

Alan E. Davis

OF COUNSEL

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I'm a transactional lawyer. I live for the deal. After 50 years, I still can't wait to get to the office every day to solve a client's next problem.

Mr. Davis has been practicing business law for five decades. During that time, he has represented many closely held and family controlled public companies, handling hundreds of deals for clients engaged in the areas of manufacturing, retail, distribution, and service, among others.

Mr. Davis' practice encompasses a broad range of legal matters, including financing, strategic business planning, securities transactions, the acquisition, sale and dissolution of businesses and related assets, and relations with suppliers, customers and non-union staff. He counsels his clients throughout the entire life cycle of their business ventures, serving as a trusted advisor and providing highly-valued continuity of representation.

Mr. Davis has a notable concentration in franchise law, distribution and trade regulation issues, with extensive expertise in the representation of automobile dealership franchises. In alternative dispute resolution, as an arbitrator, Mr. Davis has a particular focus on disputes related to business divorces, post-acquisition disputes, corporate governance, contract issues, and franchise terminations.

Firm Management

- Past Chair, Corporate Department
- Member, Executive Committee (1984 – present)
- Member, Compensation Committee (1991 – present)

Departments

Corporate

Practice Groups

Alternative Dispute Resolution
Automotive Dealership &
Franchise Law

Education

Columbia Law School, J.D.,
1965

Rutgers University, B.A., *cum
laude*, 1962

Bar Admissions

New Jersey, 1965

New York, 1983

U.S. District Court, District of
New Jersey, 1965

Results may vary depending on your particular facts and legal circumstances.

HONORS & AWARDS

- Recipient of the Middlesex County Bar Association's 2014 Robert N. Wilentz Lifetime Achievement Award, June 2014 (This award is named after New Jersey's longest serving Chief Justice of the State Supreme Court and a lifelong member of the Middlesex County Bar Association on the occasion of its 100th anniversary)
- Listed in *Chambers USA* (a publication of Chambers and Partners) in the Corporate/M&A practice area (2003 – 2022)
- Listed in *The Best Lawyers in America*® (a trademark of Woodward/White, Inc.) in the Corporate Law and Mergers and Acquisitions Law practice areas (1987 – present)
- Selected by *Best Lawyers*® (a trademark of Woodward/White, Inc.) as 2014 Woodbridge "Lawyer of the Year" in Mergers and Acquisitions Law
- Listed in *New Jersey Super Lawyers* (a Thomson Reuters business) in the Mergers & Acquisitions, Franchise/Dealership, Closely Held Business and Business/Corporate practice areas (2005 – 2023)
- Martindale-Hubbell® Peer Review Rated AV® Preeminent (a trademark of Internet Brands, Inc.) (1981 – present)

Please visit our Award Methodology page for a description of the standard or methodology on which these accolades are based. Attorney Advertising: No aspect of this advertisement has been approved by the Supreme Court of New Jersey.

REPRESENTATIVE MATTERS

Results may vary depending on your particular facts and legal circumstances.

- Representation of selling family LLC whose members have diverse economic and tax interests in valuable income property taking back purchase money mortgage, requiring complex estate planning and tax issues including a tax-deferred §1031 like kind exchange.
- Representation of remaining shareholders related to the liquidation and dissolution of their corporation which had previously merged with a leading New York firm servicing the financial services industry. GRSD handled the original merger and was retained to complete the transaction's last important step.
- Representation of a client contemplating the sale of real estate and the liquidation and dissolution of a thoroughbred racing stable, breeding, training and boarding operation organized as two pass-through entities and valued at \$5 million.
- Representation of an automobile dealership in the sale of its operating business and income real estate valued at over \$16 million.

- Representation of a client in its \$4 million acquisition of a dual automobile dealership franchise and the real estate on which both dealerships are located in a complex transaction involving numerous real estate, environmental, factory approval, zoning, formation and financing issues. The deal, based in a Southern state, called for coordination with local counsel to close the transaction, which required extensive negotiations with a seller who operated the business for many years. The real estate included a Confederate Army cemetery.
- Representation of a privately held New Jersey-based manufacturer of high performance specialty lubricants in its late 2013 acquisition by a publicly traded company based in Indiana for an undisclosed purchase price. Legal services included participation in valuation of the company, negotiation of price, and drafting of stock purchase and asset purchase agreements, and ancillary documents and environmental concerns as well as family differences.
- Representation of a technology company in a corporate reorganization to fund redemption of its founder's membership interest in the company.
- Representation of a trade association of approximately 1500 automobile dealers in the liquidation and dissolution of the organization's assets.
- Representation of the debtor in a workout of a \$4.5 million site improvement loan to a multi-make automobile dealership terminated by GM as part of its bankruptcy plan of reorganization.
- Advisor and principal negotiator for multi-family ownership of large middle-market retail auto dealership in its sale to large privately held retail auto group.
- Representation of a privately held specialty manufacturing company in the sale of certain product lines (but with retention of other product lines) coupled with a Toll Manufacturing Agreement. The buyer was a large privately held family office.
- Representation of an 80 year old family distribution business in the purchase of certain assets of a competitor in extensive negotiations over an extended period of time involving many complex issues including human resources, labor and ERISA concerns.

UNIQUELY NJ

- Monmouth University: Trustee Emeritus (1995 - present); Board of Trustees (past Secretary); Legal, Audit, HR Committees; Finance and Committee on Trustees (past Chair and member)
- RWJBarnabas Health, Inc. Board of Trustees: Executive Compensation Committee Chair; Compliance Committee; Nominating & Corporate Governance Committee
- Monmouth Medical Center: Chair Emeritus Trustee: Board of Trustees (1996-2009, 2010-2022) and Chair (2004-2006); Medical Policy Committee (past Chair); Finance Committee (past Chair)
- Monmouth Medical Center Foundation: Honorary Trustee; Board of Trustees (1993 -2009) and Chair (1996 - 1998); Honorary Member (2008 - present)

- New Jersey State Bar Association
- Middlesex County Bar Association
- Draftsman of the original New Jersey Franchise Practices Act, enacted in 1971
- Served as one of two Governor's Representatives on the Board of Trustees of the Public Employees Retirement System of New Jersey (1995 – 2002)

MORE ACTIVITIES & EXPERIENCE

- American Arbitration Association Active Neutral on the Commercial Panel
- American Bar Association
- U.S. Army, AG Corps, HQ Ft. Myer, Virginia (1966 – 1967); Chief, Military Personnel Office; Chief, Administrative Services Offices; Rank: 1st Lt. promoted to Captain; ROTC Distinguished Military Graduate (1962)

PRESENTATIONS & SPEAKING ENGAGEMENTS

Speaker, Why Enhancements Are Needed to New Jersey's Franchise Practices Act
Sponsor: *NJ CAR Business & Education Expo*, May 2014

Speaker, Two Tier Pricing
Sponsor: *NJ CAR Annual Meeting*, September 2013

PUBLICATIONS & ALERTS

Co-Author, How Thirty-Four Words May Make A Difference
New Jersey Auto Retailer Magazine, Fall 2013

Co-Author, The New Protest Statute: Some Observations One Year After Adoption
New Jersey Auto Retailer Magazine, Summer 2012

Author, Buyer Beware: Buyer's Assumption of Seller's Ordinary Liabilities In Asset Purchases
The Metropolitan Corporate Counsel, October 1998

Author, Potential Pitfalls of Corporate Distributions
The Metropolitan Corporate Counsel, October 1997

Author, Partnering Means...?
The Metropolitan Corporate Counsel, October 1996

NEWS

2024 Edition of *Best Lawyers* Recognizes 59 Attorneys in 38 Practice Areas: Twelve Greenbaum Lawyers Recognized on “Ones to Watch” List; Five Selected for “Lawyer of the Year” Recognition
August 17, 2023

2023 Edition of *Best Lawyers* Recognizes 51 Attorneys in 36 Practice Areas: Nine Greenbaum Lawyers Recognized on “Ones to Watch” List; Seven Selected for “Lawyer of the Year” Recognition
August 18, 2022