

USA

2007

The Client's Guide

Goodwin Procter LLP is ranked in Chambers USA 2007 as follows: NATIONAL

REITS

REITs
Leading Firms
Band 1
Goodwin Procter LLP
Clifford Chance US LLP
Hogan & Hartson LLP
Hunton & Williams LLP
Latham & Watkins LLP
Skadden, Arps, Slate, Meagher & Flom LLP
Band 2
DLA Piper
Mayer, Brown, Rowe & Maw LLP
Sidley Austin LLP
Simpson Thacher & Bartlett LLP
Band 3
Cleary Gottlieb Steen & Hamilton LLP
Gibson, Dunn & Crutcher LLP
Greenberg Traurig, LLP
King & Spalding LLP
Locke Liddell & Sapp LLP
Morgan, Lewis & Bockius LLP
Morrison & Foerster LLP
Neal, Gerber & Eisenberg LLP
Paul, Hastings, Janofsky & Walker LLP
Pillsbury Winthrop Shaw Pittman LLP
Sullivan & Cromwell LLP
Venable LLP
Band 4
Katten Muchin Rosenman LLP
Wachtell, Lipton, Rosen & Katz

Alphabetical within each band. Band 1 = highest.

Goodwin Procter LLP

The Firm: Clients highlighted this firm's infusion of legal knowledge with deep industry know-how, crediting its pioneering involvement in the REIT sector. "*Business-minded and cost-efficient,*" this is the firm of choice for many of the most active clients across the country. The REITs and real estate capital markets practice draws together all the relevant disciplines into one group and, unusually, this firm is deemed proficient in every area in which a public or private REIT could need representation. This includes advice on fund formation and the raising of private capital, IPOs, pure real estate law, M&A and tax advice. Of the many trophy transactions this firm has been involved in, a standout includes acting for Brookfield Properties in its acquisition of Trizec Properties for \$8.9 billion, the second largest takeover of a REIT in history. The firm also represented Morgan Stanley Real Estate in its acquisition of Glenborough Realty Trust, a transaction valued at \$1.9 billion. It acted for SL Green Realty in the \$4 billion acquisition of Reckson Associates Realty.

The Lawyers: No list of leading REIT lawyers would be complete without **Gilbert Menna**. "*He's a REIT animal; smart, tactical, creative, knowledgeable from a business perspective and historically associated with the industry; a true leading light.*" Chair of the REITs and real estate capital markets group, he has a national reputation and has been a pivotal figure in the industry for many years now. "*Big name in the game*" **Edward Glazer** was credited by clients for "*truly understanding his client's objectives and how*

best to cost-effectively meet them." He focuses on structuring and implementing all forms of tax-oriented transactions, pinpointed for his advice on the formation and operation of public and private REITs. Chair of the securities and corporate finance practice, **Ettore Santucci** is another respected practitioner. "*Very focused and prompt in his advice,*" he is "*an exceptionally safe pair of hands on any transaction*" and has "*a great nuts and bolts knowledge of REITs.*"

Clients/Work Highlights: Boston Properties; Citigroup Property Investors; Morgan Stanley Real Estate; Equity Office Properties Trust; AvalonBay Communities; Beacon Capital Partners; Kimco Realty; Brookfield Properties; LBA Realty and Lehman Brothers.

REITs		
Leading Individuals		
Star Individuals		
Menna Gilbert <i>Goodwin Procter LLP</i>	Feagles Prentiss <i>Hogan & Hartson LLP</i>	Gorrell Jr J Warren <i>Hogan & Hartson LLP</i>
Band 1		
Glazer Edward <i>Goodwin Procter LLP</i>	Bernstein Jay <i>Clifford Chance US LLP</i>	Brody Michael <i>Latham & Watkins LLP</i>
Howell III George <i>Hunton & Williams LLP</i>	Phillips IV Barnet <i>Skadden, Arps, Slate, Meagher</i>	
Band 2		
Santucci Ettore <i>Goodwin Procter LLP</i>	Bonser David <i>Hogan & Hartson LLP</i>	Catalano Richard <i>Clifford Chance US LLP</i>
Cummins J Gerard <i>Sidley Austin LLP</i>	Emmerich Adam <i>Wachtell, Lipton, Rosen & Katz</i>	Hanks James <i>Venable LLP</i>
LeBey Daniel <i>Hunton & Williams LLP</i>	Loffman Leslie <i>DLA Piper US LLP</i>	Lubelchek Douglas <i>Neal, Gerber & Eisenberg LLP</i>
Markoff Brad <i>DLA Piper US LLP</i>	Panovka Robin <i>Wachtell, Lipton, Rosen & Katz</i>	Petrosky Edward <i>Sidley Austin LLP</i>
Rayis John <i>Skadden, Arps, Slate, Meagher & Flom LLP</i>	Ressa Gregory <i>Simpson Thacher & Bartlett LLP</i>	Stadler Brian <i>Simpson Thacher & Bartlett LLP</i>
Wright David <i>Hunton & Williams LLP</i>		
Band 3		
Adler Arthur <i>Sullivan & Cromwell LLP</i>	Adler Howard <i>Gibson, Dunn & Crutcher LLP</i>	Arnold Scott <i>King & Spalding LLP</i>
Fryer Judith <i>Greenberg Traurig, LLP</i>	Fryer William <i>King & Spalding LLP</i>	Gelman Bruce <i>Mayer, Brown, Rowe & Maw LLP</i>
Gilchrist Bruce <i>Hogan & Hartson LLP</i>	Gordon Stephen <i>DLA Piper</i>	Green Ross <i>DLA Piper</i>
Hart John <i>Simpson Thacher & Bartlett LLP</i>	Howe Joseph <i>Arnold & Porter LLP</i>	McKenzie James <i>Morgan, Lewis & Bockius LLP</i>
Robbins Robert <i>Pillsbury Winthrop Shaw Pittman LLP</i>	Schonberger Mark <i>Paul, Hastings, Janofsky & Walker</i>	Shenker Joseph <i>Sullivan & Cromwell LLP</i>
Stern Eric <i>Morgan, Lewis & Bockius LLP</i>	Troupe Warren <i>Morrison & Foerster LLP</i>	Uris Harvey <i>Skadden, Arps, Slate, Meagher & Flom LLP</i>
Band 4		
Barsamian Bonnie <i>Dechert LLP</i>	Brannan William <i>Cravath, Swaine & Moore LLP</i>	Burton Richard <i>Greenberg Traurig, LLP</i>
Genz Peter <i>King & Spalding LLP</i>	Godwin Jr Howard <i>Sidley Austin LLP</i>	Goolsby Brian <i>Locke Liddell & Sapp LLP</i>
Kramer Morris <i>Roberts & Holland LLP</i>	Kroupa Sharon <i>Venable LLP</i>	Santa Lucia John <i>Neal, Gerber & Eisenberg LLP</i>
Scheinfeld Steven <i>Fried, Frank, Harris, Shriver & Jacobson</i>	Weinberger Michael <i>Cleary Gottlieb Steen & Hamilton</i>	Wilner Steven <i>Cleary Gottlieb Steen & Hamilton LLP</i>
Up-and-coming individuals		
Arumi Cristina <i>Hogan & Hartson LLP</i>	Chae Meryl <i>Skadden, Arps, Slate, Meagher & Flom LLP</i>	Cosby Cameron <i>Hunton & Williams LLP</i>
Grill Jeffrey <i>Pillsbury Winthrop Shaw Pittman LLP</i>	Slotkin David <i>Hogan & Hartson LLP</i>	Werner Kathleen <i>Clifford Chance US LLP</i>

Alphabetical within each band. Band 1= highest.

GLAZER, Edward

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617 570 1000
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Recommended in REITs

Practice Areas: Mr Glazer specializes in structuring and implementing tax-oriented commercial transactions of all types, including real estate and venture capital transactions, mergers and acquisitions, pension investments in real estate involving issues of unrelated business taxable income, leveraged financings, and workout and debt restructurings. He regularly advises clients in structuring collective investment vehicles, in structuring real estate securitizations, in forming and operating public and private REITs and in forming real estate funds.

Personal: JD, Harvard Law School, 1971 (magna cum laude); BS, Wharton School of the University of Pennsylvania, 1968 (magna cum laude).

MENNA, Gilbert G

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617 570 1000
gmenna@goodwinprocter.com

Recommended in Corporate/M&A, REITs

Practice Areas: Mr Menna is nationally recognized for representing some of the nation's leading publicly-traded real estate-operating companies in connection with their corporate finance, corporate governance and merger and acquisition transactions. He also has extensive knowledge of the industry, and significant experience representing real estate investment managers in connection with their fund formation, portfolio acquisition and merger and acquisitions transactions.
Prof. Memberships: NYU Real Estate Institute REIT's Center: Board of Directors; NAREIT: Board Member; ULI: Member.

Personal: JD, Georgetown University Law Center, 1982; MLT, Georgetown University Law Center, 1983; BA, Syracuse University, 1978 (magna cum laude).

SANTUCCI, Ettore A

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617 570 1000
esantucci@goodwinprocter.com

Recommended in Corporate/M&A, REITs

Practice Areas: Mr Santucci's practice focuses on public and private securities offerings, mergers and acquisitions, corporate governance, securities law compliance and cross-border transactions. His specific experience includes representing public and private issuers, underwriters, financial advisers and institutional investors in offerings of a broad range of debt and equity securities, including investment grade and high-yield bonds, and sophisticated convertible and exchangeable securities with a wide spectrum of economic, structural and tax-sensitive features.

Personal: JD, Boston University Law School (summa cum laude); JD, Faculty of Jurisprudence of the University of Bologna, Italy (summa cum laude); BA, Manhattanville College.