

## IN THIS ISSUE

Large Number of Real Estate Transactions by Kelley Drye's D.C. Business Group ..... Page 1

Recent Kelley Drye Corporate Transactions... Page 2

Kelley Drye News ..... Page 3

Kelley Drye Events ..... Page 4

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## About Kelley Drye & Warren LLP

Founded in 1836, Kelley Drye is proud to represent some of the world's most accomplished businesses and organizations.

Our practice areas include:

Corporate	Intellectual Property
Financing Transactions	Environmental
Venture Capital	Antitrust
Private Equity	Bankruptcy/Restructuring
Mergers & Acquisitions	Executive Compensation
Securities	Labor & Employment
Real Estate	Employee Benefits
Tax	Government Relations
Advertising	Trade Associations
International Trade	Estate Planning
Litigation/Arbitration	Insurance Recovery
Information Technology	Aviation
Telecommunications	Food and Drug
VoIP/Wireless/Satellite	Privacy
Outsourcing	
Government Contracts	

**For more information, please contact one of the following Kelley Drye Business Attorneys:**

## Large Number of Real Estate Transactions by Kelley Drye's D.C. Business Group in recent months include the following:

**Financing of Potomac Yards Project in Alexandria, VA.** Kelley Drye represented MRP Realty in connection with a construction loan to its affiliate joint venture to build a 323 unit apartment building in the Potomac Yards in Alexandria, VA.



**Sale of Shoppes of Burnt Mills in Silver Spring, MD.** Kelley Drye represented the seller in the sale of the Shoppes at Burnt Mills in Silver Spring, Maryland. The 31,316 square-foot, Trader Joe's anchored, neighborhood shopping center was sold to Regency Centers for \$13.6 million.

**Refinancing for National Retailer in Connection with \$600 Million Secured Loan.** Kelley Drye acted as real estate counsel for a national department store chain in connection with a syndicated loan secured by, among other things, its owned and leased real estate. This loan transaction was complicated by the lender's desire to ensure that each mortgage (or deed of trust), as well as the other loan documents, were substantially similar for each jurisdiction to the extent possible despite differences in the laws of each jurisdiction and our client's desire to minimize the mortgage recordation tax impact in Maryland, Virginia and the District of Columbia. The loan of approximately \$600 million is from Credit Suisse.

**Refinancing of the Adelphi Manor Shopping Center in Adelphi, MD.** Kelley Drye represented an affiliate of StreetSense in its refinancing of the Adelphi Manor Shopping Center located in Adelphi, Maryland, which includes a new Mega Mart grocery store. The new loan of approximately \$6.83 million is from EagleBank.

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**Sale of Former Grand Mart Shopping Center in Germantown, MD.** Kelley Drye represented a local developer in its sale of the former Grand Mart shopping center in Germantown, Maryland to Beazer Homes, a national, publicly-traded home builder for approximately \$9.75 million. The property, originally zoned for retail purposes, went through a rezoning to permit 104 townhomes.

**Purchase and Financing of Property in the Montgomery Industrial Park in Silver Spring, MD.** Kelley Drye represented a joint venture of two prominent local developers in the purchase of an approximately 6.3 acre property located in the Montgomery Industrial Park in Silver Spring, Maryland. The joint venture intends to redevelop the currently vacant property and incorporate it into the adjacent commercial office and industrial park. Kelley Drye also negotiated the terms of the joint venture agreement and mortgage financing.

**Refinancing of Multi-Family Apartment Complex in McSherrystown, PA.** Kelley Drye represented the owner of a multifamily apartment complex in McSherrystown, Pennsylvania in connection with its refinancing of an existing full recourse loan with a Freddie Mac mortgage loan secured by the property.

**Van Metre to develop Woodbridge apartment community.** Kelley Drye assisted Fairfax-based Van Metre Cos. with \$55.7 million in construction financing to develop a 315-unit apartment complex in Woodbridge that will be aimed at D.C. commuters.

## Recent Kelley Drye Hospitality Transactions include the following:



**New West Coast Luxury Urban Hotel.** Kelley Drye represented one of the world's signature hotel brands in connection with its first West Coast

hotel project. The project consisted of a luxury hotel tower and branded residences. Kelley Drye represented the client in negotiation of the hotel management agreement and other

related agreements. The overall luxury hotel development is valued in excess of \$350 million.

**Acquisition and Branding of Starwood Aloft Hotel.** Kelley Drye represented a national hotel private equity company in connection with the acquisition and branding of a boutique hotel in the Southeastern United States region under the Starwood Aloft brand. Kelley Drye negotiated the acquisition documents, managed closing and negotiated the franchise agreement along with all other related documents for the client.

**New Manhattan Hotel.** Kelley Drye represented a premiere hotel management company in connection with the negotiation of a management contract for a state of the art hotel in Midtown Manhattan, New York.

## Recent Kelley Drye Corporate Transactions include the following:

### Kelley Drye represents Global Telecom and Technologies in Acquisition of Data Transport Business of Inteliquent

Kelley Drye has done a series of telecom acquisitions for client Global Telecom and Technologies (GTT) over the past few years as they transform from a Network Reseller to a Network Operator. Kelley Drye assisted GTT in acquiring the data transport business of Inteliquent, which is crucial to GTT since it would vault them to become the 5th largest IP transit service provider worldwide. The biggest challenge facing GTT was that they had to close the deal within 30 days, before a competing bidder and a group of dissident Inteliquent stockholders could derail the process.

Kelley Drye was able to successfully complete a series of complicated transactions for GTT that enabled the acquisition to close on that final, 30th day. Within that 30-day window the attorneys involved went from zero to sixty on the acquisition, they negotiated the full Purchase Agreement and closed; negotiated and put in place an entirely new Senior Secured Credit Facility to significantly increase GTT's borrowing capability and pay off its existing senior lender; renegotiated GTT's Mezzanine Debt Facility to add a new lender and significantly increase the

amount of borrowing capacity; launched and completed an institutional private placement of GTT stock to support the increased debt load; and negotiated and signed a number of commercial agreements between Inteliquent and GTT that apply post-closing.

## Kelley Drye News

### Kelley Drye D.C. Office Take Your Dog To Work Day Featured on FOX 5 News, ABC7/WJLA and The Washington Business Journal



On Friday, June 21st, Kelley Drye's Washington, D.C. office celebrated International Take Your Dog to Work Day and had more than 20 canine companions join their owners at the office. Kelley Drye raised more than \$600 for City Dogs Rescue group in Washington, D.C. "The day was a huge

success. Employees were able to get to know one another on a new level and more importantly, we raised money for a great cause," noted D.C. Office Managing Partner, Lew Rose.

### Kelley Drye Partners with Team River Runner for Annual Firm Regatta



For the 15th year in a row, Kelley Drye attorneys and staff competed in the DC office's Annual Rough Rider Cup Regatta. This year, Kelley Drye paved the way for a new Regatta tradition

by teaming up with Team River Runner, a DC-based non-profit organization that seeks to engage active service members and veterans through a variety of paddle sports. Veterans and volunteers from Team River Runner joined Kelley Drye teams in the canoe race across the Potomac. Through individual donations and spirited "betting" on winning boats, Kelley Drye employees raised more than \$2,000

to benefit Team River Runner and is looking forward to collaborating with the organization through future events.

### Chambers USA Recognizes 23 Kelley Drye "Leading Lawyers" and Eight Practice Areas

The 2013 edition of Chambers USA: America's Leading Lawyers for Business, which ranks law firms and attorneys considered leaders in their fields, recognized Kelley Drye's outstanding reputation by ranking 23 of Kelley Drye's attorneys as "leading lawyers" and recommending Kelley Drye in eight practice areas.



### Barbara Hoey, Prominent Employment Lawyer, Returns to Kelley Drye

Kelley Drye announced that Barbara E. Hoey has rejoined the firm as chair of the Labor and Employment practice. She had

been with Kelley Drye for twenty years prior to departing in 2010 for another law firm.

"We are delighted to welcome Barbara back," said Jim Kirk, managing partner of Kelley Drye. "She has a track record of success in representing her clients and will be a critical part of the firm's plans to expand its labor and employment law practice." Added Rob Steiner, the managing partner of Kelley Drye's New York office, "We are pleased that Barbara has chosen to return to the firm. She is an outstanding trial lawyer, trusted counselor to clients, and friend. Kelley Drye's clients, many of whom already know her, will benefit greatly from her addition to the firm."

Ms. Hoey has more than two decades of experience counseling management in all areas of labor and employment law. She has defended employers in single-plaintiff and class action litigation and has won more than a dozen jury and bench trials involving claims arising under Title VII, the Fair Labor Standards Act, Americans with Disabilities Act, False Claims Act, New York State Whistleblower Law, Family Medical Leave Act, and the Age Discrimination in Employment Act.

## **Kelley Drye Convenes Over 100 Industry Leaders for Summit on Advertising and Privacy Law**



On June 27, 2013, Kelley Drye's premier national advertising law practice convened top government policy-makers, industry thought-leaders, and marketing law specialists from the most successful U.S. companies for an advanced seminar on key issues in advertising, privacy, and consumer protection law. More than 100 guests from a broad range of industries, including consumer products, media and technology, food and beverage, trade associations, self-regulatory organizations, and government, attended the Kelley Drye & Warren Advertising and Privacy Law Summit, hosted at the House of Sweden in Washington, D.C.

With keynote remarks from Charles Harwood, Deputy Director of the Federal Trade Commission's Bureau of Consumer Protection, the seminar provided a look ahead to the FTC's priorities. Through a mix of brief speeches and in-depth panel discussions, top practitioners on both sides of enforcement presented new ideas and innovative thinking about this changing area of law. The Summit addressed some of the most pressing issues affecting companies' legal obligations and risk exposure.

The attorneys in Kelley Drye's Advertising and Marketing practice group have broad experience at the Federal Trade Commission, the offices of state attorneys general, and the National Advertising Division (NAD); substantive expertise in the areas of advertising, promotion marketing and privacy law, as well as consumer class action defense; and a national reputation for excellence in advertising litigation and NAD proceedings.