

## Michael F. Rogers

### Partner

[mrogers@foley.com](mailto:mrogers@foley.com)

Houston

713.276.5769



Mike Rogers is a corporate attorney handling M&A, joint venture, and other transactional matters for a wide array of businesses throughout the United States, including both public and private companies involved in a variety of industries, including live entertainment, venue ownership, beverage distribution, oil and gas services, construction, and logistics. He is the former office managing partner for the firm's Houston office and a member of the Sports and Entertainment Industry and the Energy Sector.

Mike's representative clients include:

- Ambassador Theatre Group
- BASE Entertainment
- Berger Geosciences
- Broadway Across America
- Crystaphase
- Dril-Quip
- Energy Water Solutions
- Faust Distributing Company
- Feld Motor Sports
- Gallant Industrial
- Houston Distributing Company
- Insomniac Holdings
- Je'Caryous Johnson Entertainment
- KEG 1
- Live Nation
- Luscinia Health Care
- Mike's Mobile Detailing

Clients rely on Mike's skills, experience, and tireless approach for a broad range of corporate legal needs. These include acquisitions, divestitures, private equity financing, joint venture formations, and business organizational matters.

Mike has significant, first-hand experience with complex acquisitions, divestitures, and joint ventures in a variety of industries. Many clients also hire Mike to assist in the negotiation and drafting of key operating contracts, and privately owned businesses utilize his services in developing and documenting ownership and governance arrangements. These often include buy-sell arrangements, succession plans, and integration with estate planning goals.

## **Representative Experience**

### **Live Entertainment and Venue Ownership**

- Represented Live Nation in dozens of acquisition transactions since its spin-off from Clear Channel Entertainment in 2005.
- Represented Ambassador Theatre Group in a transaction involving the acquisition of several Broadway-style theatres in Detroit and San Francisco.
- Represented Broadway Across America in several corporate transactions, including the purchase of multiple regional Broadway subscription businesses and completion of co-presentation arrangements with regional theatres and nonprofits.
- Represented the owners of BZ Clarity Holdings in the sale of their equity to a private equity sponsored purchaser, LiveCo.
- Represented the owner of the largest organizer and presenter of U.S.-based equestrian competitions in the sale of equity to a private equity sponsored purchaser.
- Represented Mike's Mobile Detailing in arranging for the contribution of new equity and the relocation of the show to a new venue in Las Vegas.

### **Oil Field Services**

- Represented Dril-Quip, a NYSE-listed energy services company, in multiple acquisition transactions.
- Represented the current owners of Energy Water Solutions in the acquisition of a controlling stake from a private equity sponsored investor.
- Represented Energy Water Solutions in multiple private equity financings to provide capital funding for development of proprietary products and expansion.
- Represented Gallant Holdings in the purchase of an industrial business from a Houston-based company.
- Represented Crystaphase in various distribution agreements with refinery owners and documenting key manufacturing agreements involving the protection of the client's proprietary technology.

### **Beverage Distribution**

- Represented Houston Distributing in general corporate work and the acquisition of beverage distribution businesses.

- Represented Faust Distributing in general corporate work and the acquisition of beverage distribution businesses.
- Represented KEG 1 in connection with certain equity financing for new acquisitions and assisting in ownership reorganizations related to new acquisitions.

## Awards and Recognition

- Recognized, AV<sup>®</sup> Preeminent<sup>™</sup> 5.0 out of 5 Peer Review Rated, Martindale-Hubbell<sup>®</sup> PEER REVIEW RATINGS<sup>™</sup>

## Affiliations

- Member, State Bar of Texas
- Member, American Bar Association
- Member, Houston Bar Association

## Community Involvement

- Board Member, Houston Children's Charity
- Board Member, Young Life – Houston Central
- Participant in mentor program at Sharpstown High School, an inner-city school in Houston
- Past Member of Leadership Council at Church of the Apostles – Houston

## Sectors

- [Sports & Entertainment](#)

## Practice Areas

- [Capital Markets & Public Company Advisory](#)
- [Corporate](#)
- [Mergers & Acquisitions](#)
- [Transactions](#)

## Education

- The University of Texas School of Law, (J.D., with honors, 1983)
- Rice University, (B.A., cum laude, 1980)
  - Chemical Engineering

## Admissions

- Texas (1983)