Tucker Ellis LLP



# Ludgy A. LaRochelle

**Counsel**

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Ludgy LaRochelle is a results-oriented business transactional attorney.

Ludgy counsels businesses of all sizes through all phases of the business life cycle: from initial formation through operations, acquisitions, and restructuring to maturity and succession planning. He provides tailor-made solutions to clients in the areas of mergers, acquisitions, and divestitures; real estate transactions; corporate governance; intellectual property; and regulatory compliance. Ludgy represents clients across a broad range of industries, including manufacturing, technology, professional and financial services, and non-profits.

Ludgy also represents private and public companies in connection with securities and corporate compliance matters, including SEC reporting, corporate governance, securities offerings, proxy matters, and investor relations issues.

Ludgy lives in Highland Heights, Ohio, with his wife Candace and their two children. He is a board member of the Hanna Perkins School of Child Development and the Northern Ohio Chapter of the National Association of Minority Contractors (NAMC). Ludgy also co-chairs one of the workgroups of the Cleveland Metropolitan Bar Association's Racial Equity in the Law (REAL).

## Education

- University of Dayton School of Law (J.D., 2006); James H. Hook Scholarship
- Cleveland State University (M.B.A., 2013)
- University of Michigan (B.S., 2001); Scholar Recognition Award

## State Admissions

- Ohio, 2007

## Service Areas

- Mergers & Acquisitions
- Financial Services – Transactional
- Securities & Capital Markets
- Corporate Governance
- Nonprofit Organizations
- Real Estate
- Opportunity Zones
- Educational Institutions
- Corporate Law
- Broker-Dealers
- Commercial Contracts
- Financial Services

## Experience

- Represented Soprema, Inc., a global roofing products manufacturer, in its acquisition of a national competitor, Derbigum Americas, Inc.
- Represented Enovis Corporation (NYSE: ENOV), a diversified global manufacturing and engineering company, in divesting its ash handling and fluid drive business division
- Represented Olentangy Investment Partners LLC and FM Coal LLC in the acquisition of a family-owned group of coal mining companies in Alabama: Cedar Lake Mining, Inc.; Cane Creek, LLC; and MS&R Equipment, Inc.
- Represented a bank holding company in connection with its universal shelf registration statement filing with SEC
- Represented an Ohio-chartered bank in its acquisition by merger of a federally chartered bank based in Indiana
- Represented an international cargo operator that specializes in freight forwarding, ocean freight, trucking, rail operations, warehousing and distribution, and customs clearance in the sale of its global network of subsidiaries to a Chinese company
- Represented an international cargo operator in its acquisition of an intermodal transportation company with operations based primarily in the southeastern region of the United States
- Represented an Ohio-based accounting firm in the acquisition of a Florida-based accounting firm
- Represented an international manufacturer of advanced fluid and gas transfer connectors in maintaining a complex distribution network in over 30 countries; formed and terminated various exclusive distributors as needed; counseled the manufacturer on antitrust implications associated with the proposed fixed-price arrangement among various distributors for aftermarket services
- Represented a water distillation/private label company in a major corporate restructuring program, including orchestrating a large-scale shareholder stock redemption program to prepare for an intra-company divisional spin-off
- Represented a private equity holding company in the stock and asset acquisition of a rubber manufacturer
- Serves as outside general counsel for a national distributor of healthcare equipment

## Publications & Events

### SPEAKING ENGAGEMENTS

- "Legal Considerations for Joint Ventures in the Construction Industry," NAMC 56th Annual National Conference, Cleveland, Ohio (June 2025)
- "Buy-Side in Focus: Navigating Today's Market to Get Deals Done," Smart Business Dealmakers Conference, Cleveland, Ohio (June 2025)
- "It's (Always) a Wonderful Deal Market!" Tucker Ellis In-House Counsel Summit (October 2023)
- "Red Pill or Blue Pill? Successfully Navigating Health Care and Life Sciences M&A Deals Through the Matrix" and "The Sweet Science of M&A Disputes," 2023 Business Law Institute on Corporate Law and M&A, Tucker Ellis LLP (January 2023)
- "Forging New Opportunities: Middle Market M&A in the Post-Pandemic Era," Tucker Ellis In-House Counsel Summit (November 2022)
- "Ohio's New Limited Liability Company Act," Case Western Reserve University School of Law (March 2021)
- "Market Frenzy: Middle Market M&A in the Pandemic Era," Tucker Ellis In-House Counsel Summit Webinar (October 2021)
- "Your Paycheck Protection Program Forgiveness Was Denied – Now What?", Panelist, 2020 In-House Counsel Summit Webinar, Tucker Ellis LLP (December 2020)
- "Qualified Opportunity Zones," Tucker Ellis Commercial & Industrial Property Real Estate Forum, Cleveland, Ohio (September 2019)
- "Community and Board Involvement," Professional Development Series, Case Western Reserve University School of Law (March 2019)
- "Scale Up Law Talk," Women's Business Center of Northern Ohio, Cleveland, Ohio (February 2019)
- "Anatomy of a Purchase Agreement," Western Reserve Partners, Cleveland, Ohio (October 2018)
- "Qualified Opportunity Zone Investment Program," The Wellness CDC, Akron, Ohio (September 2018)
- "Entrepreneurs: Starting a Business and Sustaining a Business," The Mayor's Forum on Workplace Readiness, Warrensville Heights, Ohio (September 2017)
- "Innovations and How to Protect Them," The Presidents' Council Business Conference, Cleveland, Ohio (August 2017)
- "The Legal Dos and Don'ts of Digital Advertising and Social Media Promotion," JumpStart Inc., Cleveland, Ohio (June 2017)
- "Technology: Responding to the New Rate of Change," The Presidents' Council Business Chamber, Cleveland, Ohio (May 2017)
- "Oops, I Started a Business!?!," quarterly presenter, Operation Hope, Cleveland, Ohio (2015-present)
- "Legal Pitfalls for New Entrepreneurs," semi-annual presenter, Goodwill Industries Center for Entrepreneurial Success, Cleveland, Ohio (2012-2014)

**PUBLICATIONS**

- *Lingua Negoti* Blog Posts
- "Opportunities and Pitfalls Under Ohio's New LLC Act," *Cleveland Metropolitan Bar Journal* (September 2021)
- "Grow or Stagnate in a Virtual World? The Choice Is Yours," *Crain's Cleveland Business* (January 2021)

## Honors

- The Best Lawyers in America® (2025–2027)
- Leadership Council on Legal Diversity (LCLD), Pathfinders Program (2021)

## In the Community

- Cleveland Metropolitan Bar Association
  - » Racial Equity and the Law (REAL) Initiative
    - » Dismantling Systemic & Negotiated Racism Working Group, Co-Chair
  - » Leadership Academy (2022-2023)
- Ohio State Bar Association
- Norman S. Minor Bar Association
  - » 6th Annual Law Student Summit for Success, Co-Chair (2021)
- Cleveland Rape Crisis Center, Board of Directors (2027)
- Hanna Perkins Center for Child Development, Board of Directors (2020-present)
- Leadership Council on Legal Diversity
  - » Pathfinders Program (2021)
- Leadership Cleveland, Cleveland Bridge Builder Class of 2017
- Next Generation Council (NGC) of Cuyahoga County
  - » Board of Directors, Inaugural Chair (2012-2014)
- Ohio City, Inc., Board of Trustees (2011-2014)