

George J. Vlahakos



**Associate**

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**PRACTICE AREAS**

Corporate/Securities

**EDUCATION**

JD, 2003, The  
University of Texas  
School of Law

BA, 1998, Duke  
University

**ADMITTED**

Texas 2003

George's practice covers general corporate and securities matters with an emphasis on registered securities offerings, private placements (including transactions with Rule 144A resale components) and mergers and acquisitions—largely in the energy and natural resources industries. George also regularly counsels companies in connection with periodic reporting, insider/ownership reporting and corporate governance issues, and assists underwriters in offering-related FINRA compliance matters.

**REPRESENTATIVE EXPERIENCE**

- Representation of an issuer client in connection with a \$550+ million initial public offering of an NYSE-listed, publicly traded limited partnership. (2007)
- Representation of E&P master limited partnership in \$75 million PIPE offering (2007)
- Representation of underwriters in connection with the formation and \$189 million initial public offering of a NYSE-listed, publicly traded E&P partnership. (2007)
- Representation of larger unitholder in privately negotiated sale of approximately \$130 million in common units of NASDAQ-traded limited liability company. (2007)
- Counsel to the Special Committee for EGL, Inc., a publicly traded company that initially entered into a going-private transaction with a management-led group, but later terminated that agreement, paid a break-up fee, and was acquired by CEVA, an affiliate of Apollo Management. (2007)
- Representation of an E&P issuer client in connection with an \$120+ million initial public offering of an NASDAQ-listed, publicly traded limited partnership. (2007)
- Representation of an issuer client in connection with a \$375+ million initial public offering of an NYSE-listed, publicly traded limited liability company. (2006)
- Representation of an E&P master limited partnership issuer client in connection with its formation and an \$85 million 144A Regulation D equity private placement. (2006)
- Representation of underwriters in connection with a \$500+ million initial public offering of an NYSE-listed, publicly traded partnership. (2006)

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- Representation of underwriters in connection with the formation and \$275 million initial public offering of a NASDAQ-listed, publicly traded partnership. (2006)
- Representation of issuer client in connection with the formation and \$100+ million initial public offering of an NYSE-listed, publicly traded partnership. (2005)
- M&A counsel to Landry's Restaurants, Inc. (NYSE: LNY) in its agreement to purchase the Golden Nugget Casino in downtown Las Vegas from Poster Financial Group, Inc. (2005)
- Representation of underwriters in connection with the formation and \$150+ million initial public offering of an NYSE-listed, publicly traded partnership. (2004)
- Assistance in takeover litigation in Delaware Court of Chancery involving public company cash-and-stock merger, termination rights and material adverse effect clause, *Frontier Oil Corp. v. Holly Corp.* (2004)
- Representation of a Trustee in a Rule 144A offering of \$30 million convertible senior subordinated notes.
- Representation of the underwriter in the \$140+ million public offering common stock of a NYSE-listed corporation.
- Representation of underwriters in connection with public equity financings, including master limited partnerships.

### PROFESSIONAL/CIVIC AFFILIATIONS

#### Member

- Houston Bar Association
- State Bar of Texas
- The Periwinkle Foundation
  - Board of Directors (2003 - 2006)
  - Advisory Board (2006 - present)
- Young Texans Against Cancer (YTAC)

**Listed** - Texas Rising Star, Texas Monthly magazine (2007 and 2008)