

# Amanda M. Daquelente

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## Partner

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Amanda M. Daquelente serves as Co-Chair of the firm's Corporate Practice Group, and is a member of the Real Estate & Lending Practice Group.

Amanda's practice focuses primarily on a wide range of business and corporate transactions, where she regularly counsels and represents clients both in general and sophisticated business transactions, mergers and acquisitions, divestitures, reorganizations, and other major transactions both in the United States, Europe, and Asia. Additionally, Amanda's corporate practice consists of advising clients on a variety of corporate issues, including, but not limited to, entity formation, corporate governance, business succession planning and other day-to-day business and corporate matters. Amanda has a great breadth of experience representing business owners in complex business succession transactions, including sales to employee stock ownership plans (ESOPs) and trusts where she works collaboratively with ERISA counsel and trustee counsel on behalf of selling business owners. Additionally, Amanda also has experience representing companies acquiring ESOPs.

Amanda's work also focuses on all aspects of commercial and residential real estate transactions, including buy-side and sell-side representation in real estate acquisitions and dispositions, drop and swap transactions, 1031 exchanges, leasing and financing, and the representation of individuals and closely-held companies in a broad range of complex general corporate and real estate-related transactions.

Amanda grew up in the Pittsburgh area and currently resides in the North Hills with her husband and three children.

## Capabilities

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- Corporate
- Real Estate

## Representative Matters

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- Mergers & Acquisitions; Corporate Reorganizations
  - Represented two separate construction companies and principal shareholders as lead attorney in the sale of their stock in complex ESOP transactions, including all negotiations on behalf of the companies and the shareholders with ESOP counsel and trustee.
  - Negotiated and primarily responsible for representing an electrical contractor in the purchase of assets and equipment in a multi-million dollar transaction, including



- negotiating and drafting all relative agreements and obtaining key releases from multiple sureties and lending institutions.
- Represented company and majority shareholder as lead attorney in the sale of the majority shareholder's stock to minority shareholders in multi-million-dollar transaction and drafted and negotiated all key deal documents, including stock purchase agreements, security instruments, promissory notes, guarantees, etc.
- Represented company in a corporate restructure to authorize additional shares that enabled the company to enter into stock subscription agreements with two key employees to create a multi-year minority shareholder buy-in structure that would allow the majority shareholder to phase-out his ownership in company.
- Negotiated and primarily responsible for a joint venture between a Pittsburgh based general contractor and a foreign oil, gas, pipeline and petrochemical contractor with a complex ownership structure, including addressing and drafting key operative agreements to deal with issues such as dispute resolution, business succession, and ownership and licensing of key intellectual property between the parties.
- Primarily responsible for all document drafting and negotiations involved for a Cranberry real estate company's corporate division to separate mineral rights and then merging one of the divided entities into a separate real estate limited partnership to allow for successful application and use of multi-modal grant funds.
- Primarily responsible for planning, drafting and negotiating all documents for a Pittsburgh based plumbing company's corporate restructure to separate residential plumbing assets from commercial plumbing assets and then structuring an asset sale of the residential plumbing assets to a newly formed limited liability company.
- Real Estate and Financing Transactions
  - Assesses contracts for force majeure provisions to determine a business's party's obligations and eligibility for relief under COVID-19.
  - Represented developer in a complex multi-million-dollar sale of commercial property which dealt with easement, zoning, and other land-use issues.
  - Participated in a reverse 1031 improvements exchange transaction for a Pittsburgh based automobile company.
  - Represented multiple commercial developers in negotiations involving commercial leases and purchase and sale transactions, ranging from simple transactions to multi-million dollar complex transactions.
  - Represented Pittsburgh based developer with a \$25,000,000 refinance which involved the defeasance of the current mortgage loan.

## Awards & Honors

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- Included in Best Lawyers of America® 2021-2022 Ones to Watch List
- Individually ranked in 2021, 2022, and 2023 edition of *Chambers USA* - Pennsylvania: Pittsburgh & Surrounds in Corporate/M&A Private Equity
- Ranked in 2021 Chambers Guide - Corporate M&A & Private Equity for PA: Pittsburgh & Surrounds



## Professional/Community Involvement

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- Pennsylvania Bar Association, Member
- Meritas Women's Leadership Congress, Firm Representative
- Allegheny County Bar Association, Member Corporate Banking and Business Law Section
- Allegheny County Bar Association, Member Real Property Section
- University of Pittsburgh Institute for Entrepreneurial Excellence Fellows Program, Firm Representative
- Participation in Firm Pro-Bono Landlord Tenant and Hotline Projects
- NAIOP Pittsburgh, General Counsel

## Bar Admissions

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- Pennsylvania

## Education

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- J.D., Duquesne University School of Law, 2010
- B.A., Franklin & Marshall College, 2006 *cum laude*
  - John Marshall Scholar
  - Dean's List (GPA of 3.50 or higher): Fall 2002-Spring 2004; Spring 2005-Fall 2005
  - Honors List (GPA of 3.70 or higher): Spring 2006
  - Delphic Honor Society: Fall 2002-Fall 2005
  - National Honor Roll: 2005, 2006
  - National Dean's List: 2005, 2006
  - Centennial Conference Academic Honor Roll: Fall 2003-Fall 2005

## Writing/Speaking

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- "An Introduction to ESOPs: Should I Consider One for my Business?" MUS ESOP Advisory, April 5, 2023.
- Presenter, MUS CLE, on the topic "Considerations When Structuring Joint Ventures/Acquisitions," February 25, 2021.

