

## Veronica De Zayas



Shareholder

Miami Office

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### PRACTICE AREAS

Litigation

Class Actions

Appellate

Insurance

Government & Administrative

Antitrust, Competition &

Consumer Protection

### LANGUAGES

Spanish

### OVERVIEW

Veronica de Zayas is a Shareholder in the Litigation Department. She handles complex commercial litigation matters at the trial and appellate levels in state and federal courts throughout the country. She has represented corporations and individuals in a wide variety of substantive areas, including contract, securities, business torts, and class action litigation.

Before joining the firm, Veronica was a law clerk to the Honorable Federico A. Moreno, Chief Judge of the United States District Court for the Southern District of Florida. Veronica also was a litigation associate in the Miami office of a national firm, where she practiced insurance defense and complex commercial litigation in state and federal court. During law school, Veronica was a legal intern to the Honorable Senior Judge Loren A. Smith, United States Court of Federal Claims.

### REPRESENTATIVE EXPERIENCE

Represented the national vacation ownership company and title company as defendants in a class action removed to the United States District Court for the Western District of Missouri alleging the unauthorized practice of law, which sought damages of over \$20 million. On every claim asserted, the District Court granted defendants' motion for summary judgment.

Successfully defended one of the world's largest non-vessel operating common carriers in the United States District Court for the Central District of California, in an action brought by one of its main competitors, seeking more than \$10

million dollars, and alleging misappropriation of trade secrets, unfair trade practices, and tortious interference with contract and business relationship. After a multi-day bench trial, Defendant prevailed on all claims.

Obtained formal notification from the U.S. Securities and Exchange Commission ("SEC") that it terminated its investigation of a client for potential violations of the securities law in connection with an investment into a special purpose acquisition company (SPAC).

Represents the vacation ownership company Bluegreen Vacations Unlimited, Inc. defending against a 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, and the Eleventh Circuit affirmed.

Represented a publicly-traded holding company, BFC Financial Corporation, now BBX Capital Corporation, its subsidiaries, and certain officers and directors in a shareholder class action seeking to challenge the merger of BFC and BBX valued at over \$250 million. Obtained dismissal with prejudice because the Florida appraisal statute provided the exclusive remedy, which has since been affirmed by Florida's Fourth District Court of Appeal.

Successfully defended Benihana, Inc., which owns and operates approximately 70 restaurants in the United States, the Caribbean, and Latin America, in multiple cases and appeals brought by Benihana of Tokyo (BOT). Also prevailed in numerous counterclaims and contempt proceedings against BOT, and collected more than \$1.2 million in attorneys' fees to date for the client.

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

Defended a health and wellness company that modernized laboratory testing in a purported class action under the Florida Deceptive and Unfair Trade Practices Act and Florida Misleading Advertising Law. Following a successful motion to compel arbitration, the plaintiff voluntarily dismissed the case and declined to file an arbitration.

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 has since affirmed.

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

claims, and the case then settled on favorable terms.

Counsel to publicly-traded holding company, its subsidiaries, and certain officers and directors in multiple shareholder class actions.

Counsel to a multinational bank in a class action asserting claims under the Fair Debt Collection Practices Act, the Florida Consumer Collection Practices Act, and common law.

Counsel to numerous regional banks in shareholder derivative suits.

Counsel to municipality relating to constitutional matters, including a challenge to the penalty provisions of the State of Florida's firearms preemption statute and a dispute challenging the constitutionality of an Automated License Plate Reader program.

Counsel to a real estate developer in a multi-million dollar lawsuit alleging fraud.

Counsel to an aircraft manufacturer in multiple suits involving aviation accidents.

Performed complex coverage analyses under directors and officers liability insurance policies for a multinational insurance company.

Counsel in a wide variety of contract and business tort cases.

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## PROFESSIONAL & COMMUNITY INVOLVEMENT

Southern District of Florida's Hispanic Heritage Month Committee

Federal Bar Association, Pro Bono Committee

Cuban American Bar Association (CABA)

Miami City Ballet

Board of Directors

Nominating and Governance Committee, Chair

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## RECOGNITION

Best Lawyers: Ones To Watch in America, 2021-Present

Pro Bono Honor Roll, United States District & Bankruptcy Courts of the Southern District of Florida, 2016

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## NEWSROOM

**In the Media: [Florida TCPA Class Cert. Denied Over 'Deceptive' Retiree](#)**

Law360 | | September 2021

**In the Media: [Fla. High Court To Hear Challenge To State Gun Law](#)**

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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**In the Media: CABA Pro Bono Legal Services Recognizes Stearns Weaver Miller Legal Professionals: Ryan Thornton, Esq., Veronica de Zayas, Esq., Carmen Veguilla, Vivian Alfonso, and Carolina Oquendo for Their Continuous Volunteer Work**

CABA Pro Bono Legal Services: Newsletter | | September 2020

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

Law360 | | January 2020

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**Firm Announcements: Stearns Weaver Miller Names Three New Shareholders**

Miami | | September 2018

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**In the Media: 10 Fla. Cities Join Challenge To Limits On Local Gun Control**

Law360 | | May 2018

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**In the Media: Fla. Cities Challenge State Gun Safety Law Preemption**

Law360 | | 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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## EDUCATION

J.D., *cum laude*, Notre Dame Law School, 2011

B.A., Dartmouth College, 2008

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## ADMISSIONS

Florida

District of Columbia

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

United States Court of Appeals for the Eleventh Circuit