

Joseph K. Fletcher, III

Los Angeles, California
Shareholder

P (213) 891-5079
F (213) 691-5696
jfletcher@buchalter.com

Areas of Practice & Industry Specialties

Tax, Benefits and Estate Planning; Corporate Law; International Business & Trade; Mergers and Acquisitions; Employee Benefits and Executive Compensation



Joseph K. Fletcher, III is a Shareholder in Buchalter's Los Angeles office and Co-Chair of the firm's Tax, Benefits and Estate Planning Group. With more than 25 years of tax law experience, Mr. Fletcher's international practice includes matters involving the taxation of mergers and acquisitions, resolution of tax controversies, and international taxation.

Mr. Fletcher shares his ample experience in tax law as an educator and frequent speaker on business tax issues. He has taught classes as an Adjunct Professor on "Taxation of Intellectual Property" and "Mergers and Acquisitions", and is also a frequent panelist on CLEs addressing issues ranging from partnership taxation to cancellation of indebtedness income.

Mr. Fletcher has achieved the highest rating of "AV-Preeminent" awarded by Martindale-Hubbell Law Directory for both tax law and corporate law, from 2013-present. He has been named to the *Best Lawyers in America* list from 2019-2022, and has been included in *The Legal 500*.

Representative Matters

- Represented Inspire Fitness, a leader in state-of-the-art fitness equipment, in its sale to HighPost Capital
- Represented Re-Think It, a manufacturer and seller of recycled eating utensils and food storage accessories sold in Target, Amazon and Walmart, in its sale to Monolith Brands
- Represented LaserAway in its strategic investment by Ares Management
- Represented Raw Sugar in its sale to WM Partners
- Represented Mad Engine, LLC in its sale to Platinum Equity
- Represented CriticalPoint Capital, LLC in its acquisition of Farm Supply Distribution
- Advised on numerous private equity transactions on both "sell side" and "buy side" including structuring of deals, use of "F" reorganizations, management rollovers, and negotiation of representations, warranties and covenants in agreements.
- Advised numerous partnerships and LLCs on tax issues related to "waterfalls" and tax allocations, including the use of targeted allocations.
- Established real estate joint ventures for holding of both commercial and multi-family properties.
- Advising on the tax treatment of profits interests, restricted stock, and stock options.
- Advised U.S. and foreign clients on tax structures related to licensing of intellectual property ("IP") including creating structures for cross-border licensing and advising on withholding taxes.
- Obtained a "No Change Letter" (complete concession by the U.S. Internal Revenue Service) on the audit of the U.S. subsidiary of a Japanese company.
- Obtained a "No Change Letter" (complete concession by the U.S. Internal Revenue Service) on the audit

focusing on business use of a private jet and real estate activities.

- Served as Special Tax Counsel to bankruptcy estate involving interests in approximately 100 entities, many of which with negative capital accounts.
- Advised on over \$1 billion acquisition of Japanese electronics company by U.S. public company.
- Advised apparel company on use tax matter, resulting in complete concession by Board of Equalization.
- Advised on divisional purchase of an “OTC” line of products by a major foreign pharmaceutical company.
- Advised on sale of multiple gas station operator valued at approximately \$500 million.
- Advised on sale of building products company valued at approximately \$90 million.
- Advised on formation of real estate investment funds and advised foreign investors on tax-efficient structures for holding U.S. real estate.
- Advised on numerous “S” corporation issues including favorable private letter ruling related to inadvertent termination of “S” status.
- Took numerous taxpayers through IRS Offshore Voluntary Disclosure Program and utilized “Streamline” program.
- Advising on numerous like-kind exchanges under Section 1031, including exchanges with values of over \$100 million.
- Obtained 501(c)(3) status for organization providing education to victims of human trafficking.

Publications

- Beware of Proposition 19 Property Tax Increases—Planning Opportunities Still Exist for a Brief Window, *Buchalter Client Alert*, November 17, 2020
- Executive Order Payroll Tax Deferral: Guidance and Considerations, *Buchalter Client Alert*, September 4, 2020

Education

Mr. Fletcher has his LL.M s in Taxation from Georgetown University, Law Center, and earned his J.D. at the University of San Diego School of Law, where he served as Senior Editor of the *Journal of Contemporary Legal Issues*. Mr. Fletcher earned his B.A from the University of Pennsylvania.

Bar Admissions

- California
- New York
- District of Columbia