



J. Trevor Cloak

Member

Philadelphia

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From the food and beverage industry to the software and technology sector, Trevor acts as an advocate for clients operating in a variety of disciplines with respect to their intellectual property transactional, prosecution, enforcement, and litigation needs. Whether he is defending a food and beverage client from a threatened temporary restraining order concerning the use of a trademark or negotiating a complex master software subscription services agreement on behalf of a multibillion-dollar software client, Trevor fluidly ties together his transactional and litigation knowledge and experience to zealously advocate for his clients. Accordingly, he is able to find unique and possibly overlooked transactional-based arguments to raise in connection with litigations and to analyze intellectual property-related agreements with a litigant's eye, both to help clients better negotiate their positions and to avoid potential pitfalls in the future.

Trevor has experience representing clients with respect to all aspects of intellectual property due diligence, in drafting and negotiating technology, software, and software-as-a-service agreements, Hosted Services Agreements, Master Software Development Agreements, Hosted Reseller Agreements, and Mobile Application End User License Agreements. Trevor also counsels clients with respect to trademark, copyright, and patent licenses, joint development agreements, non-disclosure and confidentiality agreements, employee invention assignments and confidentiality agreements, website terms and conditions, privacy policies, coexistence agreements, and settlement agreements. He is also knowledgeable regarding data security and data breach issues, trade secret law, domain name disputes, and rights of publicity and assists clients with trademark and copyright prosecution, enforcement, and litigation.

Trevor taught Introduction to Technology Law and Ethics as an adjunct professor at the University of Pennsylvania Law School, Masters in Law program.

Trevor earned his bachelor's degree from Middlebury College where he graduated *summa cum laude* in environmental studies and chemistry. Trevor earned his law degree from Vanderbilt University Law School where he was an Order of the Coif and a member of the *Vanderbilt Law Review*. During law school, he interned at the U.S. Attorney's Office for the Eastern District of Pennsylvania. Following law school, he clerked for the U.S. Court of Appeals for the District of Columbia.

Experience

Food and Beverage

- Represented Aramark Services, Inc. in connection with a trademark litigation brought by Shop412, LLC, whereby Shop412 aggressively went after Aramark via the filing of a temporary restraining order concerning Aramark's use of 412 SPIRITS for the provision of concession stands at Heinz Field in Pittsburgh. Trevor and the rest of the Cozen O'Connor team successfully drafted persuasive papers in response to the motion for a temporary restraining order and prevailed on such motion. Subsequently, we were able to negotiate an acceptable settlement in connection with the matter.
- Provided litigation support for Beachbody, LLC and its BODY BEAST fitness program in defense of trademark infringement and unfair competition claims filed by USA Nutraceuticals.

Practice Areas

- Intellectual Property
- Trademark & Copyright
- Domains
- Privacy & Data Security

Industry Sectors

- Food & Beverage

Education

- Vanderbilt University Law School, J.D., 2008
- Middlebury College, B.A., *summa cum laude*, 2005

Bar Admissions

- District of Columbia
- Pennsylvania

Court Admissions

- U.S. Court of Appeals for the District of Columbia Circuit

Awards & Honors

- World Trademark Review - 2020

Clerkships

- U.S. Court of Appeals for the District of Columbia Circuit

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- Represented Utz Quality Foods, LLC, in the acquisition of Inventure Foods, Inc. by Utz's wholly-owned subsidiary, Heron Sub, Inc. in a deal valued at \$165 million. This deal involved significant due diligence concerning several key intellectual property-related assets, including significant review and analysis of a variety of contractual assets, and a careful review and negotiation of the transactional document.
- Represented cigar manufacturer Drew Estate LLC and its affiliates in negotiating intellectual property-related representations, warranties, and corresponding agreements (including rights of publicity provisions) in connection with their sale to Swisher International, Inc., a manufacturer of mass market cigars. The sale included all of Drew Estate's premium cigar brands, including ACID and Liga Privada.
- Negotiated intellectual property representations and warranties, conducted intellectual property due diligence, and advised UTZ Quality Foods, LLC, as to intellectual property matters in connection with Utz's purchase of the intellectual property (including the "Bachman" and "Jax" brands), distribution rights and certain other assets of The Bachman Company, a manufacturer of pretzels and cheese curls.

Software and Technology

- Negotiated a complex vendor agreement on behalf of a major business intelligence software solutions provider.
- Represented Anexinet Corp., a leading systems integration and technology management firm, in its recapitalization agreement with Marlin Management Company, LLC.
- Represented Advanced Discovery in its acquisition of all of the capital stock of Millnet Limited, the largest and longest established UK-based e-discovery and legal document services firm.
- Represented an influencer marketing company in connection with its acquisition by a leading intelligent commerce intermediary. This multi-faceted transaction drew on the experience of the firm's corporate, tax, antitrust, employment, benefits, and intellectual property attorneys.
- Advised a mobile software application provider with respect to copyright licensing issues in the United States.

Financial Services and Other Industries

- Represented Clark Capital in a trademark infringement suit against RiverSource Life Insurance Company, an affiliate of Ameriprise, arising out of RiverSource's use of the PORTFOLIO NAVIGATOR designation. Despite facing a stubborn defendant passionately arguing a defense of laches throughout the entire case, including at the motion to dismiss and summary judgment stages, we were able to prevail against such motions and use this momentum to negotiate a favorable settlement agreement on behalf of Clark Capital.
- Represented Pilot Air Freight Corp., a private air freight logistics, package forwarding, and delivery company, in connection with the sale of a controlling interest in the company to ATL Partners and British Columbia Investment Management Corp. The transaction required a complex reorganization of Pilot and its subsidiaries and drew on the experience of the firm's corporate, employee benefits, real estate, intellectual property, tax, and aviation regulatory attorneys.
- Advised a manager of alternative investment funds as to data security obligations and best practices in light of The Financial Industry Regulatory Authority's recent whitepaper on cybersecurity practices.

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- Represented American Music Theater in defending against copyright and trademark infringement claims brought by The Walt Disney Co. Leveraged transactional-based arguments at the plaintiff in order to help resolve this matter in a manner acceptable to the client.
- Represented Clark Capital Management Group, Inc. in connection with a trademark litigation against Navigator Investments, LLC, including successfully overcoming a motion to dismiss, which centered on a laches argument, in a trademark infringement case filed in federal court in Rhode Island. We then secured a favorable resolution of the matter on the eve of trial when the defendant agreed to discontinue use of our client's mark.
- Represented Rosemont Investment Group, LLC, a permanent capital investor in asset and wealth management firms, in its acquisition of a minority equity interest in 1607 Capital Partners, LLC, a boutique investment management firm, specializing in closed-end funds, with approximately \$3.7 billion under management. This transaction drew on the experience of the firm's corporate, tax, employee benefits and executive compensation, labor and employment, and intellectual property attorneys.
- Represented a foreign-based multinational company in its acquisition of a California-based manufacturer of physical access solutions such as speed gates, turnstiles, and other admission devices. The transaction drew on the experience of the firm's corporate, tax, real estate, employee benefits and executive compensation, intellectual property, environmental, antitrust, and labor and employment attorneys.
- Represented an insurance company and its wholly owned subsidiaries in a nine-figure sale of stock and related real estate. This complex transaction drew on the experience of the firm's corporate, insurance corporate and regulatory, real estate, labor and employment, intellectual property, tax, antitrust, and environmental attorneys.

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