



## Jeff

Jeffrey C. Wolfstone  
Shareholder

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Jeff Wolfstone advises clients on mergers and acquisitions, corporate and commercial finance, corporate law and governance, venture capital and private equity, sustainability and nonprofit corporations. He also has extensive experience handling inbound and outbound foreign investments and transactions, with a particular focus on Japan.

Jeff has been commended for his work by *Chambers® USA's Guide to America's Leading Lawyers for Business*, which states, "Clients are universally pleased with his work, describing him as a 'problem solver' who is 'very practical, very accessible and very responsive.'" He was named Portland's 2016 "Lawyer of the Year" for his work in Business Organizations (including LLCs and Partnerships) by *Best Lawyers®*.

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### Practices & Industries

Corporate, Securities and M&A  
Japan Practice  
Nonprofit & Social Enterprise  
Private Investment Funds

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### Education

University of California at Berkeley  
School of Law (Boalt Hall), J.D., 1977  
Stanford University, A.B., 1974  
•Phi Beta Kappa

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### Admissions

Oregon

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### Honors

"Portland Lawyer of the Year," *Best Lawyers®*, Business Organizations including LLCs and Partnerships (2016)  
James B. Castles Leadership Award for Leadership and Excellence in Law and

### Experience

#### Corporate / M&A

##### 1535 LLC

Advised on the formation of an investment group in connection with strategic acquisition of assets spun out of ESCO Corporation.

##### The Apogee Companies, Inc.

Advised Apogee, an investment arm of the Roy P. Disney family, on investments in Oregon real estate and operating businesses.

##### Abcam PLC

Represented Abcam, a Cambridge, UK public company, in its acquisition of MitoSciences Inc., an Oregon-based leading developer of mitochondrial antibodies and mitochondrial assays.

##### Cala Azul Holdings, LLC

Advised private acquiror in acquisition of Southern Coastal Properties, LLC,

Community Service, Oregon State Bar  
Business Law Section (2016)

*The Best Lawyers in America*®, Business  
Organizations (including LLCs  
and Partnerships), Corporate Law,  
Mergers & Acquisitions Law (2011-2021);  
International Mergers & Acquisitions Law  
(2018-2021)

*Chambers*® USA: America's Leading  
*Lawyers for Business*, Corporate/M&A  
(2004-2020)

"Oregon Super Lawyer," Thomson  
Reuters, Mergers and Acquisitions (2006-  
2017)

AV Preeminent® in Martindale-  
Hubbell® Peer Review Ratings™

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## LinkedIn

[https://www.linkedin.com/in/jeff-  
wolfstone-5203b49/](https://www.linkedin.com/in/jeff-wolfstone-5203b49/)

a resort located in Nicaragua.

### CASTELLI USA

Advised CASTELLI USA in its acquisition by Sports Trade Investment s.r.l.

### Dave's Killer Bread Management Team

Represented members of senior management team in connection with the acquisition of Dave's Killer Bread by Flowers Foods, Inc.

### Elmer's Restaurants, Inc.

Advised board and management of Elmer's on going-private transaction.

### Epson Portland Inc.

Counsel to Oregon subsidiary of SEIKO Epson, a Japanese company, in connection with corporate, M&A, finance and other matters.

### Evergreen EDC, LLC

Counsel to Evergreen EDC, an engineering firm located in Hillsboro, Oregon, in an asset sale to SSOE, an Ohio-based engineering firm.

### Homewatch International, Inc.

Advised family owners of Homewatch International, Inc. a home health services business, in sale of the company to Authority Brands, LLC.

### ImageX.com, Inc.

Counsel to ImageX.com in strategic acquisition of creativepro.com.

### Harry's Fresh Foods, Inc.

Advised on the investment by TSG4 L.P. and its affiliates into Harry's Fresh Foods.

### Norm Thompson Outfitters, Inc.

Advised Norm Thompson Outfitters on a wide array of matters over 25 years, including on the acquisition of the company from Parker Pen Company by a local investor group, and on the sale of Norm Thompson Outfitters to Golden Gate Capital.

### Northwest Barrel, Inc.

Advised Northwest Barrel in its acquisition of Vault Martini.

## **NADEX Co. Ltd.**

Advised NADEX, a publicly traded Japanese company, in its acquisition of Weltronic/Technitron, Inc., a Michigan-based company engaged in resistance welding technology on a global basis.

## **Organically Grown Company**

Advised Organically Grown Company, the largest organic produce wholesaler in the Pacific Northwest, on corporate and governance matters, as well as in several issuances of company stock to an Employee Stock Ownership Trust.

## **Pasco Corporation of America**

Advised Pasco Corporation of America, an Oregon subsidiary of a Japan-based baking company, in the sale of its U.S. manufacturing business to Ajinomoto Toyo Frozen Noodles.

## **Package Containers, Inc.**

Advised Package Containers, a manufacturer of packaging materials, in a management-led buyout.

## **Pendleton Woolen Mills, Inc.**

Advise the board and management on governance, finance and other corporate matters.

## **Prestige Care, Inc.**

Represented Prestige Care in its acquisition of a \$41M real estate term loan.

## **Yarmouth Group, Inc.**

Advised Yarmouth Group, an Australian real estate investor, on the acquisition of Salishan and Skamania Lodges, and the later disposition of those assets.

## **Venture & Angel Investment**

### **Ethicspoint, Inc.**

Advised Ethicspoint on corporate matters, and Series A and B Preferred Stock offerings.

### **Nau, Inc.**

Advised Nau on corporate and finance matters, including seed and Series A, Series B and Series C Preferred Stock offerings, as well as on the eventual

sale of the company to a strategic acquiror.

### **Fios, Inc., a DTI Company**

Advised Fios, Inc. on corporate matters as well as the company's Series A through E Preferred Stock offerings.

### **Portland Economic Investment Corporation**

Advised Portland Economic Investment Corporation in its investments in Portland Seed Fund II, Elevate Inclusive Fund LLC and Portland Seed Fund III.

### **Renewable Energy Trust Capital, Inc.**

Counseled Renewable Energy Trust Capital in connection with private placements of Series A and Series B Preferred Stock.

### **WelVU, Inc.**

Advised WelVU, an emerging Healthcare IT company, in a private placement of convertible debt and preferred stock.

### **Joint Ventures & Combinations**

#### **Avamere Family of Companies**

Counseled Avamere in connection with the formation of a joint venture combining assets and operations of businesses providing specialty pharmacy services and long-term care pharmacy services on a national basis.

#### **Hoosiers**

Represented Hoosiers, a Japan-based real estate company, in its joint venture with Wilshire Capital.

#### **Prestige Care, Inc.**

Advised Prestige Care in the formation of a joint venture with Moda Health involving ProPac and Payless pharmacy businesses.

#### **Prestige Care, Inc.**

Advised Prestige Care, Inc. in the formation of a home health services joint venture.

#### **Prestige Care, Inc.**

Represented Prestige Care in its sale of a joint venture interest in a hospice

provider.

## **Nonprofit & Governmental Organizations**

### **Multnomah County Legal Aid Service, Inc.**

Advised Multnomah County Legal Aid Service in its combination with Oregon Legal Services Corporation.

### **HealthLink**

Advised HealthLink and its affiliates in a combination transaction with Good Samaritan Corporation, resulting in the formation of Legacy Health System.

### **Oregon Health Authority and Oregon Insurance Division**

Acted as Special Assistant Attorney General in connection with the reform of the Oregon Medicaid program, resulting in a network of new coordinated care organizations.

### **OMSI**

Advise management and the board on governance, finance and other matters, including tax-exempt bond financings.

### **Oregon Public Employees Retirement Fund**

Advise the Oregon Public Employees Retirement Fund in connection with property holdings, including arrangements with key asset investment firms involving acquisition, sale, leasing, management/operations and dispute resolution.

### **Oregon State University Alumni Association**

Advised Oregon State University Alumni Association on the restructuring of the association.

### **Oregon State University Foundation**

Advised Oregon State University Foundation in connection with its holding of private investments, including corporate governance and other issues.

### **PACC Health Plans**

Advised PACC Health Plans in connection with its acquisition by Health Systems International, Inc., resulting in a charitable settlement and the formation of Northwest Health Foundation.

## Triad Hospitals, Inc.

Represented Triad Hospitals, Inc. in its acquisition of McKenzie-Willamette Hospital and charitable settlement, including the creation of a community health foundation.

## Community Involvement

Portland Japanese Garden, Board of Trustees (2019-Present)

Boalt Hall Alumni Association, Board of Directors (2014-Present)

Business Oregon, Oregon Week in Japan, Delegate (2011-Present)

Oregon Jewish Community Foundation

- Board of Trustees (2011-Present)
- President (2015-2017)

Oregon Lawyers for a Sustainable Future, Corporate Governance Group (2007-Present)

Oregon Nonprofit Corporation Act Task Force, Chair (1988-Present)

Japan-America Society of Oregon

National Association of Corporate Directors

Multnomah Bar Association

Congregation Beth Isreal

- Trustee (1990-1998; 2007-2011)
- President (1996-1998)

Drafting Committee for HB 2826 (passed by 2007 Oregon Legislature, permitting Oregon corporations to place in the articles of incorporation provisions regarding environmentally and socially responsible conduct)

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## Thought Leadership

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February 23, 2021 | Event / CLE

Why Good Governance Attracts Good Investors

National Association of Corporate Directors | Virtual

**August 20, 2020** | News

*The Best Lawyers in America*© 2021 Recognizes 92 Lane Powell Attorneys Awards & Honors

**April 23, 2020** | News

Lane Powell Again Ranked Among Top Firms in 2020 *Chambers*® USA Awards & Honors

**May 15, 2019** | News

Wolfstone Elected to Portland Japanese Garden's Board of Trustees Awards & Honors

**April 26, 2019** | News

Lane Powell Again Ranked Among Top Firms in 2019 *Chambers*® USA Awards & Honors

**August 15, 2018** | News

*The Best Lawyers in America*© 2019 Recognizes 62 Lane Powell Attorneys Awards & Honors

**May 3, 2018** | News

Lane Powell Again Ranked Among Top Firms in 2018 *Chambers*® USA Awards & Honors

**August 15, 2017** | News

Fifty-nine Lane Powell Attorneys Named in *The Best Lawyers*® in America 2018 Awards & Honors

**July 10, 2017** | News

Twenty-three Lane Powell Attorneys Recognized by *Super Lawyers* in Alaska and Oregon Awards & Honors

**May 30, 2017** | News

*Chambers*® USA Recommends Lane Powell in Multiple Categories for 2017 Awards & Honors

**November 9, 2016** | News

Wolfstone Named 2016 James B. Castles Leadership Award Recipient  
Awards & Honors

**August 17, 2016** | News

Fifty-one Lane Powell Attorneys Named in *The Best Lawyers in America*<sup>®</sup>  
2017  
Awards & Honors

**July 11, 2016** | News

Twenty-one Lane Powell Attorneys Recognized by *Super Lawyers* in Alaska  
and Oregon  
Awards & Honors

**May 27, 2016** | News

*Chambers*<sup>®</sup> USA Recommends Lane Powell in Multiple Categories for 2016  
Awards & Honors

**February 2, 2016** | News

Twenty-five Lane Powell Attorneys and 11 Practice Groups Recommended  
in *Chambers*<sup>®</sup> USA 2016  
Awards & Honors

**August 17, 2015** | News

Forty-eight Lane Powell Attorneys Named in *The Best Lawyers in  
America*<sup>®</sup> 2016  
Awards & Honors

**July 8, 2015** | News

Fifteen Lane Powell Attorneys Named 'Oregon Super Lawyers' and Four  
Named as 'Oregon Rising Stars'  
Awards & Honors

**June 16, 2015** | News

Wolfstone Named President of the Oregon Jewish Community Foundation

**May 21, 2015** | News

*Chambers*<sup>®</sup> USA Recommends Lane Powell in Multiple Categories for 2015  
Awards & Honors

**February 11, 2015** | News

Twenty-one Lane Powell Attorneys and 11 Practice Groups Recommended



in *Chambers*<sup>®</sup> USA 2015  
Awards & Honors

**February 6, 2015** | Event / CLE

From the Ground Up, Taking Rural Ideas to Urban Landscapes: Oregon Benefit Corporations — Merging Profit and Public Benefit  
University of Oregon | Eugene, Oregon

**October 2, 2014** | Event / CLE

Oregon Benefit Companies: Merging Profit and Public Benefit CLE  
Multnomah State Bar | Portland, Oregon

**September 10, 2014** | News

Wolfstone Elected to Boalt Hall Alumni Association's Board of Directors

**August 18, 2014** | News

Fifty-One Lane Powell Attorneys Named in *The Best Lawyers in America*<sup>®</sup> 2015  
Awards & Honors

**July 9, 2014** | News

Fifteen Lane Powell Attorneys Named 'Oregon Super Lawyers' and Five Named as 'Oregon Rising Stars'  
Awards & Honors

**June 3, 2014** | News

*Chambers*<sup>®</sup> USA Recommends Lane Powell in Multiple Categories for 2014  
Awards & Honors

**January 29, 2014** | News

Twenty-two Lane Powell Attorneys and 12 Practice Groups Recommended in *Chambers*<sup>®</sup> USA 2014  
Awards & Honors