



Chase A. Stuart

Office Managing Partner

chase.stuart@icemiller.com

212 824 0013

Chase Stuart is a partner in Ice Miller's Business Group and the Office Managing Partner in New York. He represents a variety of private equity funds, family offices, independent sponsors, privately-held businesses, private credit funds, and mezzanine funds. He provides strategic and legal advice in their investment and general corporate strategies, including on leveraged buyouts and other M&A, financings, minority investments, growth capital transactions, and early and late stage private equity investments. He represents family, founder, and entrepreneur-owned businesses as general corporate counsel and as a sell-side advisor. He has represented a variety of companies in sectors such as aerospace and defense, technology, manufacturing, consumer products, business services, gaming, and health care.

Education

- Pennsylvania State University (B.S., 2005)
- New York University (J.D., 2008)

Admissions

- New York

Awards & Honors

- New York Metro *Super Lawyers* Rising Star for 2013-2023

Key Matters

Representative Transactions

Private Equity M&A

Represented Critical Energy Infrastructure Services, LLC ("CEIS"), a holding company formed by White Wolf Capital to acquire U.S. based companies focused on serving the critical energy infrastructure industry, in the following transactions:

Services & Industries

- Aerospace & Defense
- Business
- Distressed Investments
- Gaming, Sports Betting & Alcohol Law
- Independent Sponsors
- Mergers & Acquisitions
- Private Equity

- Representation of White Wolf Capital and CEIS in the acquisition of Rayne Staffing, a leading staffing company based in Houston, Texas, that specializes in providing engineering, construction management, and skilled trades professionals to leading utility and nuclear power generation companies nationwide.
- Representation of White Wolf Capital and CEIS in the acquisition of Clover Leaf Solutions, a leading provider of consulting and staffing services for Department of Energy laboratories and commercial clients nationwide and based in Albuquerque, New Mexico.
- Served as company counsel to CEIS in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented Praesidian Capital, a private equity firm with offices in New York, London and Oklahoma City, in the following transactions under its Outdoor Distribution Holdings platform:

- Representation of Praesidian Capital and Powder Valley, a portfolio company of Praesidian Capital, in the acquisition of Las Vegas, Nevada based Pro-Motion Distributing, a tech-enabled multi-category distributor of consumer and commercial products serving the e-commerce market.
- Served as company counsel to Outdoor Distribution Holdings in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented Consolidated Machine & Tool Holdings ("CMTH"), a portfolio company of White Wolf Capital, in the following transactions:

- Representation of White Wolf Capital, a private equity firm focused on management buyouts, recapitalizations and investments in leading middle market companies ("White Wolf Capital"), and CMTH in acquiring a majority stake in Astro-Tek Industries, Inc., a manufacturing company that creates and builds specialized equipment used by Tier 1 aerospace and defense companies to manufacture, test, maintain, and service aircraft, satellites, rockets, and missiles located in Anaheim, California.
- Representation of White Wolf Capital in acquiring a majority stake in Technicut Tool, Inc. a manufacturer of high-precision, machined metal components, primarily used in the oil & gas industry located in Windsor, Canada.
- Representation of CMTH in the acquisition of LCP Machine, Inc., a CNC precision machining company serving a number of industries, including aerospace, defense, energy and industrial based in Bunnell, Florida.
- Representation of CMTH in the acquisition of Delva Tool & Machine Corp, a leading blue-chip customers in the defense industry, with state of the art manufacturing capabilities through the use of advanced robotics based in Cinnaminson, New Jersey.
- Representation of CMTH in the acquisition of Mill Creek Machining, Inc., a precision machining company that makes custom parts for manufacturing customers in different industries such as, railroad, fabrication/machinery, hydraulics, material handling, agricultural equipment, and power equipment based in Paullina, Iowa.
- Representation of CMTH in the acquisition of RLS Machining, Inc., a full-service precision machining and prototyping work in Omro, Wisconsin.
- Representation of CMTH in the acquisition of Murphy Machine Products, a provider of high-quality and cost-effective turning, milling, boring, Swiss machining, and light assembly services to a wide range of industries located in Wood Dale, IL.
- Served as company counsel to CMTH in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented Praesidian Capital in following acquisitions related to Round 2:

- Representation of Praesidian Capital in its acquisition of Round 2, a maker of die-cast vehicles, model kits and slot racing sets marketed under the Johnny Lightning, Auto World, AMT, and Racing Champions brands, located in South Bend, Indiana.

- Representation of Round 2, in its acquisition of Big Country Toys, an Arkansas based designer, manufacturer and retailer of premium farm, ranch and rodeo toys and collectibles.
- Served as company counsel to Round 2 in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented Devonshire Partners, in the acquisition of Hawkins Service Company

Representation of Devonshire Partners, a private investment firm that focuses on founder and family-backed businesses in the United States, in its acquisition of Hawkins Service Company, a privately-owned multi-disciplinary contractor providing electrical, HVAC, plumbing, gas and specialty pool services to the West coast of Florida.

Served as company counsel to Hawkins Service Company in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented Praesidian Capital in the acquisition of a Technology company

Representation of Praesidian Capital in its acquisition of a technology company specializing in experimental, analytical and consulting services to various industries located in the northeast.

Served as company counsel in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented White Wolf Capital in the following transactions related to CSI:

- Representation of White Wolf Capital LLC, in its recapitalization of CSI IT, LLC, a company that is primarily focused on providing permanent and contract IT resources to augment a client's existing staff while implementing or upgrading complex systems, headquartered in Tallahassee, Florida.
- Representation of CSI in the acquisition of Emphyrean Services and The Emphyrean Group, leading providers of consulting services to the nuclear and non-nuclear power-generation industries, based on Pittsburgh, Pennsylvania.
- Representation of CSI in the acquisition of TEK Connexion, a technology services and workforce solutions provider headquartered in Chicago, Illinois and Pittsburgh, Pennsylvania.
- Representation of CSI in the acquisition of Meridian Staffing Services and Meridian Technologies, a provider of IT staffing, consulting, contingent labor, and permanent placement staffing services for the Commercial and Federal sectors located in Jacksonville, Florida.
- Representation of CSI in the acquisition of JDC Group, a leading regional SAP focused consulting and staffing company, headquartered in Atlanta, Georgia.
- Representation of CSI in the acquisition of The Nuss Group Inc., a provider of consulting services focused on workforce management systems and solutions located in Philadelphia, Pennsylvania.
- Representation of CSI in the acquisition of The Vine, LLC, located in Milford, New Jersey, a provider of IT staffing & consulting services.
- Representation of CSI in the acquisition of Technical Resource Group, Inc., a Texas-based corporation that provides IT staff augmentation services for technical professionals around the United States.
- Served as company counsel to CSI in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented RedNest Partners, in the acquisition of Tecmotiv

Representation of RedNest Partners, a private equity sponsor based in New York and Ohio, in its acquisition of Tecmotiv Corporation, a leading provider of maintenance, repair, overhaul and upgrade services and related components for military vehicle platforms including the M113, M109, M60, M88A1 and M88A2 with a specialty in Air-Cooled, V-Configuration, Diesel, Super-turbocharged (AVDS) powertrains. Tecmotiv has operations in Niagara Falls, NY and Ontario, Canada.

Served as company counsel to Tecmotiv in a variety of corporate matters, including with respect to employment matters,

financings, and other outside general counsel matters.

Represented Praesidian Capital in the acquisition of an E-Commerce Distribution Business

Representation of Praesidian Capital in its acquisition of a leading e-commerce distribution business located in the Southwest United States

Represented White Wolf Capital in the following transactions related to NSC:

- Representation of White Wolf Capital in the recapitalization of NSC Technologies (“NSC”), located in Portsmouth, Virginia, which specializes in staffing and workforce management solutions for a wide range of industries including the defense, marine, energy and industrial markets.
- Representation of NSC in the acquisition of Staffing Resources Inc., a light-industrial employment and temporary staffing company providing innovative, effective staffing solutions to its clients utilizing its network of six branches across the state of Indiana.
- Representation of NSC in the acquisition of ULG Companies LLC, a diversified group of industrial and commercial staffing divisions (Skilled Trades, Marine, Staffing) serving clients and employees across the United States headquartered in Logansport, Indiana.
- Representation of NSC in the acquisition of Staff Matters Inc., an Arizona-based full-service recruiting and staffing firm that supports businesses in the technical, professional, administrative and light industrial industries and recruits for various job classifications, including engineering, manufacturing, professional, industrial, IT and more.
- Representation of NSC in the acquisition of Anistar Technologies, Inc., a national staffing company that sources highly skilled, hard-to-find professionals in the low-voltage and technology infrastructure sectors for consulting contract placement, direct permanent placement and/or contract to permanent placement assignments, headquartered in Tampa, Florida.
- Representation of NSC in the acquisition of Superior Resource Group, Inc., located in Green Bay, Wisconsin, a provider of premier contract engineering services, such as skilled trades staffing and direct placements, to clients in a wide range of industries.
- Representation of NSC in the acquisition of Nationwide Temporaries, Inc., located in Denver, Colorado, a well-established temporary personnel service that specializes in the placement of qualified personnel for the construction and light industrial business sectors.
- Served as company counsel to NSC in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented White Wolf Capital in its acquisition of Weatherhaven

Representation of White Wolf Capital in the acquisition of Weatherhaven, one of the world’s leading suppliers of rapid and re-deployable mobile infrastructure, bases and shelters, for everything from military operations in the desert to climate research stations in ultra-cold Antarctica to sophisticated medical, humanitarian and disaster relief solutions, headquartered in British Columbia, Canada.

Served as company counsel to Weatherhaven in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented Boathouse Capital LP in its investment and exit in Universal Survey & SurveyHealthCare

Representation of Boathouse Capital LP (“Boathouse”), a private equity firm that invests in mezzanine debt and equity into lower middle market businesses across the U.S., in its investment in Universal Survey & SurveyHealthCare, a leading provider of survey data collection services (“Universal”).

Served as company counsel to Universal in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Representation of Boathouse and Universal in the sale of Universal to a strategic company in the technology-enabled services

industry.

Represented Praesidian Capital in the acquisition of a Healthcare company

Representation of Praesidian Capital in its acquisition of a Midwestern-based integrated clinical and laboratory services company in the high-growth field of genetic medicine.

Served as company counsel in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented DCCM (“DCCM”), a portfolio company of White Wolf Capital, in the following transactions:

- Representation of White Wolf Capital and DCCM, a provider of design, consulting, and program & construction management professional services, in its acquisition of R. G. Miller Engineers, Inc., a Houston-based civil engineering firm providing a wide range of infrastructure services to both public and private sector clients in Texas.
- Representation of DCCM, in its acquisition of Coastland Civil Engineering, a northern California-based provider of civil engineering, construction management, and building department services to public agencies throughout the regions they serve.
- Representation of DCCM, in its acquisition of Binkley & Barfield, a Houston, Texas-based provider of complex consulting services for county and municipal clients, regional and state surface transportation, public infrastructure, as well as gas pipeline, telecommunications, and electrical distribution projects.
- Representation of DCCM, in its acquisition of Miller Survey Group, a national provider of design, consulting, and program & construction management services based in Houston, Texas.
- Served as company counsel to DCCM in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented Kalbot Holding Company in Geotechnical Drilling Acquisition

Representation of Kalbot Holding Company, an independent financial sponsor that invests in lower middle market industrial businesses with a focus on the Environmental and Industrial Services sectors, in connection with the acquisition of a geotechnical drilling company located on the west coast.

Represented White Wolf Capital in the acquisition of Stag Arms, LLC

Representation of White Wolf Capital in its acquisition of Stag Arms LLC, a manufacturer of modern sporting rifles based in New Britain, CT.

Served as company counsel to Stag Arms, LLC in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented Lineage Capital in the recapitalization of Diamond Mowers

Representation of Lineage Capital, a private equity fund that specializes in the recapitalization of family-controlled and owner-managed lower-middle market companies, in its acquisition of Diamond Mowers, a maker of industrial mowing, mulching, and brush cutting equipment located in Sioux Falls, South Dakota.

Represented Boathouse Capital LP in its investment and exit in OBBCO Safety & Supply

Representation of Boathouse Capital LP in its investment in OBBCO Safety & Supply, Inc. (“OBBCO”), a value-added industrial safety supply distributor selling personal protective equipment ranging from hard hats and fall protection to gas detection equipment and hazardous material handling gear, located in Chesapeake, Virginia.

Served as company counsel to OBBCO in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Representation of Boathouse Capital and OBBCO in the sale of OBBCO to Motion Industries, a wholly owned subsidiary of Genuine Parts Company.

Represented Colortree Group, Inc. with its acquisition of Direct Impressions, Inc.

Representation of Colortree Group, Inc., a portfolio company of Boathouse Capital, in the acquisition of Direct Impressions, Inc., a graphic arts company specializing in printing, mailing and direct-mail marketing services, located in Richmond, Virginia.

Representation of Boathouse Capital in its exit of its investment of Colortree Group, Inc.

Represented Champlain Capital in the sale of Freeman Beauty

Representation of Champlain Capital, a private equity firm investing in niche manufacturing, consumer products, distribution, healthcare, and non-financial service businesses, in the sale of its portfolio company, Freeman Beauty, to Boston-based private equity group Yellow Wood Partners.

Represented The Higo Group, in the acquisition of DRS Imaging

Representation of The Higo Group, a private equity sponsor based in New York, in its acquisition of DRS Imaging Services, LLC, a New Jersey-based leading provider of a Business Process Outsourcing ("BPO") and Document Technologies Services ("DTS").

Served as company counsel to DRS Imaging in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Represented White Wolf Capital, in the following transactions, related to Aero Precision:

- Representation of White Wolf Capital in the recapitalization of Aero Precision, Inc. ("Aero Precision"), a manufacturer of firearm components, accessories, and related supplies based in Tacoma, Washington.
- Representation of Aero Precision in the acquisition of Ballistic Advantage LLC, a manufacturer and distributor of firearm components and accessories, branded products, apparel and related supplies, located in Apopka, Florida.
- Representation of Aero Precision in the acquisition of Fall Machine Company, Inc., a Somersworth, New Hampshire-based precision CNC manufacturer of components, parts and assemblies for customers in the military/weapons, aerospace, defense and telecommunications industries.
- Representation of Aero Precision in the acquisition of VG6 Precision., a niche manufacturer of highly engineered, high-end muzzle devices, flashlight mounts, as well as other precision firearm accessories and components, located on the west coast.
- Representation of Aero Precision in the acquisition of a Southeastern-based company that engineers, develops, and manufactures firearms, firearm components and accessories.
- Served as company counsel to Aero Precision in a variety of corporate matters, including with respect to employment matters, financings, and other outside general counsel matters.

Sell-Side and Strategic M&A**Represented Fastest Labs in Sale**

Representation of Fastest Labs, family-owned business in San Antonio Texas, in a sale to LP First Capital and Genesis Park. Fastest Labs is a premier nationwide provider of drug, alcohol, and DNA testing services.

Represented Portersville PRD in Acquisition

Representation of Portersville PRD, a certified valve service and repair facility and leading provider of highly engineered, lifesaving valves and related products and solutions for the power, oil and gas industries headquartered in New Castle, PA, in a strategic acquisition of a California-based distributor, servicer, and engineering representative for manufacturers in the petroleum, chemical processing and power industries.

Represented Rolands & Associates in Sale

Representation of Rolands & Associates, a family-owned business in Monterey, California in a sale to Valkyrie Enterprises,

Inc., an employee-owned business headquartered in Virginia Beach, Virginia. Rolands & Associates provides a comprehensive, computer-based modeling and simulation solution for global wargaming for the U.S. and allied militaries, and its flagship solution, the Joint Theater Level Simulation-Global Operations (JTLS-GO), is a joint operations simulation environment for multi-sided, scenario-based training exercises and contingency planning.

Represented RedBox+ Associates in Sale

Representation of RedBox+, a St. Cloud, Minnesota-based franchisor, in a sale to Belfor Franchise Group, a global residential and commercial home services group. RedBox+ is a leading waste management and rental company that delivers patented, portable dumpsters and toilets to commercial, industrial and residential projects.

Represented Monster Tree Service in Sale

Representation of Monster Tree Service, a Doylestown, Pennsylvania-based franchisor, in a sale to Authority Brands, LLC, a leading home services franchise platform. Monster Tree Service is a franchise offering local certified arborist teams in multiple locations across the country and one of the most trusted, successful, and recognized tree service providers in the nation.

Represented BuckleDown Brewing in Recapitalization

Representation of the BuckleDown Brewing, a family-owned brewery located in Lyons, Illinois, in a recapitalization event.

Represented XLMedia Plc in its acquisition of Saturday Down South

Representation of XLMedia Plc (LON:XML), a leading global digital performance publisher, in the acquisition of the business and assets of Saturday Football Inc., a major online publisher of college football news located in the southeastern United States and the operator of two leading college football media sites, saturdaydownsouth.com and saturdaytradition.com.

Represented Periodontics & Implant Dentistry Center, LLC in Sale

Representation of Periodontics & Implant Dentistry Center, LLC, a Stamford, Connecticut-based periodontics business, in a sale to a premier dental management company in the Northeast.

Represented Arc Machines, Inc. in Sale

Representation of Arc Machines, Inc., in a sale to ESAB Welding & Cutting Products, a leader in the welding and cutting industry. Arc Machines, Inc. designs, engineers, and manufactures automated, orbital tungsten inert gas welding equipment and associated aftermarket components headquartered in Los Angeles, California.

Represented RKL Building Specialties Co., Inc. in Sale

Representation of RKL Building Specialties Co., Inc., a Queens, New York-based manufacturer and distributor of custom stone and masonry products, in the sale of its assets to Hohmann & Barnard, Inc., an indirect subsidiary of Warren Buffett's Berkshire Hathaway, Inc. and the world's largest manufacturer of reinforcing, anchoring and other masonry construction products.

Represented Edward Ehrbar Inc. in Sale

Representation of Edward Ehrbar Inc., a leading metropolitan New York and lower Connecticut area heavy construction equipment distributor headquartered in Yonkers, New York, in its sale to Komatsu America Corp.

Privately-held Company Representation:

Representation of SimpleBet, Inc.

Representation of SimpleBet, Inc., a New York, New York-based sports betting technology company, as company counsel in a variety of matters, including with respect to capital raises, employment matters, financings, strategic opportunities, and other outside general counsel matters.

Representation of Pro-Motion Distributing

Representation of Pro-Motion Distributing, a multi-category distributor of consumer and commercial products to over 3,000 retail and e-commerce customers headquartered in Diamond Bar, California, as company counsel in a variety of matters, including with respect to corporate reorganizations, financings, and outside general counsel matters.

Representation of Brinco Manufacturing, Inc.

Representation of Brinco Manufacturing, Inc., a start-up steel manufacturing company located in Elkhart County, Indiana, as company counsel in a variety of matters, including with respect to incorporation, financings, and outside general counsel matters.

Representation of TruMedia Networks

Representation of TruMedia Networks, a sports analytics engineering firm, located in Boston, Massachusetts, with respect to outside general counsel matters.

Representation of Fanaply

Representation of Fanaply, a start-up company that creates blockchain-based digital collectibles, or NFTs, for the world's biggest brands and fans in sports, music, and entertainment, as outside general counsel.

Representation of Convene

Representation of Convene, a New York, New York progressive developer and provider of specialized conference spaces and integrated services for off-site professional meetings, as company counsel in a variety of matters, including with respect to capital raises, joint ventures, employment matters, and outside general counsel matters.

Junior Capital / Mezzanine Investment / Finance Transactions

Representation of Brightwood Capital Advisors, a leading private credit firm focused on providing capital to growing North American middle-market businesses, in connection with several first and second lien term loans, unitranche facilities, and minority equity investments.

Representation of RF Investments, a New York and Chicago-based a Small Business Investment Company Fund, in multiple debt and equity investments in lower-middle-market companies.

Representation of Praesidian Capital, a New York-based mezzanine debt provider for middle-market companies throughout the United States and Europe, in over a dozen investment transactions, including senior and subordinated debt and minority equity investments.

Representation of OFS Capital Corporation (NASDAQ:OFS), a business development company providing senior secured, unitranche, second-lien and mezzanine loans to middle market companies, in a variety of secured lending transactions, unitranche facilities, and minority equity investments.

Representation of Boathouse Capital, a structured capital fund focused on providing bespoke capital solutions to high growth and later stage companies in the Software / SaaS, Tech-Enabled Services, and Healthcare IT / Services industries, in a variety of investment transactions, including senior and subordinated debt and minority equity investments.

Representation of Brookside Capital Partners, a private investment firm that provides debt and makes minority equity investments in lower-middle market companies in the U.S., in multiple structured junior capital and minority equity transactions to support buyouts, leveraged recapitalizations, strategic acquisitions and growth capital.

Representation of New Canaan Funding, a boutique investment firm focused on mezzanine, second lien and unitranche debt financings with offices in Florida, Connecticut and Illinois, in multiple investment transactions.

Success Stories

Ice Miller Represents Praesidian Capital in Acquisition of e-Commerce Distribution Business

Ice Miller LLP represented private equity firm Praesidian Capital in its acquisition of a leading e-commerce distribution business located in the Southwest United States. The acquisition will help Praesidian expand its footprint in the Southwest region.

Partners Tom Kesoglou and Chase Stuart led the Ice Miller team in the acquisition. Spirit Bank of Tulsa provided financing for the transaction and Ice Miller LLP served as legal counsel to Praesidian.

Praesidian Capital is an innovative private investment firm focused on control investments in private lower middle market businesses in the United States, United Kingdom, Germany, and selectively in Northern Europe.