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

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

Real Estate remains hot for Kelley Drye's D.C. Business Group, as the following Real Estate transactions have closed in recent months:



Sale of Parke Laurel Apartment Complex in Laurel, Maryland. Kelley Drye represented a joint venture that includes local real estate owner, Dragone Realty in its sale of the 526-unit apartment complex known as the Parke Laurel Apartments located in Laurel, Maryland for approximately \$53.5 million.



Sale of Burnt Mills Shopping Center in Silver Spring, Maryland. A prominent local retail owner and operator sold its ground lease interest in the Burnt Mills Shopping Center in Silver Spring, Maryland to an affiliate of Regency Centers for \$13.6 million. The approximately 32,000 square foot shopping center contains a Trader Joes, California Tortilla and Starbucks

among other notable tenants.

Modification of \$105 Million in Loans. Kelley Drye represented a local real estate owner in the modification of three separate loans in an aggregate amount of more than \$105 million. The loans are cross-collateralized and cross-defaulted, and are secured by three separate multifamily apartment complexes in Maryland.

Sale of Brightseat Road Property in Upper Marlboro, Maryland. A Kelley Drye joint venture client sold an office / flex building located on Brightseat Road in Upper Marlboro, Maryland to Prince George's County, Maryland for more than \$9.3 million. The almost 7 acre property will continue to serve the Prince George's County police force.

Sale of Marconi Apartments in Prince George's County, Maryland. Kelley Drye represented a local real estate owner in its sale of the Marconi apartment complex in Temple Hills, Maryland for more than \$20 million. The negotiation and sale of the 171 unit apartment complex was completed in less than two months.

Purchase of Industrial / Flex Building in Rockville, Maryland. Kelley Drye represented the tenant-in-common purchasers of an industrial/flex building located on East Gude Drive in Rockville, Maryland for approximately \$5.9 million. The purchaser intends to lease the currently vacant approximately 80,000 square foot building to commercial tenants. Kelley Drye also negotiated the terms of the mortgage financing provided by BB&T.

Refinancing of the Adelphi Manor Shopping Center in Adelphi, Maryland. Kelley Drye represented an affiliate of StreetSense in its refinancing of the Adelphi Manor

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Shopping Center in Adelphi, Maryland, which includes a Mega Mart, SunTrust Bank and Autozone. The new loan of more than \$6.8 million from EagleBank refinanced the existing EagleBank acquisition financing with permanent long term financing.

Purchase of Former Syms Store and Adjacent Undeveloped Property in Cherry Hill, New Jersey.

Kelley Drye represented affiliates of a prominent local real estate developer in their acquisition and financing of a vacant retail property located in Cherry Hill, New Jersey for approximately \$4.75 million together with the purchase of an adjacent undeveloped parcel from a separate seller. The purchaser intends to redevelop the assemblage over the next several years. As part of the transaction, Kelley Drye negotiated the terms of the acquisition and construction financing provided by Wells Fargo.

Sale of Verona at Oakland Mills Multifamily Project in Howard County, Maryland.

Kelley Drye represented a joint venture comprised of HSBC, local real estate fund Potomac Capital and Dragone Realty in its \$39.5 million sale of the Verona at Oakland Mills apartment complex in Columbia, Maryland. This transaction was complicated by the fact that the purchaser of the 251 unit garden style apartment complex was a governmental entity, the Howard County Housing Commission.

Purchase of Industrial / Flex Building in Rockville, Maryland.

Kelley Drye represented affiliates of Bethesda, Maryland based Finmarc Management in their purchase of an industrial/flex building located on Stonestreet Avenue in Rockville, Maryland for approximately \$5.5 million. Kelley Drye also negotiated the terms of the mortgage financing provided by BB&T.

Refinancing of Retail Property on 8th Street, SE in Washington, DC.

Kelley Drye represented affiliates of StreetSense in the refinancing of their 8th Street, SE, Washington, DC property with a permanent loan from Monument Bank to replace the existing acquisition and construction loan. After purchasing the property in April 2011, the borrower quickly upgraded the property by replacing the existing street level retail tenants with a Chipotle Mexican Grill and Craze Burger.



Modification of Loan Secured by the Laburnum Park Shopping Center in Richmond, Virginia.

Kelley Drye represented an affiliate of Spectrum Partners in modifying its existing loan secured by the Laburnum Park Shopping Center in Richmond, Virginia. This loan modification effectively refinanced the

United Bank loan to allow the borrowers access to capital reserves and to extend the maturity date.

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Recent Kelley Drye Hospitality Transactions include:

Northeast Airport Hotel. Kelley Drye represented a national hotel private equity company in its acquisition of a 300+ key airport hotel in Pittsburgh, Pennsylvania. Kelley Drye negotiated a long-term ground lease, hotel franchise and management agreements, as well as the property's acquisition and financing.

Southeastern Hotel Reflagging. Kelley Drye represented a leading national hotel REIT in connection with reflagging a 600+ key hotel in western Tennessee. Kelley Drye negotiated a long-term franchise agreement for the hotel and assisted in the mechanics of the flagging process.

Recent Kelley Drye Corporate Transactions include:

VersaPharm Incorporated. Kelley Drye represented VersaPharm Incorporated in a leveraged dividend recapitalization transaction, in connection with closing an amendment to the company's credit facility with Madison Capital Funding LLC. The amendment increased the loan facility to \$85 million in term loans (there is an existing \$5 million revolving facility).

Cumberland Consulting Group. Kelley Drye represented Cumberland Consulting Group, LLC, a national technology implementation and project management firm serving ambulatory, acute, post-acute and long-term healthcare providers, health plans and payors, and life sciences companies, in connection with its acquisition of the life sciences consulting division of Mindlance Inc., an international staffing, application and infrastructure management firm. Cumberland is a portfolio company of long-standing Kelley Drye client Tailwind Capital, a private equity firm focused on investing in growth-oriented middle market companies.

Kelley Drye News



Sports Agent and Attorney Adisa P. Bakari Joins Kelley Drye To Chair Sports Entertainment Group

Veteran sports and entertainment attorney Adisa P. Bakari joined Kelley Drye's DC office to chair the firm's newly-formed Sports Entertainment Group. Mr.

Bakari's partner of four years, Jeffery A. Whitney, joins the firm as vice chair of the group.

The Sports Entertainment Group represents a distinguished client roster of more than 30 NFL players including Maurice Jones-Drew of the Jacksonville Jaguars, Antoine Bethea of the Indianapolis Colts, and Matt Forté with the Chicago Bears, as well as Pittsburgh Steelers rookie running back Le'Veon Bell.

Kelley Drye DC Office Expands with Experienced Patent Litigator David W. Long

Patent litigator David W. Long recently joined the firm as a partner in the Washington, DC office. Mr. Long has more than 25 years of litigation experience in a range of industries, from telecommunications to medical devices. Mr. Long has successfully litigated a wide array of technology and telecommunications issues involving everything from complex electrical circuits to voice over internet protocol, wireless communications systems, signal processing systems, memory devices, integrated circuit designs, automatic voice systems, computer software systems, manufacturing systems and medical products.

Mr. Long is a registered patent attorney and represents clients in post-grant patent litigation before the U.S. Patent & Trademark Office, typically in parallel with related district court litigation. Mr. Long also is a nationally recognized author and commentator on complex patent law issues and is a founder of the Essential Patent Blog (<http://essentialpatentblog.com/>), an industry-leading blog on litigating patents related to industry standards, such as cellular, WiFi and Ethernet standards.

DC Office Deepens its Government Contracts practice with Addition of Partner Holly A. Roth

Holly A. Roth recently joined Kelley Drye's Washington, DC office as chair of the Government Contracts practice. Ms. Roth's practice focuses on a wide range of counseling and litigation relating to federal, state and local government procurement matters as well as federal assistance agreements and grants.

With over 20 years of experience, Ms. Roth advises clients on compliance programs, protests, claims, disputes, Office of Inspector General audit and investigation responses, and proposed suspensions and debarments. She also advises clients on the regulations that govern Civilian and DoD agencies' acquisition of technology, both commercial and developmental, and the application of the Bayh Dole Act and Duncan Hunter National Defense Authorization Act. She has extensive experience with commercial, developmental and Brooks Act (architect and engineering) contracts with the federal government and prime contractors.

Louise Hilsen Joins Government Relations & Public Policy Group – Now in its 50th Year

Kelley Drye's Government Relations and Public Policy group embarks on its 50th anniversary of advocacy on behalf of clients with the addition of Louise Hilsen as a senior advisor. Ms. Hilsen has more than 25 years of experience in legislative advocacy and strategy with particular experience in food safety, nutrition and wellness, supply chain and environment, and emerging issues such as biotechnology and biofuels. Prior to joining Kelley Drye, Ms. Hilsen was the Vice President of Government Relations for Nestlé USA, where she ensured coordination of Nestlé's legislative and regulatory initiatives across U.S. business units.

Kelley Drye's Harry Glazer Spearheads New Platform for Media and Entertainment Startups

Kelley Drye Special Counsel Harry Glazer is leading a new initiative called SPROCKIT that showcases today's top media and entertainment entrepreneurs to the industry's leading companies for partnerships, investments and collaboration. Venturing with the National Association of Broadcasters (NAB) and the World Series of Startups, SPROCKIT offers a year-round program that spotlights industry start-ups through two channels: the NAB Show, the world's largest and most important media and entertainment event, and SPROCKIT Sync, an exclusive community of media and entertainment decision-makers.



To become part of the SPROCKIT Class of 2014, a company must have market validation and must prove the potential to significantly impact the media and entertainment industry. To be accepted, companies must submit an application by December 31, 2013. Select candidates will be invited to interview with a screening committee.

To learn more or submit an application for the SPROCKIT Class of 2014, please visit <http://sprockitglory.com>.

Kelley Drye's International Trade and Customs Practice Hosts International Supply Chain Compliance Program

On October 29th, Kelley Drye's International Trade and Customs practice hosted a full-day seminar to discuss the current and emerging issues critical to international supply chain compliance. The seminar featured high-level government speakers interspersed with industry roundtables and presentations from Kelley Drye attorneys from a wide range of practices, including international trade, environmental, government relations and public policy, advertising and marketing, consumer product safety, food and drug law, and white collar crime and investigations.



Joe Hoffman Named 2013 SmartCEO Power Player

Joe Hoffman, co-chair of Kelley Drye's DC Business Group, was recently recognized by SmartCEO Magazine as a 2013 Power Player. The SmartCEO Power Players program recognizes the DC region's most enterprising accountants, attorneys and bankers. These professionals, practicing in corporate firms, private industry, government and education, embody community involvement, leadership, accomplishment, innovation and success. The Power Player award recognizes the "best and brightest" in the region — professionals that executives can count on to help grow and support their businesses.

"The Washington Power Players have played an invaluable role in shaping Washington's business landscape. From big deals to complex financings and strategic guidance, these accountants, attorneys and bankers have integrated themselves into their clients' businesses — and lives — and have become valued resources that CEOs and executives can truly count on," says Jaime Nespore, regional president of SmartCEO. "They represent the best of what the region has to offer. We are proud to recognize them for their dedication and passion."

HAPPY
NEW YEAR 2014