

Charles B. Koerth

Partner

Charles Koerth is the go-to advisor for owners of small to medium-sized businesses who need the dealmaking and problem-solving skills of a lawyer and the tax-efficient approach of a CPA. Charles handles the entire gamut of general corporate and transactional matters that his clients may encounter during the life cycle of their businesses, including entity structuring, buying and selling companies, governance and formalities, contract negotiation and drafting, financing, private securities offerings, labor and employment issues, and tax matters. His clients span several industries, including oil and gas, commercial real estate, private equity, healthcare, professional services, wholesale distribution and grocery.

Business owners face challenges that go beyond the day-to-day management of their companies and impact their personal lives, investments and other business interests. They rely on Charles to guide them through numerous issues, including business exit strategies, succession planning, estate planning, wealth preservation, asset purchases and sales, tax planning, and a broad range of personal investment decisions. When issues arise that fall outside his practice focus, Charles collaborates with other lawyers in the firm with the right skills and experience to protect his clients and help them achieve the best result possible.

Experience

- Represented Bowen, Mickette & Britt Insurance Agency, LLC, a Texas limited liability company and Bowen, Mickette & Britt, Inc., a Texas corporation, in the acquisition of a minority interest from Agency Capital Group LLC and the sale of a majority interest to BroadStreet Partners, Inc., an Ohio corporation (2018)
- Represented CL&J Enterprises, Inc., a Texas corporation, in the sale to Natural Pawz, LLC, a Delaware limited liability company, a wholly owned subsidiary of Independent Pet Partners Intermediate Holdings,



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Practices

Mergers & Acquisitions and Private
Equity
Taxation
Real Estate

Education

J.D., South Texas College of Law
Houston (1992)
B.A., Accounting and Finance, Houston
Baptist University (1988)

Bar Admissions

Texas

Court Admissions

United States District Court, Southern
District of Texas
United States Tax Court
United States Court of Federal Claims

LLC (2018)

- Represented Bolster Alpha B.V., a Dutch limited liability company in the acquisition of Esschert Design USA, LLC, a Maryland limited liability company from Esschert Design Holding B.V., a Dutch limited liability company (2018)
- Represented K Larkin Ventures, LLC, a Texas limited liability company, in the sale of membership interests in Ventures/Larkin Ventures, LLC, a Colorado limited liability company, CHIC/Larkin Ventures, LLC, a Colorado limited liability company, PAHS/Larkin Ventures, LLC, a Colorado limited liability company, and Avon Emergency and Urgent Care Center, LLC, a Colorado limited liability company, to Centura Ventures, LLC, Catholic Health Initiatives Colorado and PorterCare Adventist Health System (2018)
- Represented Feed-Thru Systems and Connectors, LLC in the sale of PFT Systems Ltd, a private company limited by shares incorporated in Scotland (2017)
- Represented Brownline Holdings US-UK B.V., a private company with limited liability incorporated under the laws of the Netherlands in the acquisition of Slimdril Holdings, Inc., a Delaware corporation (2017)
- Represented Rover Oaks, Inc., a Texas corporation and Rover Oaks Katy, Inc., a Texas corporation in the sale to PETSuites of America, LLC, a Kentucky limited liability company, a wholly owned subsidiary of National Veterinary Associates, Inc., a Delaware corporation (2016)
- Represented Finch A/C and Heating, Inc., a Texas corporation, in the sale to CS Operating, LLC, a Texas limited liability company (2016)
- Represented Lewis Food Town LLC, a Texas limited liability company, in the acquisition of Gerland's, LLC, a Texas limited liability company, from 2ML Real Estate Interests, Inc., a Texas corporation (2015)
- Represented Klotz Associates, Inc., a Texas corporation, in the sale to

RPS Group, Inc., a Delaware corporation (2015)

- Represented Telemedx Corporation, a Delaware corporation, in the sale to Alliance Family of Companies, Inc., a Texas corporation (2015)
- Represented Corporate Healthcare Management Inc, a Texas corporation in the sale to International SOS (Americas) B.V., a company incorporated in the Netherlands (2014)
- Represented Cerda Industries, Inc., a Texas corporation, in the sale to Cerda Holdings, LLC, a Delaware limited liability company, a subsidiary of Omnitank LLC, a Delaware limited liability company (“Omnitank”) and Woodlawn Investors III, LLC, a Delaware limited liability company (2014)
- Represented Texas Oilpatch Service Corporation in the sale to Applied Industrial Technologies, Inc. (2013)

Press Releases

- “Twenty-Nine Gray Reed Attorneys Named 2018 Top Lawyers in Houston” (December 3, 2018)
- “Gray Reed & McGraw Announces New Members of Board” (August 26, 2009)

Thought Leadership

- “Assignability of Commercial Contracts (TX)”, Practical Law | Thomson Reuters (March 20, 2019)
- “Sale of Goods Agreement (Pro-Buyer, Short Form) (TX)”, Practical Law | Thomson Reuters (2019)
- “Professional Services Agreement (TX)”, Practical Law | Thomson Reuters (2019)

Honors

- Named a *Houstonia Magazine* Top Lawyer in Houston (2018 - 2019)

Organizational Involvement

Professional Activities, Memberships & Affiliations

- Texas Bar Association
 - Business Law Section
 - Real Estate, Probate and Trust Law Section
 - Taxation Section
- Houston Bar Association
 - Mergers and Acquisitions Section Council
 - Tax Section
- American Bar Association
 - Mergers and Acquisitions Committee
 - LLC, Partnership and Unincorporated Entities Committee

Community Involvement, Memberships & Affiliations

- Houston Livestock Show & Rodeo, Legal Advisory Committee
- Episcopal High School Dad's Club