

## JONATHAN RICHTER

### PARTNER

✉ [jrichter@raineslaw.com](mailto:jrichter@raineslaw.com)

☎ 310-730-4375

📠 310-860-2629

📄 [Download vCard](#)



**Jonathan Richter** is a partner at Raines Feldman LLP. Jonathan's practice focuses on transactional corporate and real estate matters for businesses of all sizes in multiple sectors, from start-ups to emerging and established companies. Representative industries include manufacturing, restaurants, machine learning, web content and advertising, software, entertainment, medical device, retail, beverage and supplements, commercial and industrial goods, and education.

For his clients, Jonathan structures and negotiates a wide range of transactions, including venture capital and private equity financing, M&A, stock purchases and sales, asset purchases and sales, joint ventures, corporate restructurings, licensing and distribution agreements, company formation, and stakeholder agreements such as operating, succession and buy-sell agreements.

He also acts as outside general counsel to investors and companies and advises boards of directors and senior management on corporate governance, major business agreements and day-to-day business issues. His real estate transactional practice includes the purchase and sale of commercial property, leasing, and borrower financing.

### PUBLICATIONS, RECOGNITIONS & SPEAKING ENGAGEMENTS +

- › 20+ Venture Capital Financings, including convertible loans, Series Seed, A, B and C preferred stock purchases (including down-rounds) ranging from \$500,000 to \$20,000,000 in mobile telephony, internet content, entertainment, education, veterinary medical, defense, food and beverage and social networking; issuer's counsel.
- › Angel Investment in a tech start-up company, EyeQVR, Inc., investor side.
- › Private Equity Investments, investor side, by various celebrities in a variety of businesses, including a vodka distillery, a virtual band, a reality series and a roller rink.
- › Stock and Unit Purchase Agreement for an RV dealership corporation and affiliated limited liability companies, buyer side.
- › Stock Purchase, between Advanced Scientific Concepts, Inc. and iRobot Corporation, acquirer's counsel.
- › Stock Purchase, between Adconion Media, Inc. and Frontline Direct, acquirer's counsel.
- › Asset Purchase Agreements for a student loan debt services company, buyer side.
- › Asset Purchase Agreements for audio and amplification businesses, buyer side.
- › Asset Purchase by Criterion-Allied, Inc. of Criterion Machine Works, both of which manufacture boring bars for machine tooling; seller side.
- › Multiple Asset Purchases by Longs Drug Stores (CA, HI, NV), sellers included sole proprietors, corporations, partnerships, LLCs; and an asset swap between Longs and Thrifty Payless, Inc.; buyer side.
- › Joint Venture among several celebrities and a developer redevelopment of hotels and brands for them.
- › International Joint Venture between Takagi Industrial Co., Ltd., a privately held Japanese company, and A.O. Smith Corporation, a publicly-traded Delaware corporation.

### Areas of Practice

**CORPORATE, FINANCE, SECURITIES & M&A** ›

**REAL ESTATE** ›

**PRIVATE CLIENT SERVICES** ›

### Education

- › J.D., UCLA School of Law
- › M.F.A., Performance, California Institute of the Arts (CalArts)
- › A.B., History, Yale University, magna cum laude

### Admissions

- › State Bar of California (Business Law and Real Property Law Sections)
- › Federal District Court for the Central District of California
- › U.S. Court of Appeals for the 9th Circuit
- › Los Angeles County Bar Association (Entertainment Law & Intellectual Property, and Business & Corporations Law Sections)

- › Business Succession Agreements for a jiu-jitsu dojo (IP licensing), RV sales business (stock and LLC interest purchase), vintage clothing business (buyout), and a semiconductor soldering business.
  - › Reorganization, Capital Brands family of companies, including F reorganization of one of the founders and conversions of corporations and LLCs.
  - › Reorganization, Natural Café Restaurants, including mergers of multiple S-corporations and LLCs.
  - › Real Property Purchase and Sale Agreements, buyer side: RV dealership lots, building for commercial shopping center addition; seller side, commercial shopping center building, manufacturing and industrial buildings, office buildings
  - › Real Property Financings: \$47,000,000 Permanent Financing of a shopping mall, on behalf of borrower against Wells Fargo; \$33,600,000 Re-financing of a mobile home park, on behalf of borrower against Fannie Mae (Hunt); \$5,800,000 Construction Loan to convert an industrial building into commercial shopping, on behalf of borrower against Israel Discount Bank; \$38,000,000 Construction Loan to convert an industrial building into commercial shopping, on behalf of borrower against Cathay Bank; \$9,000,000 Mezzanine Construction Loan to convert an industrial building into commercial shopping, on behalf of borrower against a private equity group; \$17,000,000 Purchase Loan and \$5,000,000 Working Capital Loan to purchase and improve an RV dealership, on behalf of borrower against Ally Bank.
  - › 30+ Leases and Subleases, on behalf of landlords: Platform Hayden Tract, KARL STORZ and Webster Kaplan Sprunger LLP (sublandlord), others; on behalf of tenants: Blu Jam Café, Electronic Countermeasures, Home Chef (a Kroger subsidiary), Simply Fresh Foods, Winslow Automation, others.
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