



## Carolina de Armas

Senior Associate

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Carolina de Armas works with Farella Braun + Martel's renewable energy, wine, and cannabis clients on a broad range of transactional matters. From mergers and acquisitions to day-to-day business management, including corporate governance, commercial contracts, and equity financings, Carolina helps large and small clients navigate a strategic course efficiently, maximizing opportunity while managing risk.

As a member of the firm's Energy + Infrastructure industry group, Carolina works with energy clients buying and selling energy projects at all stages of development. She also advises energy clients through the project development process, from initial site control through commercial operation. Among other matters, she has worked on several sales of utility-scale solar projects in the Western United States, as well as in Florida, Texas, and South Carolina, and has helped structure and draft development services agreements for an energy client and its developer partners in Mexico.

As a member of the Consumer Products industry group, Carolina assists the firm's wine and cannabis clients with mergers and acquisitions and other day-to-day business management. Among other matters, she has negotiated an investment and joint venture agreement for a Mexican tequila company, restructured a large, family-owned wine business to comply with California ABC regulations, and negotiated the sale of a California produce cooperative. Carolina has also helped review privacy policies for the firm's wine and cannabis clients.

Carolina is an engaging, purposeful, and efficient advocate. She strives for solutions that are in the client's best interests and relies on pragmatism and unique strategies rather than default approaches to drafting and negotiation.

Carolina maintains an active pro bono practice. She is a member of the board of directors of Root & Rebound, a national nonprofit restoring power and resources to the families and communities most harmed by mass incarceration through advocacy, public education, and policy reform. Carolina has represented clients seeking immigration relief in the United States and has worked with local Bay Area organizations to provide immigration screenings and prepare U-Visa applications.

### Distinctions

- Leadership Council on Legal Diversity (LCLD) Pathfinder (Class of 2023)
- *Best Lawyers: Ones to Watch® in America*, Commercial Litigation (2025)

### Memberships and Affiliations

- Member, Board of Directors, Root & Rebound

## Experience

### Services

- Business Transactions
- Real Estate
- Cannabis
- Consumer Products + Manufacturing
- Mergers & Acquisitions
- Energy + Infrastructure
- Renewable Energy
- Wine

### Education

- Stanford Law School (J.D., 2016)
  - member, Environmental Law Journal, teaching assistant for Corporations
- Duke University (B.A., 2012)

### Bar Admissions

- California
- Colorado

**Advise XL Industries in Combination With Graham Construction**

Represented XL Industries Inc., a leading Northern California builder, in its combination with Graham Construction, a Canadian-based employee-owned construction solutions provider.

**Qualia Labs Strategic Partnership**

Advised Qualia Labs, Inc., the leading comprehensive real estate digital closing platform, in forming a strategic partnership with Old Republic National Title Holding Company, one of the largest title insurance groups in the United States.

**Advise Mission Clean Energy in Strategic Partnership With Ørsted**

Advised utility-scale renewable energy and storage developer Mission Clean Energy, LLC in forming a unique strategic partnership with Denmark-based global clean energy company Ørsted to advance four standalone battery energy storage systems (BESS) across the Midwest.

**Acquisition of Virginia's RdV Vineyards**

Represented the Bouygues family's winery enterprise, SCDM Domaines, in its purchase of RdV Vineyards in Virginia. SCDM Domaines owns a number of winery holdings in France, including the famed Chateau Montrose. The acquisition of the 93-acre RdV Vineyards winery property in Delaplane, Virginia from Rutger de Vink represents the first investment by a Bordeaux company in an East Coast winery.

**TILT Holdings Inc. on \$10.5M Loan Transaction**

Advised TILT Holdings Inc., a global provider of cannabis business solutions, and its Pennsylvania subsidiary, grower and processor Standard Farms, on a \$10.5 million loan transaction that will provide the capital for Standard Farms to construct and operate retail dispensaries in the Commonwealth of Pennsylvania.

**TILT Holdings Inc. \$86.7 Million Debt Refinancing**

Advised TILT Holdings Inc., a global provider of cannabis business solutions that include inhalation technologies, cultivation, manufacturing, processing, brand development, and retail, on a series of transactions to refinance its \$86.7 million legacy debt, effectively reducing TILT's outstanding debt by 47% over a 12-month period.

**Mission Clean Energy**

Advised utility scale renewable energy developer Mission Clean Energy, LLC in connection with private equity firm Wafra Inc.'s acquisition of a controlling interest in Mission Clean Energy.

**Kizan International, Inc. (DBA Louis Raphael)**

Represented Kizan International, Inc. (doing business as Louis Raphael), a leading men's apparel company, on its sale to the nation's top-selling dress pant brand Haggar Clothing Co.

**The Doctors Company**

Advised The Doctors Company, the nation's largest insurer of physician and surgeon medical liability, in its nationwide roll up of medical malpractice insurers. Most recently, advised The Doctors Company in connection with a \$650 million acquisition of New York-based Hospitals Insurance Company and FOJP Service Corporation from Mount Sinai Health System, Montefiore Health System, and Maimonides Medical Center.

**Publications**

April 10, 2020

**Fed Announces New Main Street Lending Program**

March 24, 2020

**Is Your Business an “Essential Business”? Navigating California State and County COVID-19 Shelter-In-Place Orders**

March 19, 2020

**Is Your Wine Business an Essential Business?**

6/4/2018

**Europe’s New Data Law Went Into Effect on May 25 – Is Your Nonprofit GDPR Compliant?**

## Outside the Office

Carolina is an enthusiastic horseback rider and a hiker. Her travels have taken her throughout South America and Spain.