




Steven T. Anapoell

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Overview

Steve Anapoell is an experienced business transactional, securities, and tax lawyer whose practice focuses on private equity, fund formation, joint ventures, private securities offerings, and mergers and acquisitions. He has served as lead corporate and securities counsel in the design, structure, or documentation of some of the largest private real estate securities offerings in the United States. His experience also includes a wide range of other industries, including technology, software, and entertainment. Steve represents acquirers, sellers, and others in connection with a wide variety of transactions.

With an advanced law degree in taxation, Steve brings together a deep understanding of both corporate and tax issues to provide his clients with comprehensive and integrated solutions to their business and transactional needs. Clients regularly look to Steve for his business-oriented and innovative solutions to overcoming structural roadblocks, as well as his understanding of the corporate, tax, and business issues they confront. His extensive experience in these areas allows him to assist clients with entity formation, financings, joint ventures, mergers and acquisitions, and other business endeavors in a tax-efficient manner and to avoid costly pitfalls.

Additionally, Steve has served as lead corporate and securities counsel for the largest EB-5 securities offering in the United States, represented one of the world's largest restaurant franchisors in designing protocols and deal structure to enable franchisees to use EB-5 capital to develop and operate additional locations, and represented the City of Miami in structuring the organization and implementation of its EB-5 Regional Center.

Steve is the author of “Drafting a Private Placement Memorandum Under Regulation D” and a co-author of “Issuing Common Shares to Founders and Investors,” both in *Financing and Protecting California Businesses*, published by Continuing Education of the Bar – California. He is also a co-editor and co-author of the *Guide to Organizing and Operating a Limited Liability Company in California* (second edition), published by the Business Law Section of the State Bar of California.

Steve is the former chair and vice chair of the Partnerships and Limited Liability Companies Committee of the California Lawyers Association and has been included numerous times in *Los Angeles Magazine*’s list of Southern California Super Lawyers in the areas of securities and corporate finance, business/corporate, and tax.

Experience

- Divisive reorganization involving the split-off and public listing of subsidiary from its publicly traded parent company, including attainment of private letter ruling.
- Represented seller in \$150 million sale of TV station.
- Structured \$100+ million real estate private equity fund, including preparation of securities offering documents, fund documents, and upper-tier entity documents.
- Prepared private placement memorandum for \$250 million intellectual property fund.
- Structured and prepared offering documents for \$600 million private securities offering for mixed-use development.
- Structured and prepared offering documents for \$250 million private securities offering for luxury residential condominium and hotel development.
- Structured and prepared offering documents for \$100 million private securities offering for residential rental and retail development.
- Structured and prepared offering documents for \$50 million private securities offering for commercial condominium development.
- Structured and prepared offering documents for \$50 million private securities offering for residential rental and retail development.

Areas of Focus

Practices

- [Business Transactions](#)
- [Investment Funds](#)
- [Securities Transactions and Compliance](#)
- [Private Equity and Venture Capital](#)
- [Mergers and Acquisitions](#)

- [Media, Entertainment, Music & Sports](#)
- [Corporate Law and Governance](#)
- [Investment Funds](#)

News

06.01.2022

Carlton Fields Represents Arc Capital Partners in Multimillion-Dollar Commercial Real Estate Transaction

01.02.2020

Carlton Fields' Steven T. Anapoell Featured in Los Angeles Daily Journal

12.17.2019

Leading Private Equity and Securities Attorney Steven T. Anapoell Joins Carlton Fields in Los Angeles

Credentials

Education

- Georgetown University Law Center (LL.M., 1993)
- University of California, Hastings College of the Law (J.D., 1989)
- University of California, Berkeley (B.S., 1986)

Bar Admissions

- California

Background

- Managing Partner/General Counsel, Bridgeforth Capital LLC, Newport Beach, CA (2014–2019)