
SAMPLE DEAL LISTS - CORPORATE

Sample 1

Recent Matters

Land Acquisitions and Sales

Representation of residential developers in more than 100 separate acquisition and disposition transactions for property throughout the state of California.

Representation of a master developer of a 5,000-plus unit development in the Sacramento, California area.

Representation of a client in acquisitions of assisted care facilities throughout the United States.

Lease Transactions

Representation of a technology company in the lease of a 160,000-plus square foot corporate headquarters in Silicon Valley.

Representation of a shopping center owner in retail leases for a shopping center in San Jose, California.

Representation of a manufacturer in lease of a 300,000-plus square foot manufacturing facility and corporate headquarters.

Real Estate Financing Transactions

Representation of an institutional lender in a credit extension in excess of \$18 million to a California operating company. The credit extension included a revolving line of credit, real estate term loan, and multiple equipment loans.

Representation of several corporations providing employee loans secured by the employee's residence.

Representation of lenders providing financing for winery operations throughout California and Washington.

Representation of a developer/landlord in financing of several office projects located in Northern California.

Representation of lenders in real property secured financings throughout California.

Co-location and Telecommunications Transactions

Representation of a company providing communication services in the acquisition of a data center in Silicon Valley.

Representation of a co-location company in the disposition of Internet data centers in Los Angeles, California and Washington, D.C.

Representation of a co-location company on leases for Internet data centers in Illinois, Virginia, and California.

Representation of a co-location company on construction contracts relating to build-out of Internet data centers.

Advised a co-location company on a "meet-me-room" agreement with landlord.

Life Sciences Transactions

Representation of a developer of biotech facilities in acquisition of property in South San Francisco, California.

Representation of a biotech client in the lease of a laboratory facility and office space in Nevada.

Representation of a biotech client in lease of facility in Seattle, Washington.

Synthetic Leases

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Advised a biotech company in potential synthetic lease financing of a new facility in the Midwest.

Sample 2

Representative Corporate Transactions include:

- \$66 million initial public offering, Renovis, Inc. (February 2004)
- \$99 million initial public offering, Accuride, Inc. (April 2005)
- \$1.7 BN Merger of Integrated Device Technology, Inc. with Integrated Circuit Systems, Inc. (September 2005)
- \$80 million follow-on underwritten public offering, Geron Corporation (September 2005)
- \$50 million follow-on underwritten public offering, Renovis, Inc. (October 2005)
- \$20 million venture financing in Riverbed Technology, Inc. (Meritech Capital Partners) (February 2006)
- \$20 million venture financing in Sourcefire, Inc. (Meritech Capital Partners) (May 2006)
- \$45 million initial public offering, Novacea, Inc. (May 2006)
- \$170 million sale of Netli, Inc. to Akamai Technologies, Inc. (March 2007)
- \$102 million initial public offering, Mellanox Technologies, Ltd. (February 2007)

Representative Engagements

- Represented Atom Entertainment in its acquisition by Viacom.
- Represented Ashfield & Co. in its acquisition by Old Mutual Asset Management.
- Represented Symantec Corporation in its acquisition of Sygate Technologies.
- Represented Symantec Corporation in its \$75 million acquisition of Security Focus.
- Represented Codera Wine Group in its \$140 million sale to Pacific Wine Partners.
- Represented Symantec Corporation in its \$900 million acquisition of Axent Technologies.
- Represented Intuit in its \$460 million disposition of its interest in Excite.
- Represented Lam Research Corporation in its \$300 million sale of 4 percent Subordinated Convertible Debentures.
- Represented Hellman & Friedman in its acquisition of Advanstar Communications.

Sample 3

Recent Matters:

Assisted Sun Microsystems, Inc. in open sourcing Solaris operating system.

Purchased intellectual property assets from a financially troubled start-up and renegotiated license with a major university for certain drugs.

Assisted in financing and licensing strategy for first commercial open source software company.

Assisted a Global Fortune 50 company to obtain a license with a financially troubled company through establishing a bankruptcy remote entity.

Assisted a Global Fortune 100 company in establishing an intellectual asset management program to exploit its patent portfolio.

Assisted major corporation in investment in MontaVista Software.

Negotiated the license for a medical device from a startup.

Assisted a major publisher to develop and implement a strategy for exploiting its works in online media.

Prepared a program to develop a compatible computer program using “clean room” procedures.

Developed coordinated programs to protect the intellectual property of a major semiconductor manufacturer and a large software company.

Advised on worldwide trademark protection program for several clients, including the owner of major children's book characters.

Negotiated several strategic alliances involving equity investment and technology license for semiconductors with a large multinational company.

Negotiated publishing contract and clearance issues for a retrospective of a major entertainment industry awards ceremony.

Assist with domain name registry in developing policy.

Assisted in preparing a suite of e-commerce agreements for a major multinational corporation.

Sample 4

Recent Matters:

Representation of a publicly traded company in a complex cross border acquisition.

Representation of publicly traded companies in acquisitions of domestic and foreign technology companies.

Representation of publicly traded and private companies in connection with mergers and sale of assets.

Advised software companies in negotiation of software development and licensing agreements.

Representation of semiconductor start-ups in the negotiation of strategic partnerships involving technology licensing, foundry commitment, and equity investment.

Representation of a public company in multimillion dollar recapitalization and successful defense against hostile tender offer.

Advised software companies in initial public offerings.

Representation of hardware, software, and multimedia companies in venture capital financings

Sample 5

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Summary of Selected Transactions

Capital Markets

- Represented a NASDAQ-listed television broadcasting company in the following transactions:
 - Debt restructuring, which included a Rule 144A/Reg S offering of \$500 million of high yield senior secured second lien debt securities, a refinancing of its senior secured credit facility and tender offers to purchase up to \$437.5 million of convertible senior debt securities
 - Debt refinancing, which included a Rule 144A/Reg S offering of \$250 million of high yield senior debt securities, a repricing of its senior secured credit facility, tender offers to purchase up to \$60 million of convertible senior debt securities and \$224.7 million of senior debt securities and a consent solicitation in respect of such senior debt securities
 - Acquisition financing, which included a Rule 144A/Reg S offering of \$500 million of high yield senior debt securities

- Represented a NYSE-listed real estate investment trust specializing in retail and multi-use properties in the following transactions:
 - Underwritten public offerings of an aggregate of \$600 million of senior debt securities
 - Underwritten public offering of approximately \$115 million of common shares
 - At-the-market offerings of up to \$600 million of common shares
 - Tender offer to purchase up to \$163.9 million of senior debt securities

- Represented a NYSE-listed real estate investment trust specializing in retail properties subject to long-term, triple net leases in the following transactions:
 - Underwritten public offerings of an aggregate of \$875 million of senior debt securities
 - Underwritten public offering of \$234 million of convertible senior debt securities
 - Underwritten public offering of \$250 million of cumulative redeemable preferred stock
 - Underwritten public offerings of an aggregate of \$381.5 million of common stock
 - At-the-market offering of up to 9,000,000 shares of common stock

- Represented a NYSE-listed diversified company specializing in construction materials and alternative energy industries in the following transactions:

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- Debt restructuring, which included a Rule 144A/Reg S offering of \$328.3 million of senior secured debt securities, a tender offer to purchase up to \$71.8 million convertible senior subordinated notes, a replacement senior secured credit facility and a registered direct offering of approximately \$37.4 million shares of common stock
- Debt refinancing, which included a Rule 144A/Reg S offering of \$400 million of high yield senior secured debt securities, a tender offer to purchase up to \$328.3 million of senior secured debt securities and a consent solicitation in respect thereof and an amendment to its senior secured credit facility
- Represented a Chinese paper packaging company in its initial public offering of \$32.6 million of common stock on the NASDAQ
- Represented a Chinese industrial boiler manufacturer in its proposed initial public offering of \$70 million of common stock on the NASDAQ
- Represented a NASDAQ-listed Chinese information technology provider in its registered direct offering of \$15.2 million of common stock
- Represented the underwriters in an underwritten public offering of \$20.1 million of common stock of a NASDAQ-listed Chinese telecommunications supplier
- Represented the underwriters in a proposed initial public offering of \$21.3 million of common stock and warrants of a Chinese poultry producer and distributor
- Represented a NYSE-listed real estate investment trust specializing in retail shopping centers in the following transactions:
 - Underwritten public offerings of \$79.3 million of cumulative redeemable preferred stock
 - Underwritten public offering of \$62.8 million of common stock
- Represented a mission critical professional services company in its \$60 million initial public offering on the NASDAQ
- Represented a selling stockholder in a \$91 million initial public offering on the NASDAQ by a mission critical cybersecurity services company
- Represented a real estate investment trust specializing in office properties in a best efforts offering of up to \$350 million Class B common shares

Bank Finance

- Represented a NYSE-listed real estate investment trust specializing in retail and multi-use properties in the following transactions:

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- Senior unsecured term loan facility for \$275 million
 - Senior unsecured term loan facility for \$372 million
 - Senior unsecured term loan facility for \$200 million
 - Senior unsecured revolving loan facility for up to \$400 million with an accordion option up to \$800 million
- Represented a NYSE-listed real estate investment trust specializing in retail properties subject to long-term, triple net leases in the following transactions:
 - Senior unsecured revolving loan facility for up to \$450 million with an accordion option up to \$650 million
 - Senior unsecured revolving loan facility for up to \$400 million with an accordion option up to \$500 million
 - Represented a mission critical professional services company in its \$45 million asset based lending facility

Mergers & Acquisitions

- Represented an international entity in its \$100 million acquisition of the human resources outsourcing division of a publicly-traded company, with assets in the U.S. and across 12 other countries
- Represented a NYSE-listed diversified company specializing in construction materials and alternative energy industries in the following transactions:
 - Acquisition of a PVC products company for approximately \$43 million
 - Disposition of its coal cleaning facilities for approximately \$43.7 million
 - Disposition of an ethanol bio-refinery facility for approximately \$18.5 million
- Represented a retail grocery company in its \$8 million sale of its information technology and data management business

Other Transactions

- Represented a professional National Football League team in various corporate and financing transactions
- Represented a publicly-traded orthopedic products company in several private investments in public equity (PIPE) offerings of common stock, preferred stock and equity-linked debt securities
- Represented an investment fund in its private purchase of \$20.4 million of secured senior subordinated convertible debt securities from a radio access software developer