



Justin Denton



PARTNER

justin.denton@tonkon.com
503.802.2117 direct
503.972.3817 fax

LEGAL SERVICES

Business & Corporate
Mergers & Acquisitions
Real Estate & Land Use Law
Benefit Company Law

EDUCATION

J.D., *magna cum laude*, J. Reuben Clark Law School at Brigham Young University, 1997

B.A., *cum laude*, Brigham Young University, 1994

BAR & COURT ADMISSIONS

Oregon State Bar

AWARDS & RECOGNITIONS

The Best Lawyers in America

2014-2022, Business Organizations (including LLCs and Partnerships)
2017-2022, Closely Held Companies & Family Businesses Law
2018-2022, Mergers & Acquisitions Law
2021, Lawyer of the Year – Mergers & Acquisitions Law, Portland
2014, Lawyer of the Year – Business Organizations (including LLCs and Partnerships), Portland

Super Lawyers

2018-2021, Oregon Super Lawyer – Business/Corporate

PROFESSIONAL MEMBERSHIPS

Oregon State Bar

American Bar Association

Multnomah Bar Association

Justin has a practical, “plain-English” approach to practicing law. He works hard to solve problems creatively, instead of focusing on why outcomes don’t seem possible.

Justin’s practice focuses on mergers and acquisitions, corporate finance, joint ventures, and other complex transactions. Justin also serves as outside general counsel to dozens of national, regional, and local privately-held companies.

He represents clients in many industries, including auto dealerships, seniors housing, sports, manufacturing, and professional services (engineering, architectural, health care, and legal).

Justin is the past Chair of the Oregon State Bar Business Law Section. He frequently presents legal education courses to lawyers in areas of his expertise.

Outside the office, Justin is passionate about his family, running marathons, backpacking, and fishing. He also enjoys traveling internationally, and speaks conversational Tagalog (Filipino).

Representative Matters

Represented Moda Health in its corporate restructure and sale of a 49.5% interest in its business for more than \$150 million.

Represented 60-year-old family-owned company in its \$475 million sale to private equity group.

Structured and provides on-going counsel to joint venture that develops seniors housing facilities across the United States and Canada.

Restructured joint venture and split up assets worth more than \$300 million.

Part of team of Tonkon lawyers that developed and implemented Chapter 11 bankruptcy restructure of more than 700 entities with obligations owing to over 90 secured lenders, including the sale of 146 senior living facilities for \$1.2 billion.

Represented clients buying, selling, and financing hotels, professional firms, auto dealerships, portfolios

of seniors housing facilities, and other types of assets.

Represented group of cardiothoracic surgeons in negotiating a long-term exclusive provider relationship with Providence Health & Services.

Structured and implemented strategic joint venture between pharmaceutical companies.

Successfully collected \$20 million reverse-termination fee in failed strategic sale of international company.

Represented retiring owners in sales of majority interests in local, regional, and national companies, including a merchant bank, a crane company, and a uniform manufacturing company.

Represented borrowers in financing hotels, senior housing facilities and other real estate assets.

COMMUNITY INVOLVEMENT & ACTIVITIES

Oregon State Bar Business Section
Past Chair, Executive Committee Member

Oregon State Bar Subcommittee
Oregon Limited Liability Company Act
Oregon Business Corporation Act

City Finance Committee
Past Member

Youth Basketball Coach

Basketball Referee

Presentations & Publications

“Dealership Sales and Acquisitions,” 2019
Northwest Dealerships Seminar, September 2019

“I Have a Family Business to Run – Why Should I
Worry About a Shareholders Agreement?” Austin
Family Business Program, Oregon State University,
April 2019

“Best Practices in Crafting and Defending
Shareholder Agreements,” OSB Business Law
Section, June 2018

Panelist, “Succession Planning Thought Leader
Forum,” Portland Business Journal, May 2018

“Structuring Equity Compensation in Limited Liability
Companies and Partnerships,” Business Law 2014:

From Private M&A to Cybersecurity and Privacy Law,
OSB Business Law Section, November 2014

“Buy-Sell Developments for Auto Dealers,” 2014
Northwest Dealership Seminar, June 2014

“Spinning Plates – Giving Back and Finding Balance
in Life and the Law,” J. Reuben Clark Law Society –
Portland Chapter, April 2014

“Carefully Structure LLCs to Avoid Unintended
Consequences,” Daily Journal of Commerce, March 2012

“Protecting Both Ethnic Minorities and the Equal
Protection Clause: Resolving the Dilemma of
Language-Based Peremptory Challenges,” BYU Law
Review, 101, 1997

