and gaming entrepreneurs as they maneuver through the regulatory process, in addition to providing them with corporate counsel. Ms. Steinberg assists gaming clients with obtaining financing and licensing, negotiating management agreements, handling general corporate, contractual and regulatory matters

Practice Areas

Business and Corporate Law

Real Estate and Land Use Law

Industry Groups

Sports Law

Restaurant & Hospitality

Telecommunications

Retail/Shopping Center

Gaming

Women's Advisory Group

Admissions

New Jersey

Pennsylvania

Education

- Villanova University School of Law, J.D.
- Pennsylvania State University, B.S., Finance

and overseeing lobbying efforts, real estate, labor, employment and litigation issues.

REPRESENTATIVE MATTERS

Corporate Matters:

- Represented the largest provider of portable fans and heaters in the United States in a major stock sale of all of its stock to two private equity firms.
- Represented a regional provider of telecommunications services in the purchase of the assets of another telecom provider in order to increase our client's geographic footprint. The transaction was the culmination of a multi-year process and involved extensive negotiations, regulatory approvals, and complex due diligence review.
- Represented a newly formed private equity company in the purchase of a 92.5% interest in GS Pacific ER LLC, the owner of a shopping center in San Jose, California. The transaction included complex negotiations of the purchase agreement, operating agreement, and loan documents.
- Represented the purchaser of the assets of a sandwich meat manufacturing and distribution business, including associated real estate purchase, multi-tiered bank financing, agreements with investors, employment agreements with key employees, rollover equity, and multiple escrows.
- Represented a supplier of marketing, promotional and organizational products in the sale of its assets to a larger marketing company in a strategic acquisition, including the continued employment of the principal.
- Represented a closely-held equipment distribution company owned by two families in the redemption of 50% the outstanding shares from one of the families, including promissory note and stock pledge, in connection with a business divorce.
- Represented the principal shareholder and company in an internal dispute with the other voting shareholder who was also a company employee, resulting in an all-cash repurchase of his shares.
- Represented the owner of a real estate limited partnership in a springing sale of a 50% interest in a limited partnership (including the general partnership interest), in exchange for a development agreement and development plans for the associated commercial building.
- Represented the shareholders of a retail appliance sale and refurbishing business in the sale of stock to an individual purchaser. The transaction also included the sale of associated real estate to the purchaser.
- Represented two separate groups of employees of affiliated companies in the purchase of shares as part of the principal's transition plan. The transaction included shareholder agreements and promissory notes.
- Represented one family in a closely-held equipment distribution company in a stock repurchase of all of the shares owned by the other family. The repurchase was the culmination of a tumultuous partnership, including the settlement 15 years ago of litigation between the families that resulted in a restructuring of the shareholders agreement to enable the families to continue to work together until the recent transaction.
- Represented a closely-held flooring company in the redemption of the shares owned by one of the two families, payable in part with a promissory note and stock pledge.
- Represented the owner of a real estate development company in the sale of limited liability interests to the prior purchaser of the operating business that was leasing the real estate.

- Represented the principal shareholder of two related companies in the sale of stock to a private equity firm. The transaction included multiple escrows, including an escrow for PPP funds pending forgiveness.
- Represented the principal shareholder and company in an internal dispute with another shareholder, resulting in the ultimate redemption of the client's shares, structured with a five-year note, secured by a pledge of stock and a personal guaranty of the client.
- Represented the principal and a closely held manufacturer and distributor of HVAC parts in a sale of stock to two private equity firms, including significant equity rollover, employment agreements, escrows, and strategic planning and corporate restructuring in advance of the transaction. Worked closely with the investment banker in marketing the company.
- Represented an illustration agency in the sale of the business, structured with seller financing tied to gross receipts, secured by a security interest in royalty payments, personal guaranty and life insurance.
- Represented a U.K. company in the purchase of substantially all of the assets of two U.S.-based vacation home exchanges. The purchase price was based solely on the net profits of the business for the succeeding two years.
- Represented a manufacturer and distributor of electronics storage and charging stations in the sale of its stock to a private equity firm.
- Represented the seller in a stock sale to a private equity fund. The transaction included rollover equity and an employment agreement for the principal.
- Represented a full-service catering business in the sale of the business to its employees. The transaction included seller financing, which was secured by stock pledge.
- Represented the purchasers in a stock redemption transaction in the purchase of the equity, which included long-term seller financing secured by a stock pledge.
- Represented a manufacturer of stock and custom point of purchase display units and fixtures in the sale of its equity to a group of private investors. The transaction included strategic structural and estate planning, including a spin-off of the operating assets to a newly-formed limited liability company, rollover equity, as well as an agreement of the acquirer to purchase the underlying real estate from the seller at a pre-negotiated price.
- Represented the owners of a dental practice in the sale of its assets, including the existing lease, to an independent dentist.
- Represented the owner of an optometry and vision care services business in an asset sale. The principal also sold the underlying real estate on which the business operated.
- Represented a public biopharmaceutical company in establishing North American headquarters in New Jersey and obtaining Grow NJ credits.
- Represented a global e-commerce services company in the sale of a division to a competitor.
- Represented a sign company in multiple financings and debt restructuring.
- Represented a data center business in the sale of a division.
- Represented financially distressed, multi-state retail chain in negotiating and closing the sale of its assets, including multiple leases, lenders and franchisees, to a private equity firm, completing the deal in just 10 days.

- In a complex and hostile business divorce with over twenty companies and thousands of intellectual property assets, represented a 50% owner in negotiating a the division of the entities and assets, as well as settlement of the remaining issues.
- Represented national service company and its affiliates in numerous financings and refinancings, including working capital, construction, term and EDA loans.
- Represented national service company in general corporate and shareholder matters, corporate restructurings and spin-offs, and in negotiating design, build and maintenance contracts for a new corporate headquarters.
- Represented media company as outside general counsel, including responding to RFPs, negotiating exclusive contract with state agency, drafting form advertising and sponsorship agreements, and negotiating customer contracts.
- Represented technology company in sale of its assets, including ongoing consulting agreements, earn-out and purchase price adjustments.
- Represented durable medical equipment supplier in contractual matters, shareholder and employee issues and eventual sale of the company as part of a roll-up.
- Represented a transport temperature control supplier in the sale of its assets to Thermo King Corporation, a unit of Ingersoll Rand Company Limited.
- Represented minority owners of a construction business in the settlement of hostile business divorce litigation, resulting in a buy out of the client's shares and ongoing employment arrangements.
- Represented an owner of a food processing and packaging equipment company in the negotiated settlement of a shareholder dispute and ultimate restructuring of the management of company.
- Represented a technology integration and consulting company in multiple private equity and debt financings, acquisitions and general corporate matters.

Gaming Matters:

- Represented a public gaming company in its competitive bid as manager for a gaming license in Philadelphia, Pennsylvania.
- Represented a public gaming company in its successful bid as manager/developer for a resort casino license in Pennsylvania, and ongoing representation in regulatory matters.
- Represented a public gaming company in its competitive bid for a gaming license in Pittsburgh, Pennsylvania, including agreement to finance a new hockey arena.
- Represented developers of the first Native American urban casino in California, including regulatory matters with the state of California, Department of Interior and National Indian Gaming Commission, land into trust issues, negotiating management and buyout agreements, overseeing lobbying efforts to thwart actions to stop the project and various contractual matters.
- Represented a public racetrack company in all matters, including simulcasting at casinos, regulatory approvals and compliance, financings, securities filings, stock exchange matters and general contracting. Negotiated settlement agreement resulting from lawsuit among directors, which led to ultimate sale of assets, including real estate, shuttered Las Vegas casino and two racetracks through private auctions and sales.

HONORS & AWARDS

- Rated AV® Preeminent™ by Martindale-Hubbell
- Power 50 in Law, *NJBIZ*, 2019-2022, Ranked #8 in 2023, Ranked #9 in 2024
- Leaders in Law, *NJBiz*, 2023
- Law Influencer, *ROI-NJ*, 2022
- Top Business Attorneys List - Business & Corporate Law, *South Jersey Biz* magazine, 2019
- Top Attorney List, *SJ Magazine*, 2011-2014, 2017, 2022
- Attorney List, *SJ Magazine*, 2023, 2024
- Named a New Jersey "Super Lawyer," 2015, 2016, by Thomson Reuters, publishers of *New Jersey Super Lawyers* magazine
- Named to the "Legal Elite" list by *SmartCEO Magazine*, 2011

A description of the standard or methodology on which the accolades are based can be found here. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.

PROFESSIONAL AFFILIATIONS

- New Jersey State Bar Association
- Chamber of Commerce Southern New Jersey
  - Past Member, Board of Directors
  - Vice Chair, Membership Committee
- Pennsylvania Bar Association
  - Vice Chair, Health Care and Hospital Law Committee, 1994
- Camden County Bar Association
- Philadelphia Bar Association
- International Association of Gaming Advisors (IAGA)
- Southern New Jersey Development Council
  - Membership and Marketing Committee, 2007 – 2010
- Association for Corporate Growth
  - Membership Committee, 2001 – 2006
- Villanova University School of Law
  - Firm Representative, 2000 – 2004
- National Association of Bond Lawyers
  - Member, 1993 – 1997

COMMUNITY ACTIVITIES

- Congregation Beth El

- Executive Committee (2015-2021), Vice President (2017-2021), Board of Trustees (2014-present), Budget and Finance Committee (2015-present), Strategic Planning Committee (2014-2016), Chair of Adult Education Committee (2013-2015)
- Hadassah (Raquella Chapter)
  - Past Member
- Woodrock, Inc.
  - Board of Directors, 2002 – 2005
- Freire Charter School
  - Mentor, 2000 – 2001