



→ Randal B. Short

Of Counsel

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Randy Short is Of Counsel in the firm's San Francisco office and former Practice Leader of the Corporate Practice Group.

Areas of Practice

Mr. Short's areas of specialization include mergers and acquisitions; wine industry matters; real estate fund representation; corporate, LLC, partnership and joint venture formation, governance and dissolution; corporate and partnership investment transactions; and representation of off-shore investment companies. Prior to joining Sheppard Mullin, Mr. Short practiced in the San Francisco office of Pettit & Martin. He was an Executive Committee Member of that firm from 1981 to 1994; Managing Partner from July of 1990 to June of 1993; and Administrative Partner from 1981 to 1990.

Honors

Recognized, Mergers & Acquisitions, Legal 500, 2009

Northern California Super Lawyers, *San Francisco Magazine*, 2009, 2008, 2007, 2006

Experience

Representative Transactions

J Vineyards & Winery

Represented J Vineyards & Winery in the sale of substantially all of its assets to E. & J. Gallo Winery.

Heitz Wine Cellars Acquisition

Represented Heitz Wine Cellars in connection with the purchase of Triere Estate Vineyard, located in Napa, California. The purchase included vineyards and the winery facility located on the property.

Snows Lake Vineyard/Gallo Acquisition

Represented Snows Lake Vineyard in the sale of its 2300 acre property and related trademarks and assets in Lake County to E. & J. Gallo Winery.

Alpine Meadows/Squaw Valley Merger

Represented JMA Ventures LLC and Alpine Sierra Ventures LLC in connection with the merger of Alpine Meadows Ski Resort with Squaw Valley Ski Resort

Sale of Edna Valley Vineyards

Represented Diageo Chateau & Estate Wines Company in connection with the sale of the assets of Edna Valley Vineyard to E. & J. Gallo Winery and a related grape contract.

Sale of Canoe Ridge and Sagelands

Represented Diageo Chateau & Estate Wines Company in connection with the sale of two of its Washington State wineries, Canoe Ridge and Sagelands, to Precept Brands LLC and an affiliate of Precept.

Sale of Echelon Brand

Represented Diageo Chateau & Estate Wines Company in connection with the sale of its Echelon brand and related inventory to Winery Exchange, Inc.

Sale of Moon Mountain Winery

Represented Diageo Chateau & Estate Wines Company in connection with the sale of Moon Mountain Winery.

M&G Holdings - Purchase of Simpson Dura-Vent Business

Represented Dutch-owned company M&G Holdings in connection with the purchase of the Simpson Dura-Vent business from a subsidiary of Simpson Manufacturing Co. (NYSE).

Diageo Chateau & Estate Wines Co. - Sale/Leaseback Transaction

Represented Diageo Chateau & Estate Wines Co. in the sale of properties to Realty Income Corporation and subsequent leaseback of the properties.

Malabar Merger and Recapitalization

Represented the shareholders of Malabar, a leader in the design and manufacture of aircraft maintenance and support equipment, in connection with a merger transaction with a private equity group and a subsequent recapitalization.

McDowell Properties - Real Estate Fund Matters

Represent this sponsor of real estate funds in connection with the formation and operation of real estate funds and with joint venture arrangements with institutional investors.

Sack Properties - Real Estate Fund Matters

Represent this sponsor of real estate partnerships and fund in connection with the operation of such partnerships and such fund.

See's Candies - Various Matters

Represent See's Candies in connection with various vendor contracts, license agreements and other matters.

ABS-CBN International - Various Matters

Represent ABS CBN International, a large Filipino broadcasting company, in connection with various matters, including licensing matters, restructuring matters, and the purchase of a satellite teleport business from Loral Space & Communications, Ltd. out of its bankruptcy estate.

Petrochem Insulation - Sale of ASRC Energy Services

Represented the shareholders of Petrochem Insulation in connection with the sale of the company to ASRC Energy Services.

Sebastiani Vineyards – Sale to The Foley Wine Group

Represented Sebastiani Vineyards in the sale of the company, including the winery facility, brands and vineyards, to The Foley Wine Group, including a related spin-off of certain real property to the Sebastiani family.

Duckhorn Wine Company - GI Partners

Represented Duckhorn Wine Company in the sale of the company to an affiliate of GI Partners, a private equity group. Duckhorn produces and sells wine under the Duckhorn, Paraduxx, Goldeneye, Decoy and Migration brand names.

Mammoth Mountain Ski Area – Sale to Starwood

Represented Mammoth Mountain Ski Area in the sale of the company to Starwood Global Capital Group and related transactions. Mammoth is regarded as one of the premier ski resort areas in North America.

AllState Tours, Inc. - Sale to Travelocity.com

Represented the shareholders of AllState Tours, a ticket and touring company based in Las Vegas, in connection with the sale of all of the shares of the company to Travelocity.com

Hartle Media Ventures, LLC - 18 Media Inc.

Represented Hartle Media Ventures in connection with its acquisition from 18 Media Inc. of a controlling interest in the publications *California Home & Design* and *California Estates & Properties*.

Diageo North America, Inc. - Sale of Glen Ellen

Represented Diageo in the sale of the Glen Ellen and M.G. Vallejo brands and related inventory to a limited liability company managed by The Wine Group.

Diageo plc - Seagram

Served as California counsel to Diageo in connection with its purchase of the beverage business of Seagram. Served as lead counsel to Diageo in connection with the subsequent sale of certain Seagram brands and other assets, including Domain Mumm, Burnett's White Satin, Canadian Hunter and others.

Vincor International, Inc. - Acquisition of R.H. Phillips, Inc.

Served as California counsel for Vincor International, Canada's largest producer and marketer of wines, in connection with its acquisition of R.H. Phillips, a publicly held wine company located in Esparto, California. The transaction took the form of a tender offer to R.H. Phillips shareholders followed by a merger transaction.

ProFlame, Inc. - Sale to Heritage

Represented the ProFlame group of companies, one of the largest privately held propane marketers on the West Coast, in the sale of those companies to Heritage Propane, the fourth largest retail marketer of propane in the United States. The transaction involved the simultaneous closing of two merger transactions, two stock sales and two asset sales.

Roofing Constructors, Inc. - Roll-up Transaction

Represented this large commercial roofing company in a roll-up transaction pursuant to which the company and ten other large commercial roofing companies across the country were acquired by Tecta America Corp.

Pasqua Inc. - Merger With Starbucks

Represented this chain of coffee bars with over 50 locations in California and New York, in a merger transaction with Starbucks Corporation and in an earlier recapitalization transaction.

DHL Worldwide Express - Stock Repurchase

Represented DHL in connection with the repurchase of a substantial block of its shares from the Estate of Larry

Lee Hillblom and a related Delaware reincorporation transaction.

Articles

- Dry Times: How To Deal With California's Drought
Law360, 05.05.2014

Corporate & Securities Law Blog Posts

- "Dry Times: How to Deal with the Impact of California's Drought on Critical Commercial Agreements," April 18, 2014

Media Mentions

Q & A With Sheppard Mullin's Randy Short
Law360, 09.28.2009

Memberships

Member, American Bar Association (Business, Partnerships, and Law Firm Sections)

Member, California State Bar Association (Business Section)

Member, San Francisco Bar Association

Board of Directors (2002–), Executive Committee member (2003–), and Chair of Development Committee (2004-2014), Legal Community Against Violence

Former Member, Stanford University, The Campaign for Stanford

Former Member, Board of Directors, Corte-Madera Larkspur Schools Foundation

Former Member, San Francisco Unified School District, Principal for a Day Program

Co-Chair, Stanford Law Society of San Francisco, 1998– 2000, and board member

Practices

Corporate

Mergers and Acquisitions

Family Owned, Closely-Held Businesses and Family Offices

Joint Ventures and Strategic Alliances

Private Equity

Real Estate and Land Use

Private Wealth Services

Industries

Emerging Company & Venture Capital

Food and Beverage

Life Sciences

Private Equity

Wine

Education

J.D., Stanford University, 1971

A.B., University of Missouri, 1967, *Phi Beta Kappa*

Admissions

California