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WASHINGTON, D.C. OFFICE

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About Kelley Dreye & Warren LLP

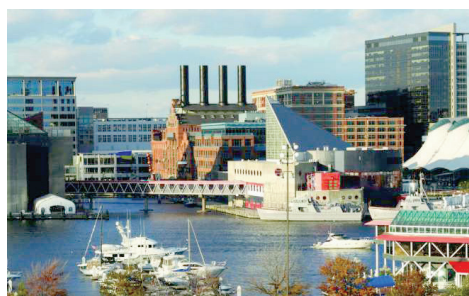
Founded in 1836, Kelley Dreye is proud to represent some of the world's most accomplished businesses and organizations.

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	

Kelley Dreye's D.C. Business Group has had an active first half of the year, as the following Real Estate transactions have closed in recent months:

Purchase of Extended-Stay Apartment Complex in Arlington, VA. Kelley Dreye represented local real estate owners Finmarc Management and Goldstar Properties in the purchase of a 92,000 square-foot 85 unit extended-stay apartment complex located near the Virginia Square Metro in Arlington, VA. The purchase price of the complex was more than \$42 million with acquisition financing provided by Wells Fargo Bank in the amount of \$37.8 million. Plans are to convert the property in the red-hot Rosslyn Ballston corridor into condominiums (for which it was originally built in 2007), and sell condos beginning in August 2014.



Sale of Port Covington property in Baltimore, MD. Kelley Dreye represented Bethesda, MD-based Finmarc Management in the sale of a 58-acre property on this prime piece of the South Baltimore waterfront. The property, which includes a Wal-Mart and vacant land, sold for \$35 million.

Recapitalization and Purchase of Multifamily Apartment Complex in Oxon Hill, MD. A local real estate owner recently recapitalized and purchased a 305-unit multifamily apartment complex in Oxon Hill for \$28.4 million. Kelley Dreye negotiated the terms of the recapitalization, with senior mortgage financing provided by CIBC Inc. (a CMBS loan) and mezzanine financing provided by Rialto.

Purchase of Office Building in Durham, NC. Kelley Dreye represented Northridge Capital in connection with the acquisition and financing of a more than 63,000 square foot office building in Durham, North Carolina. The total purchase price for the property was \$6.4 million, financed by a \$5.2 million mortgage loan from CMBS lender RAIT Partnership LP.

Purchase of Nine Building Portfolio in Gaithersburg, MD. Kelley Dreye represented affiliates of Finmarc Management in the purchase of a nine building portfolio totaling 342,000 sq. ft. of flex space in Gaithersburg MD. The total purchase price of the port-

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folio was \$33 million with \$26 million of purchase money mortgage financing provided by Citizens Bank of Pennsylvania.

Sale of Library of Congress Building in Landover, MD. Kelley Drye represented Finmarc Management in the sale of a 216,000 square foot warehouse building in Landover, MD for \$31.65 million. Prior to the sale, the property was GSA-leased as a warehouse and specialty storage facility for the Library of Congress.

Sale of Silo Inn Shopping Center in Montgomery County, MD. Affiliates of Finmarc Management recently sold the Silo Inn Shopping Center located on Georgia Avenue in Olney, Maryland for \$17.4 million. Kelley Drye represented the seller through the life of this project from acquisition of the land and existing improvements, development of the new shopping center, two financing transactions and finally, the seller's successful sale of the property.

Sale of Multifamily Complex in Washington, D.C. Kelley Drye represented a limited partner in the sale of a 131-unit apartment complex in Woodley Park, a long-held family investment. The \$39 million sale involved negotiating a revised partnership agreement among a handful of partners.

Refinancing of the Potomac Woods Plaza located in Potomac, MD. Kelley Drye represented an affiliate of Finmarc Management in its refinancing of the Potomac Woods Plaza in Potomac, Maryland, which includes a Walgreens, Starbucks, BB&T Bank, Little Gym and popular local restaurants Amici Mei and Brooklyn's Deli, among other tenants. The new loan of \$14 million from SunTrust Bank refinanced the existing CMBS financing that was nearing maturity.

Kelley Drye Facilitates Multistate Real Estate Secured Loan Assumptions. Kelley Drye represented a publicly-traded REIT in secured loan assumptions to complete the second tranche of a \$400 million loan assumption transaction.

Sale of Rockville Pike Property in Montgomery County, MD. Affiliates of Finmarc Management, a prominent local retail owner, developer and operator, sold its ground lease interest in a Rockville Pike property in Rockville, Maryland for \$5.25 million. The property, formerly an expansive Ford dealership that closed several years ago, is currently in the process of being redeveloped to include a variety of uses including medical facilities, restaurants and other retail tenants. Kelley Drye represented the seller through the life of this project from negotiation of the ground lease with the land owner, the financing of a construction loan for the development of the new improvements to, ultimately, the successful sale of the ground lease.

Recent Kelley Drye Hospitality Transactions include the following:

Acquisition of the Midwestern Hotel. Kelley Drye represented a national hospitality private equity company in connection with the acquisition of a select service hotel in a key Midwestern market. Our hospitality team represented the client in connection with the acquisition of the hotel and the negotiation of a new franchise agreement with the flag.

Kelley Drye Aids Luxury Hotel Brand in South American Expansion. Kelley Drye represented a premiere luxury hotel brand in connection with its expansion in South America. Kelley Drye hospitality attorneys negotiated the hotel management agreement and related documents for the brand's second South American hotel.

Recent Kelley Drye Corporate Transactions include:

Kelley Drye Closed a Multi-Million Acquisition/Financing of a Southeastern Nursery Facility. Kelley Drye represented a client in this asset acquisition which included the purchase of equipment, buildings, inventory and land located in two nonadjacent counties. Transaction financing included two separate loans secured by equipment and real estate, respectively. With this most recent acquisition, our client expects to increase its growing capacity and broaden the distribution of its nursery products east of the Mississippi.

Kelley Drye Represents Tailwind Capital in Acquisition of Long's Drugs. Kelley Drye recently represented private equity fund Tailwind Capital in its acquisition of Long's Drugs, a retail and specialty pharmacy serving the South Carolina, North Carolina and Georgia markets. Kelley Drye also represented the company in connection with the investment's financing and roll-over of equity interests by the prior owners. The purchase price for the transaction was not disclosed, but there was a public announcement of the \$79 million senior and mezzanine debt financing facility that was entered into to support the investment by Tailwind Capital. Tailwind is a private equity firm focused on investing in growth-oriented middle market companies.

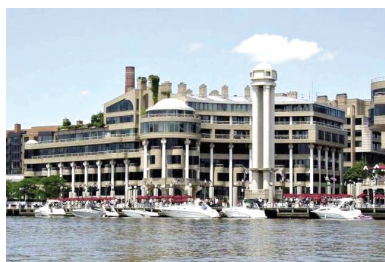
Kelley Drye Represents Nautilus in Asset Sale to Depomed, Inc. Kelley Drye represented Nautilus Neurosciences, Inc., a neurology-focused specialty pharmacy company, in the sale of the U.S. and Canadian rights to its leading drug, CAMBIA®, to Depomed, Inc. The terms of the transaction provide for a cash payment of \$48.7 million at closing and an earn-out for up to an additional \$5.0 million based on future annual net sales. In addition, Nautilus and certain of its employees are obligated to provide transition services in support of the transfer of CAMBIA® to Depomed. Nautilus is a portfolio company of Tailwind Capital.

Kelley Drye Represents GTT Communications in Filing “Universal Shelf” Registration Statement.

Kelley Drye assisted GTT Communications, Inc. in connection with the filing by GTT of a “universal shelf” registration statement with the SEC, pursuant to which GTT may offer up to \$200 million of its securities. The securities that GTT may offer and sell include common stock, preferred stock, debt securities, warrants or units comprising any combination of the foregoing. The proceeds from the sale of securities under the registration statement will be used for general corporate purposes, unless designated for a different purpose by GTT in connection with a particular sale of securities.

KELLEY DRYE NEWS

Kelley Drye Named One of Best Places To Work In Washington, D.C.



The *Washington Business Journal* has named the Washington, D.C. office of Kelley Drye to its list of Greater Washington's Best Places to Work in 2014. "To be honored by *Washington*

Business Journal as one of the best places to work in D.C. is particularly special because it involved significant feedback from everyone in our office, including attorneys, advisors and staff at all levels," said Lew Rose, managing partner of the firm's Washington office. Kelley Drye's emphasis on a positive culture also helped drive the office's growth in 2013, which included aggressive lateral recruitment and the formation of a Sports Entertainment practice and a Government Contracts practice.

The Washington Post Notes Kelley Drye's Workplace Perks

Kelley Drye was recently ranked number seven on the Top Workplaces midsize employers list by *The Washington Post*. 150 organizations were honored at Top Workplaces, determined by highest overall scores on employee surveys that measured a host of factors, including the quality of leadership, pay and benefit practices, work-life balance issues and more. In the article "Workplace perks for every personality," *The Washington Post* highlights the fun activities of companies honored as Washington, D.C. Top Workplaces. Kelley Drye is noted for kicking off 2014 with an espresso bar and barista to welcome employees back to the office after the holidays.



Prominent Energy Attorney Joins Kelley Drye

Kelley Drye is pleased to announce that Mark R. Robeck has joined the firm's energy practice as a partner in the Washington, D.C. office. With nearly

25 years of experience in the energy sector, Mr. Robeck represents energy clients in a broad range of disputes and litigation. He regularly counsels domestic and international oil and gas producers and marketers, coal producers, wholesale power generators and regulated gas and electric utilities. His experience extends to complex commercial disputes, oil and gas royalty and operations disputes, lease disputes, price manipulation investigations and class actions, personal injury tort claims, environmental and real property damage claims, securities claims and criminal investigations.

Forbes Notes Sports Entertainment Partners as Agents for Top 2014 NFL Draft Pick

Forbes Magazine noted Dee Ford as being represented by agents Adisa Bakari and Jeff Whitney of The Sports Entertainment Group at Kelley Drye. The defensive end, from Auburn University, was a 2014 NFL first round draft selection joining the Kansas City Chiefs. Dee Ford, chosen twenty-third, is one of the seven NFL Rookie Kelley Drye clients that participated in the 2014 draft, all of whom have been selected by NFL teams for the upcoming 2014 season. Mr. Bakari and Mr. Whitney represent over 40 NFL players including Maurice Jones-Drew of the Oakland Raiders, Antoine Bethea of the San Francisco 49ers, Matt Forte of the Chicago Bears and Le'Veon Bell of the Pittsburgh Steelers.

D.C. Business Group Attorney Aaron Rosenfeld Selected as a “Rising Star” by Super Lawyers



Senior Associate Aaron Rosenfeld, an attorney in Kelley Drye's D.C. Business Group, was named a 2014 “Rising Star” in the Washington, D.C. area by *Super Lawyers*. Annually, *Super Lawyers*, a Thomson Reuters publication, undertakes research

to identify each state's “*Super Lawyers*” – those the publisher deems are among the state's top 5 percent with regard to “peer recognition and professional achievement.” The mission of *Super Lawyers* is to bring visibility to those attorneys who exhibit excellence in practice.

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

On June 12, 2014, Kelley Drye's D.C.-based 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.

Opening remarks were given by Jessica Rich, Director of the Bureau of Consumer Protection at the Federal Trade Commission. The Summit addressed the most pressing issues affecting companies' legal obligations and risk exposure. 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 attorneys in Kelley Drye's Advertising and Marketing practice group have broad experience at the Federal Trade Commission, the offices of state attorneys general, the National Advertising Division (NAD), and television networks; 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.

The Sports Entertainment Group 2014 Client Retreat in Las Vegas

The Sports Entertainment Group at Kelley Drye will host its annual client retreat in Las Vegas on July 10th – 12th, 2014. The Sports Entertainment Group invites their full professional athlete client roster to attend a "life retreat" which includes a 3-day seminar on topics related to the sports entertainment industry.