



Jesse M. Kobernick

Special Counsel

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“My goal is to provide practical solutions to business owners to help them achieve their business and legal objectives. I strive to gain a deep understanding of my client’s businesses and serve as a reliable, hardworking, and effective advisor to my clients.”

Jesse Kobernick represents companies on a wide range of complex business transactional matters related to the lifecycle of their business. He routinely advises clients on a variety of complex matters including mergers & acquisitions, joint ventures, stock and asset purchase agreements, and restructurings. He also counsels clients on corporate governance, commercial agreements, securities law compliance, and debt and equity offerings.

Jesse frequently represents clients in a range of technology-related industries, and he has significant experience advising these clients on commercial agreements and business contracts unique to technology companies. He regularly coordinates intellectual property and patents to help meet client goals.

Jesse also has a depth of knowledge navigating regulatory complexities associated with highly- and uniquely-regulated companies including financial institutions, fintech companies, breweries and distilleries, cannabis companies, and Tribal entities. He is adept at navigating federal and state regulations and frequently coordinates with regulatory advisors to serve clients in regulatory and compliance matters.

Jesse is licensed in Washington and Texas and has practiced in major law firms in Seattle and Dallas. Jesse also served as supervising lawyer for the Entrepreneurial Law Clinic at the University of Washington School of Law, an innovative program that teams law and business students with pro bono attorneys and business advisors.

Professional Activities

- Washington State Bar Association, Business Law Section, Member
- Texas Bar Association, Member

Education

J.D., Duke University
School of Law, 2014

- Editor, *Duke Journal of Comparative & International Law*
- Member, Moot Court Board

B.A., University of
California, Los Angeles,
cum laude, political
science, 2009

Bar Admissions

Washington, 2019
Texas, 2014

Civic Activities

- University of Washington Entrepreneurial Law Clinic, Supervising Lawyer Volunteer, 2020-2021
- Association for Corporation Growth, Portland Chapter, Member
- Cowlitz and Clark County Child Advocates, Volunteer Guardian ad Litem

Representative Experience

Mergers and Acquisitions: Complex Transactions

- Served as local Washington counsel in a multimillion-dollar sale of a technology payment company.
- Represented a family-owned home services company in a multimillion-dollar sale of assets to a private equity company.
- Represented an architecture firm in connection with a complex reorganization.
- Represented a foreign company in a multimillion-dollar asset acquisition of two U.S.-based vehicle dealerships and real estate.
- Represented a commercial berry farm in connection with a multi-million dollar sale of assets.
- Represented a private equity firm in its acquisition of a technology company.
- Represented a storage facilities company in its acquisition of a competitor.
- Represented a Canadian technology company in the sale of all of its stock.
- Represented a Delaware disaster insurance and recovery corporation in negotiations to sell to a competitor.
- Represented a brewery software company in its merger with a competitor.
- Provided corporate counsel in the sale of a large parcel of real property and a related LLC dissolution.
- Represented a Delaware oil servicing LLC in a joint venture with a solar energy company.

Private Securities Offerings

- Represented a virtual reality start-up company in connection with multiple equity financing rounds.
- Represented a mobile application developer in connection with a private offering of equity.
- Represented a manufacturer of alcoholic beverage in connection with a multimillion-dollar private offering of equity.
- Represented a private equity company in a minority investment in a Tennessee corporation.
- Represented an Oregon winery in a preferred stock offering.
- Represented a Texas bank holding company in an IPO.
- Represented the underwriters in an IPO of a Georgia bank holding company.

Business Contracts

- Routinely draft business and commercial contracts, including supply agreements, service agreements, NDAs, and consulting agreements.

Publications

- “Federal District Court Issues Nationwide Injunction Barring Enforcement of the Corporate Transparency Act—Companies ‘Need Not Comply’ with the January 1, 2025 Reporting Deadline,” Miller Nash LLP (Dec. 2024)
- “The Corporate Transparency Act Update: What Businesses Need to Know and How to Comply with FinCEN Regulations,” Miller Nash LLP (Oct. 2024)
- “Federal Court Rules CTA Unconstitutional, but Most Will Still Need to Comply for Now,” Miller Nash LLP (Mar. 2024)
- “The Corporate Transparency Act Takes Effect January 1, 2024: What Businesses Need to Know and How to Prepare for the New FinCEN Regulations,” Miller Nash LLP (Dec. 2023)
- “Oregon’s ‘Fairness Hearing’ Can Facilitate Bank M&A Transactions,” Oregon Bankers Association’s Banking Matters (Spring 2017)

Presentations

- “Understanding the Corporate Transparency Act,” Vinoble Group (May 2024)
- “Essentials of Startup Formation,” TiE Institute & TiE Nurture Accelerator Program (May 2023)
- “M&A and Compensation Legal Update,” Texas Society of CPAs, Financial Institutions Conference (Sept. 2017)

Recognition & Honors

- Selected for inclusion in *Best Lawyers: Ones to Watch*® (Vancouver, WA)
 - Corporate Law, 2024-present
 - Mergers and Acquisitions Law, 2024-present
 - Securities/Capital Markets Law, 2024-present
 - Corporate Governance and Compliance Law, 2022-present

Personal Activities

Outside the office, Jesse enjoys working on his small family homestead with his wife and children.