



## David Camhi

*Partner*

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David Camhi is a partner in the Corporate & Business Practice Group at Greenspoon Marder LLP. He focuses his practice on domestic and cross-border corporate transactions. In particular, Mr. Camhi has extensive experience and assists clients with domestic and cross border hospitality transactions (hotel management and franchise agreement, hotel acquisitions, disposition and investments), cross-border corporate transactions involving Latin America (M&A, joint venture, financing, commercial, and investment transactions) and regularly advises public and private-equity-owned companies in the development and management of corporate governance, board, and shareholder relationships, especially companies undergoing Initial Public Offering processes or de-SPAC transactions. In addition to his long experience practicing law in the U.S., Mr. Camhi practiced law for many years in several countries in Latin America.

Mr. Camhi has a substantial record of in-house corporate experience—both domestic and international, which allows him to better understand his client's needs. Before joining Greenspoon Marder, he held senior legal executive roles at major corporations in the U.S., including holding the position of Chief Legal Officer at Payless Shoesource in Miami, Florida, and Topeka, Kansas. During his time at Payless, Mr. Camhi managed the day-to-day legal operations of the company's emergence from Chapter 11 bankruptcy protection, and the design of its legal, corporate, governance and administrative structure. He also negotiated complex transactions to stabilize its international sourcing, franchising, and retail operations and prepare it for its relaunch and reentry into the U.S. market.

Prior to joining Payless, Mr. Camhi served as General Counsel of Playa Hotels and Resorts a Dutch publicly-traded hospitality company owning and operating hotels and resorts in Latin America and the Caribbean, where he oversaw all compliance and legal matters (including all M&A, financing, real estate, construction, and strategic projects from a legal and business standpoint), and in particular, the preparation of the company for its de-SPAC transaction and the management of its corporate governance and compliance programs as a newly publicly-traded company. Additionally, Mr. Camhi acted as General Counsel of Phoenix Group, a privately-held conglomerate of companies manufacturing plastic packaging and resins at plants in the U.S., Colombia, Venezuela, Mexico, and China, and has practiced at law firms in the US (New York and Miami), Colombia (Bogota), and Mexico (Mexico City).

### Bar Admissions

- Florida
- New York
- Mexico
- Colombia

### Education

- LL.M., Cornell University Law School
- PgD., Finance, Colegio de Estudios Superiores de Administración, Bogotá, Colombia

- LL.B., Universidad de los Andes, Bogotá, Colombia

## Language

- Spanish

## Practice Areas

- Corporate
- Latin America
- International
- Real Estate
- Hospitality, Alcohol & Leisure Industry Group

## Representative Experience

- Represented a newly-launched major hotel brand in the development of its hotel management and ancillary agreement forms, and in the negotiation of several hotel management agreements across the globe.
- Represented the owner of a newly-built major resort in the Dominican Republic in the negotiation of a license agreement with a well-known lifestyle brand, the renegotiation of its hotel management agreement and the purchase of the equity interests of a minority investor.
- Represented a major independent hotel operator in the development of its forms of hotel management, residential management and ancillary agreements for use in Latin America.
- Represented a major independent hotel operator in the negotiation of management agreements for mixed-use projects in Mexico.
- Represented a global footwear company in the sale of certain existing trademark license rights for \$20 million in cash, and the entering into a replacement licensing agreement. Advised the client in the structuring of the transaction and the definitive agreements.
- Represented a Dutch company in the acquisition of a hospitality company in Jamaica for approximately \$325 million in cash and stock. The acquisition included several branded and non-branded hotels and a mixed-use property that was part of a multi-building condominium, which required the structuring and documentation of the separation of the facilities to be used as part of an all-inclusive hotel and those that would remain for the use of owners. Advised the client in connection with the tax and business structure of the transaction and the definitive agreements.
- Represented a private-equity owned hospitality company in the repurchasing of a 23% interest in the company owned by its Spanish sponsor, payable via the transfer of several hotel properties owned by the company in Mexico and the Dominican Republic. The transaction required the refinancing of the company's debt (approximately \$535 million) as it was guaranteed by the Spanish sponsor. Advised the client with corporate governance matters, negotiation strategy, definitive documents, including refinancing of existing debt.
- Represented an international hospitality company in its merger with a publicly traded SPAC and its transition as a publicly traded company (NASDAQ). Advised on all disclosure documents and filings, the definitive agreements and closing and post-closing matters.
- Represented a Spanish company in the acquisition of a hospitality company with several hotels and management operations in Mexico for approximately \$412 million in cash and stock. Advised client on all matters related to the transaction, including the definitive agreements and tax strategy.
- Represented a hospitality company in the entering into strategic alliance agreements with two major US hotel chains, granting the parties certain preferential and first refusal rights for the branding and management of future properties. Advised on the initial term sheets and the definitive agreements.
- Represented an international hospitality company in the determination of the structure of its international hotel-management operations, the drafting of the form of management agreements and the negotiation of the agreements for several properties.
- Represented a global footwear company in a licensing transaction for the branding of an online portal featuring third-party retail offers. Advised client on all transaction documents.
- Represented a client in the negotiation of a multi-tranche \$75 million syndicated loan facility. Advised client on business aspects and covenant details of the credit agreement.

- Represented an international hospitality company in the multi-million remodel of a hotel in Cancun, Mexico. Advised client on the structure of the construction agreement and the final transaction documents.
- Represented an international hospitality company in the acquisition of a parcel in the Dominican Republic and the construction of a 750-room multi-hotel complex. Advised client on the structure of the transaction and the definitive agreements.
- Represented a Canadian tour operator in the structuring on its hotel-management operations, including the preparation of the form of management agreements to be used.
- Represented a manufacturing company in connection with an \$85 million multi-currency syndicated facility, with tranches in US Dollars and Colombian Pesos, and secured by the shares and fixed assets of companies in the US, Colombia and Mexico. Advised client on all documents for the transaction, including a US credit agreement, a Colombian Peso credit agreement, and security documents under US, Colombian and Mexican law.
- Represented a newly incorporated US subsidiary of a Colombian company in connection with a non-recourse senior secured credit facility. Drafted and negotiated the financing terms, the credit agreement and the Mexican security documents.

## **Professional and Community Involvement**

- Latin America Corporate Counsel Association
- American Corporate Counsel Association
- American Bar Association

## **Recognition**

- Latin America Corporate Counsel Association, “Dealmaker of the Year,” 2014

## **Publications**

- Author, “What does your hotel management agreement say?” Hotel Management, December 29, 2021
- Author, “Can (or should) Your Hotel Brand NOT Be A Hotel Brand?” Hotels Magazine, July 15, 2021
- Author, “Inmuebles con todo incluido: La última frontera” Revista Inversiones y Negocios, July 15, 2021
- Author, “Marcas internacionales empiezan participar en el segmento de todo incluido o “all-inclusive” Revista Summa, June 25, 2021
- Author, “All-Inclusive Properties: The Last Frontier” Hotel Executive, May 23, 2021
- Te Fusionaste Con Un SPAC... Y Ahora Que?

## **News**

- Greenspoon Marder Launches Latin America Practice Group
- Greenspoon Marder lanza su área de práctica de América Latina
- Greenspoon Marder Expands Corporate & Business Capabilities with Addition of Three New Attorneys