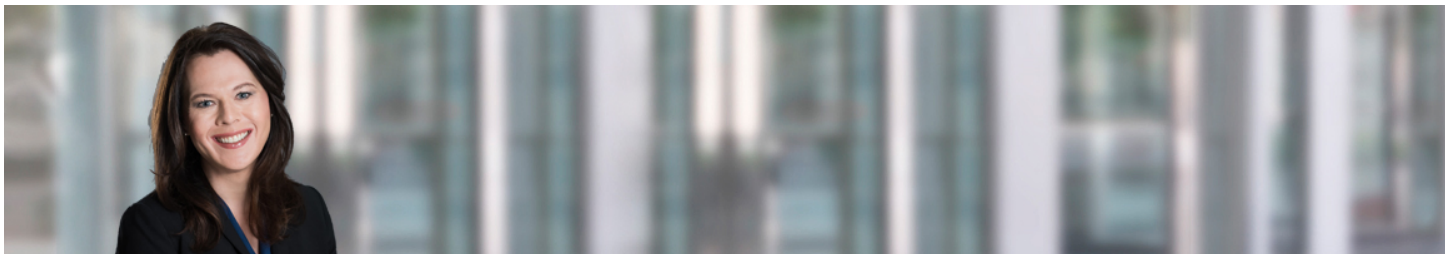


## Grace Mead



Shareholder

Miami Office

gmead@stearnsweaver.com

Phone: 305-789-3559

### PRACTICE AREAS

Litigation & Dispute Resolution

Appellate

Banking & Financial Institutions

Class Actions

Government & Administrative

Hospitality & Leisure

Mergers & Acquisitions

Real Estate

Securities

### OVERVIEW

*"An excellent lawyer with first-rate written work... super smart; she can map it out, peer around corners and get you prepped for trial effectively."*

*- Chambers USA 2021*

Grace L. Mead is a Shareholder in the Litigation Department and a member of the Firm's Board of Directors. She practices in all areas of commercial litigation. Prior to joining the Firm, she served as clerk for the Honorable Jerry E. Smith of the United States Court of Appeals for the Fifth Circuit in Houston, Texas and was an associate in a prominent New York law firm. Grace graduated with High Honors, Order of the Coif, from the University of Chicago Law School, where she was Editor-in-Chief of the Law Review. In her spare time, she wrote and published a novel, *Defense of an Other* (Clink Street 2018), which is available on Amazon (hint, hint).

## REPRESENTATIVE EXPERIENCE

### Class Actions

Represents the vacation ownership company Bluegreen Vacations Unlimited, Inc. in proposed class action filed in the United States District Court for the Southern District of Florida asserting claims under the Telephone Consumer Protection Act and seeking damages of over \$420 million. The district court denied class certification.

Represented Miami metropolitan business in defending a class action brought under the Telephone Consumer Protection Act in the United States District Court for the Southern District of Florida seeking class-wide damages of about \$90 million. The district court denied class certification.

Represented Bluegreen in proposed class action brought in the United States District Court for the Eastern District of

Wisconsin alleging violations of the Wisconsin Timeshare Act and seeking to rescind about half of the vacation ownership contracts entered into in Wisconsin over about five years. The district court denied class certification.

Represented Bluegreen in proposed class action brought in the United States District Court for the Southern District of Florida alleging claims of fraud and deceptive practices over the prior four years in selling well over \$1 billion in vacation ownership interests to purchasers nationwide. After filing a motion to dismiss on behalf of Bluegreen, the district court dismissed three of the four claims with prejudice. After the close of fact discovery and the completion of briefing on the plaintiffs' motion for class certification, plaintiffs withdrew their motion for class certification, abandoning the argument that Bluegreen's policies and procedures were fraudulent or deceptive, and took the position that doing so eliminated subject matter jurisdiction under the Class Action Fairness Act. After considering Eleventh Circuit precedent requiring dismissal for lack of subject matter jurisdiction if the case never should have been brought as a class action in the first place, the district court then dismissed the case for lack of subject matter jurisdiction. After the individual plaintiffs sued in Florida Circuit Court, that Court entered summary judgment for Bluegreen.

Represented a publicly-traded financial institution and its subsidiary national bank as Florida counsel with Wachtell, Lipton, Rosen & Katz, in proposed class action on behalf of certain borrowers. The district court dismissed most of the claims, and the case then settled on favorable terms.

## **Corporate and Securities Litigation**

Represented Bluegreen as defendant in United States District Court for the Southern District of New York, where over 100 owners at The Manhattan Club had asserted various claims and touted damages of over \$100 million. The district court dismissed the complaint, without prejudice, for failure to state a claim.

Represented Bluegreen as plaintiff in Florida Circuit Court challenging a condominium board's refusal to hold free and fair owner elections for the condominium's board of directors for some five years. After years of litigation and discovery, the Circuit Court entered summary judgment and an injunction ordering a free and fair owner election. The defendants have since appealed.

Represented a publicly-traded holding company, BFC Financial Corporation, now BBX Capital Corporation, its subsidiaries, and certain officers and directors in 10 shareholder class actions, 8 of which were resolved with defendants paying no money to the plaintiffs. Included in those was the dismissal with prejudice of a complaint seeking to challenge the merger of BFC and BBX valued at over \$250 million because the Florida appraisal statute provided the exclusive remedy, which has since been affirmed by Florida's Fourth District Court of Appeal.

Represented publicly-traded online publisher and comparison service for financial products and services as Florida counsel with Wachtell Lipton in litigation filed in the United States District Court for the Southern District of Florida alleging securities fraud in the wake of the announcement of an investigation into restating prior financial results. After the district court dismissed the consolidated and amended complaint, case settled on favorable terms.

Represented publicly-traded biopharmaceutical firm as Florida counsel in a series of lawsuits alleging securities law violations and breaches of fiduciary duty in the wake of an announcement of an investigation into restating prior financial results. Settled on favorable terms.

Represented publicly-traded financial institution in merger litigation brought by shareholder on behalf of a putative class seeking to block the bank's acquisition for about \$190 million. Defeated plaintiff's motion for expedited discovery and proceedings in aid of a temporary injunction, and plaintiff filed notice of voluntary dismissal.

Represented a publicly-traded financial institution and its subsidiary national bank as Florida counsel with Wachtell Lipton against federal securities and other claims arising from the collapse of Bernard L. Madoff Investment Securities.

The district court granted a motion to dismiss with prejudice, in a decision that clarifies the limited scope of financial institutions' liability for frauds perpetrated by customers. The Eleventh Circuit has affirmed the dismissal.

Represented a publicly-traded financial institution and its subsidiary national bank as Florida counsel with Wachtell Lipton in proposed class action on behalf of certain borrowers. The district court dismissed most of the claims, and the case then settled on favorable terms.

Represented high-rise condominium developer against a plaintiff claiming a property interest in 60 units and seeking to hold up development by filing a lis pendens and a complaint. Obtained dissolution of lis pendens and dismissal of complaint with prejudice. Rulings affirmed on appeal.

Represented UBS in IRS action brought seeking to compel UBS to disclose the names of accountholders as Florida counsel. Worked with Cravath, Swaine & Moore LLP and Wachtell Lipton to oppose an IRS petition seeking information on many thousands of client accounts located exclusively in Switzerland, even though compliance would have compelled UBS employees to commit crimes in Switzerland. Settled on favorable terms.

Represented company offering online brokerage services in lawsuit brought by investors alleging that the company violated the Commodities Exchange Act by aiding and abetting an investment pool operator in his scheme to defraud investors. The district court granted a motion to dismiss the investors' claims, and the Fifth Circuit affirmed.

Represented seller of credit card processing software in case alleging defects in that software in Florida state court and claiming an entitlement to about \$6 million in damages. Settled on favorable terms.

Represented leading manufacturer of roofing in litigation challenging \$1 billion merger with another roofing manufacturer against a plaintiff shareholder's motion for a preliminary injunction. Plaintiff shareholder decided not to pursue motion for preliminary injunction.

## **Government Litigation**

Represented nine plaintiffs in challenging a federal settlement agreement between a developer and the City of Miami that would have permitted the development of a proposed gambling facility in Miami's Edgewater Neighborhood. On summary judgment, the Miami-Dade Circuit Court Judge ruled that the Mayor had validly vetoed the proposed federal settlement and invalidated the settlement. The Circuit Judge has entered final judgment.

Represented Florida public college and university donors, recent graduates, and proposed classes of donors, students, and recent graduates in a lawsuit for over \$1 billion in damages for money owed to Florida's public colleges, universities, and their students. The lawsuit was based on four separate State statutes that appropriated money for, and required the colleges, universities, and their foundations to enter into gift agreements that required the State to match private donations made to support higher education through facilities improvements, aid, and scholarships. After defeating two rounds of motions to dismiss and winning on appeal in the First District Court of Appeal, a second panel of the First District Court of Appeal dismissed the case as barred by sovereign immunity, and the Florida Supreme Court declined review.

Represented MDM Development in administrative proceedings after certain archaeologists made claims about the Tequestas, the earliest known inhabitants of the site of MDM's \$140-million plus development, which led the City's Historical and Environmental Protection Board to repudiate prior development approvals. After an evidentiary hearing, the ensuing mediation resulted in the development going forward and a plan to preserve and showcase archaeological features associated with the Tequestas within the development.

Represented MDM Development as intervenor in a Sunshine Law challenge brought to that mediation and obtained a

summary judgment rejecting all claims, which the Florida Third District Court of Appeal affirmed.

Represented individual in filing petition to the Eleventh Circuit seeking review of a Board of Immigration Appeals' decision finding him removable and denying his application for withholding of removal and relief under the United Nations Convention on Torture and Other Cruel, Inhuman or Degrading Treatment or Punishment ("CAT"). Without oral argument, the Eleventh Circuit granted the petition for review, vacated the removal order, and remanded.

## **Trials and Resulting Appeals**

For over 9 years, starting immediately after the Florida real estate market crash, represented BBX Capital Corporation and its Chairman and CEO Alan Levan, which owned the 100-branch Florida bank BankAtlantic in an SEC investigation and then enforcement action alleging BBX had concealed loan risks. A six-week jury trial and split verdict in 2014, a successful appeal to the Eleventh Circuit in 2016, and a second six-week jury trial in 2017 resulted in a verdict and judgment for BBX and Mr. Levan rejecting every claim asserted by the SEC.

Represented BBX and certain officers and directors in a private securities class action. After a 6-week jury trial and a verdict mostly for the defendants, the District Court entered judgment as a matter of law for defendants on every claim. The judgment was then affirmed, on other grounds, by the United States Court of Appeals for the Eleventh Circuit.

Represented BBX in litigation brought by debtholders in the Delaware Chancery Court, which, after a trial, entered an injunction against the structure of BBX's proposed sale of BankAtlantic to BB&T. The sale was then restructured so BBX sold BankAtlantic to BB&T at the same 10 percent deposit premium.

Represented leading direct mail media company in an expedited litigation to compel a major marketing and communications company to perform the obligations outlined in its Agreement of Purchase and Sale to buy the company for about \$1.4 billion. After one week of trial, settled on favorable terms.

Represented real estate developer against over 20 insurers for billions of dollars in losses stemming from the events of September 11 at the World Trade Center. Two separate juries found some insurers liable and others not liable, leaving the determination of damages for a later phase of the proceedings. In total, the juries found insurers liable for up to \$4.7 billion in property damages. The Second Circuit affirmed and case then settled on favorable terms.

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## **PROFESSIONAL & COMMUNITY INVOLVEMENT**

The American Law Institute (ALI), Member

Speaks regularly on LGBTQ issues

Involved in various charities, in various ways, serving the LGBTQ community

Involved in National Association for Urban Debate Leagues, in various ways, for over ten years

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## **RECOGNITION**

*Chambers USA*, Litigation: General Commercial (Florida), 2021

*South Florida Business Journal*, Business of Pride Outstanding Voices Honoree, 2020

*Who's Who Legal (WWL)*, Florida Litigation - Recommended, 2020

Benchmark Litigation, Local Litigation Star, 2019-2021

Benchmark Litigation, Top 250 Women in Litigation, 2018

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## PUBLICATIONS & PRESENTATIONS

**Publications:** [Florida Adopts its Own Version of the TCPA](#)

Stearns Weaver Miller News Update | July 2021

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**Events:** [A Conversation with Grace Mead: A Trans-Inclusive Workplace Story](#)

HR Miami 2nd Annual Conference | | June 2021

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**Events:** [Transitioning Toward Authenticity: Issues Facing Transgender People](#)

Delaware State Bar Association | | December 2020

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**Events:** [OUTshine OUTtalks: Transgender Representation in LGBTQ+ Film](#)

| August 2020

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**Events:** ["Pride" In The Law: Celebrating The LGBTQ Community In The Legal Profession](#)

| June 2020

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**Events:** [A Constant During Gender Transition - Defending Others \(YouTube Video of Talk\)](#)

| March 2020

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**Events:** [OUTLaw's Diversity in Law Panel](#)

University of Miami School of Law | | March 2019

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**Publications:** [Defense of an Other \(a Novel\)](#)

Amazon | November 2018

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**Publications:** [How Stein Could Transform Sentencing for Securities Fraud](#)

Law360 | February 2017

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**Publications:** [Two New Tools for Addressing Activist Hedge Funds—Sunlight Bylaws and Reciprocal Disclosures](#)

21 Fordham J. Corp. & Fin. L. 479 | January 2016

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**Events:** [Presentation with Cindy L. Ebenfeld, Persuasive Legal Writing](#)

Dade County Bar Association, Young Lawyers' Section | | February 2014

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**Publications:** [Failure of Named Representatives in a Class Action to Satisfy the Statute of Limitations](#)

67 U. Chi. L. Rev. 805. | January 2000

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## NEWSROOM

**Firm Announcements: Grace Mead Elected to The American Law Institute**

| October 2021

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**In the Media: DOI Looks To Ax Suit Over Tribe's Fla. Sports Betting Permit**

Law360 | | October 2021

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**In the Media: Florida TCPA Class Cert. Denied Over 'Deceptive' Retiree**

Law360 | | September 2021

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**In the Media: Timeshare Co. Can't Dodge TCPA Class Suit**

Law360 | | July 2021

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**Firm Announcements: 29 Stearns Weaver Miller Lawyers in 12 Practice Areas Ranked In Chambers USA 2021**

| May 2021

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**In the Media: Little-Known Florida Statute Makes Appearance in Braman Motors Class Action**

Daily Business Review | | April 2021

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**In the Media: Inside the List: Stearns Weaver Miller Shareholder Grace Mead on what's next for LGBTQ workers' fight for equality**

South Florida Business Journal | | March 2021

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**In the Media: Judge shoots down proposal for jai alai fronton in Edgewater. But the case isn't over**

Miami Herald | | January 2021

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**In the Media: Legitimate Overrule: Miami Mayor's Edgewater Casino Veto Upheld**

Daily Business Review | | January 2021

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**In the Media: Challenge to Miami Casino Survives Dismissal Push**

Daily Business Review | | January 2021

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**In the Media: Roundtable Series: LGBTQ-friendly policies are smart for businesses**

South Florida Business Journal | | November 2020

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**In the Media: Meet the 2020 Business of Pride honorees: Grace Mead**

South Florida Business Journal | | June 2020

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**In the Media: Business of Pride - Announcing Our 2020 Outstanding Voices Honorees!**

South Florida Business Journal | | May 2020

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**In the Media: Fla.'s Largest Pot Co. Calls Robocall Ban Unconstitutional**

Law360 | | January 2020

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**In the Media: 'Sovereign immunity' makes Florida a deadbeat debtor. The state should pay up.**

South Florida Sun Sentinel | | October 2019

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**Firm Announcements: Joy Spillis Lundeen and Grace Lee Mead Named among Benchmark Litigation's 'Top 250 Women in Litigation'**

| August 2018

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**Firm Announcements, Land Development News Update: State Loses Appeal Seeking to Dismiss Billion Dollar Lawsuit to Require State Matching of Private Donations to Florida's Public Colleges and Universities**

| June 2018

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**In the Media: Court Blocks Parts of Matching-Gift Case**

CBS12 | | June 2018

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**In the Media: Appellate Court Mostly Finds for Lawmakers in Matching-Gift Case**

Florida Politics | | June 2018

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**In the Media: National Speech & Debate Association Alumni**

| April 2018

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**In the Media: BBX Defeats Shareholder Lawsuit in Case That Could Trim Merger Litigation**

Daily Business Review | | March 2018

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**In the Media: Judge Refuses to Dismiss Matching Gifts Case Involving College Donations**

MyPanhandle.com | | January 2018

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**In the Media: This is what happens when university matching gifts aren't matched**

Tampa Bay Times | | December 2017

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**In the Media: Alan Levan gets back to work**

Miami Herald Business Monday | | August 2017

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**In the Media: FSU Donors Join Matching Fund Class Action Suit**

WLRN | | July 2017

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**In the Media: Tallahassee residents file second suit against state over university funds**

Tallahassee Democrat | | July 2017

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**In the Media: Lawsuit Demands Florida Pay up on \$1 Billion in Donation Matches to State Schools**

Miami Herald | | July 2017

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**In the Media: Billion dollar lawsuit claims state broke higher education promises**

Tallahassee Democrat | | July 2017

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**In the Media: Levan, BBX cleared of SEC charges**

South Florida Business Journal | | May 2017

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**In the Media: Jury Clears BankAtlantic, CEO Of SEC Disclosure Claims**

Law360 | | May 2017

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**In the Media: Federal Jury Clears Levan and BBX on All SEC Claims**

Daily Business Review || May 2017

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**In the Media: 11th Circ. Axes SEC Win in BankAtlantic Fraud Case**

Law360 || September 2016

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**In the Media: 11th Circ. Affirms JPMorgan's Win Over Madoff Investors**

Law360 || August 2016

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## EDUCATION

J.D., with High Honors, University of Chicago Law School, 2001

*Law Review*, Editor-in-Chief

Order of the Coif

B.A., *cum laude*, Dartmouth College, 1998

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## ADMISSIONS

Florida

New York

United States District Court for the Southern, Middle, and Northern Districts of Florida

United States Court of Appeals for the Fifth and Eleventh Circuits

United States District Court for the Southern District of New York

United States District Court for the Eastern District of Wisconsin