



# Rodrigo Sadi

## Partner

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Mr. Sadi is licensed to practice law in Brazil and in New York. He practices in the area of U.S. and international corporate law, representing clients predominantly based in Latin America, including single and multi-family offices, high net worth individuals in their activities worldwide, financial institutions, hedge funds, private equity funds, and manufacturers.

He has extensive experience in commercial transactions, in particular with regard to cross-border M&A transactions between companies in the U.S. and Brazil, and in drafting agreements related to the purchase, supply and distribution of products, financing agreements, consulting agreements, and joint-venture agreements.

Mr. Sadi also assists foreign clients investing, purchasing real estate properties, and generally in their commercial activities, in the U.S. Along with the Trust & Estates attorneys of McLaughlin & Stern, Mr. Sadi conducts the pre-immigration tax and estate planning for those clients planning to move to the U.S.

For three years starting in 2018 Mr. Sadi was an adjunct professor at Fordham University's School of Law, where he taught U.S. Contract Drafting & Negotiation to foreign attorneys.

## Education

- Universidade Católica de São Paulo - PUC-SP (J.D., 2012)
- University of Virginia School of Law (LL.M, 2015)

## Bar Admissions

- São Paulo Chapter of the Brazilian Bar Association
- New York

## Mergers and Acquisitions / Private Equity

- Represented a hedge fund seeking to raise up to \$1 billion to invest in publicly-traded oil and gas companies; simultaneously formed and launched a parallel U.S. fund and a Cayman Islands offshore fund to benefit tax-exempt and foreign investors.
- Represented a Brazilian manufacturer of rubber and other tire materials, in the U.S. corporate and tax aspects of its multi-million-dollar acquisition of a controlling stake in a U.S. manufacturer of tire retreading solutions for commercial trucking fleets, to form a leading global independent player in the retreading sector.
- Represented a publicly-held industrial group located in Italy in the \$50 million acquisition of 50 percent of the membership interests of a U.S. infrastructure construction company located in New York and involved in the construction of roads, bridges and tunnels as well as heavy civil engineering projects.
- Represented a real estate investment trust that invests in single-tenant net lease real estate, in its issuance of \$40 million of Series E Preferred Shares to private equity funds managed by the global asset management and investment advisory business of Guggenheim Partners.

## Commercial Real Estate Finance

- Represented one of Brazil's largest asset managers in connection with forming a structure for Brazilian investors to invest in the \$85 million acquisition of a Class A office building in Los Gatos, California, preparing offering documents and negotiating a joint venture agreement with the sponsor of the acquisition. The office building constitutes part of Netflix's headquarters.
- Represented one of Brazil's largest asset management companies in connection with forming a structure for Brazilian investors to invest in the \$140,000,000 acquisition of a 421,785 square-foot corporate office park in Redmond, Washington, preparing offering documents and negotiating a joint venture agreement

with the sponsor of the acquisition.

- Represented a Chilean multifamily family office in its \$92 million acquisition and financing of a multi-level, 350,000 square foot shopping mall in Maryland; transaction included a joint venture with a commercial real estate development and net lease company in Tennessee, as well as a real estate acquisition and associated bank financing.

## Family Offices/Private Clients

- Representation of buyer of a Cayman Islands-flagged 91' sailing yacht in a multi-million Eurodollar purchase in Mallorca through a Guernsey vehicle – Preparation of purchase and sale documents and ancillary arrangements for management of vessel.
- Advised Brazilian family office on purchase of US real estate (structuring the transactions in a tax efficient manner under FIRPTA), opening and operating a subsidiary office in New York, and successful application for an L-1 Visa for high-level executive of the family office.
- Advised a Brazilian high net worth individual in the operations of a U.S. non-profit, including the preparation of agreements for gifts and grants to U.S. universities and research institutions, as well as in the formation of a U.S. public benefit corporation acting as the U.S. arm of a Brazilian media-production and distribution company.

## Financing Transactions

- Represented PT Bank Rakyat Indonesia in closing a series of amendments to a USD \$79 million secured lending facility; the borrower was one of the U.S. subsidiaries of the Sinar Mas Group, one of Indonesia's largest public companies.
- Represented the New York agency of an Indonesian bank in negotiating a first amendment to a credit agreement, which increased by \$10 million a previous \$80 million term loan and revolver, to a global Indonesian company in the wood and pulp business to construct a tissue paper factory in Maine and working capital.
- Represented PT Bank Negara Indonesia in closing a \$40 million term loan financing from a top 5 U.S. money center bank.
- Represented Bank Negara Indonesia in a borrowing in which Bank of America acted as lender.

## Noteworthy Representative Matters in Brazil

- Represented Floresteca S.A., a Brazilian company in the business of growing, harvesting and selling teak wood, in securing a loan from Metlife, which loan was collateralized, among other things, by teak wood yet to be grown in land owned by Floresteca S.A.
- Represented Brazilian subsidiary of Deckel Maho Gildemeister AG in implementing the parent company's global merger with Mori Seiki.

## Practice Areas

- Corporate and Securities
- Brazil Practice
- Corporate Law
- Art Law