

Sports and Entertainment Breakfast Series

The New Meadowlands: Everything That You Ever
Wanted To Know About Building a Billion Dollar
Stadium in Today's Economy

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Leading Firm

Haynes and Boone is one of the largest and fastest-growing law firms in the U.S. with almost 550 lawyers, more than 30 practice specialties, and 12 offices worldwide.

Our Promise

We deliver value to our clients by helping them achieve their business objectives through a collaborative effort. We are innovative problem solvers, creative strategists and trusted advisors.

Client Strength

Our diverse client base includes more than 100 of the Fortune 500, plus many major foreign companies and large financial institutions. In addition, Haynes and Boone is Ranked among the best U.S. law firms for client service based on a survey of general counsel staffs of Fortune 1000 companies (The Survey of Client Service Performance for Law Firms: The BTI Client Service A-Team, BTI 2006).

Global Reach

We have long served our clients' global business activities by building cross-border practice capabilities, strategically adding international legal expertise and establishing working relationships with leading law firms throughout the world. We have assisted clients in more than 100 countries.

Committed People

We embrace core values that foster a healthy work environment, a commitment to being the best and an attitude of service to others. We also dedicate substantial personal time and funds to pro bono work and community service. We are equally proud of the ethnic, gender and cultural diversity of our people.

At Haynes and Boone, we have high expectations for ourselves and expect others to have high expectations for us. Whether it comes from clients, other legal professionals or the communities where we live and work, recognition for how well we've done is more than validation for what we've already accomplished; it's our incentive to set even higher standards for tomorrow.

Best in Practice Strength

- Selected as one of the best corporate law firms in America (*Corporate Board Member Magazine*, 2001-2009)

- 30 Haynes and Boone lawyers were named “Leading Individuals” in 17 specialty areas of law. Findings were based on a national survey of clients and attorneys (*Chambers USA: America’s Leading Business Lawyers*, 2008)
- Named a “Go-To Law Firm” by General Counsel at Fortune 500 companies (*Corporate Counsel Magazine*, 2006-2008)
- Ranked one of the top 100 law firms Fortune 1000 clients delineate for delivering superior client service (*The Survey of Client Service Performance for Law Firms: The BTI Client Service A-Team*, 2008-2009)

Recognition for Understanding Client Needs

- Named 2007 “North American Law Firm of the Year” for private equity real estate transactions. (*Private Equity Real Estate Magazine*)
- Ranked sixth nationally for non-IPO equities work and issuer’s counsel by number of deals or issues (*American Lawyer Corporate Scorecard*, 2006)
- Ranked 8th nationally in the representation of lead lenders and borrowers in syndicated loan transactions (*Loan Pricing Corporation*, 2006)

Honored for Our Client Service

- Ranked among the best U.S. law firms for client service based on a survey of general counsel staffs of Fortune 1000 companies (*The Survey of Client Service Performance for Law Firms: The BTI Client Service A-Team*, BTI 2009)

Best Lawyers

- 82 Haynes and Boone lawyers were recognized on the 2009 “Best Lawyers in America” list in 33 specialty areas of law (2009)
- Haynes and Boone partners were recognized as “Super Lawyers,” representing eight of our U.S. offices *Super Lawyers, Texas, New York, Washington, D.C.*, 2008)

Awarded for Our Commitment to Diversity

- Ranked among the "Top 100 Law Firms for Diversity" (MultiCultural Law, 2008-2009). The firm also receive specialized rankings in three categories including, 10th in the Top 25 Law Firms for Hispanics, 24th in the Top 50 Law Firms for Partners, 55th in the Top 100 Law Firms for Women (2009)
- Ranked a "Top 25 Law Firms for Hispanic Americans" (Multicultural Law, 2008)
- Ranked one of the Top 20 Law Firms by Vault.com in three diversity categories, including The Best 20 Law Firms for Overall Diversity, The Best 20 Law Firms for Women, and The Best 20 Law Firms for Minorities (Vault.com, 2009)
- Earned the top rating of 100 percent in the 2009 Corporate Equality Index (CEI), an annual survey administered by the Human Rights Campaign Foundation, for treatment of lesbian, gay, bisexual, and transgender (LGBT) employees and consumers

Dedicated to Workplace Quality

- Rated one of the "20 Best Law Firms to Work For" (*Vault.com*, 2008)

Use of Technology

- Named a Go-To Law Firm® for Technology by American Lawyer Media's *Corporate Counsel* in its 2008 survey of in-house counsel teams at the world's largest technology companies

Sports And Entertainment Law

Haynes and Boone LLP's sports and entertainment law group leverages the extensive legal and business expertise of its lawyers to service the unique needs of sports and entertainment celebrities and their agents. Our lawyers have represented a diverse group of entertainers and property brands, as well as athletes and related organizations in the sports of baseball, hockey, basketball and football. At Haynes and Boone, we understand the complex and highly-specialized business and legal issues that celebrities face. We also offer legal support to agents engaged in contract negotiations on behalf of celebrities.

Our experience and services include representation of celebrities, agents and other parties in the following areas:

- licensing, sponsorship, appearance, marketing, memorabilia and merchandising opportunities;
- advisory and tactical support for celebrities and agents in contract negotiations;
- legal diligence and advice in evaluating and documenting business opportunities;
- tax and estate planning and representation;
- litigation and labor matters;
- sports facility development and financing (including related naming rights);
- establishing and protecting intellectual property rights; and
- development, financing and sales/acquisitions of sports franchises and events.

Our lawyers also have experience advising movie producers in all aspects of film production including:

- establishing a development company and special purpose production entities
- negotiating shareholder; joint venture, collaboration; joint owner and other relevant agreements;
- preparing and negotiating film financing agreements including offering memoranda and related agreements for private equity offerings;
- ensuring that an appropriate chain of title has been established from the origin of the source material to distribution of the film necessary to grant the producer the requisite rights to develop, produce and exploit the film;

- preparing and negotiating option purchase, writer, life story rights, production and distribution agreements;
- securing all intellectual property rights for the film production including the rights to talent performances, licenses for all music, product placement and merchandising.

Our lawyers draw from their significant legal and business experience in the sports and entertainment industry. We combine that experience with the breadth and depth of a large full-service law firm, drawing from the collaborative expertise of our other practice groups – including Franchise, Intellectual Property, Finance, Tax, Estate Planning and Mergers and Acquisitions, among others – to provide clients with an unprecedented level of support.

Labor and Employment

At Haynes and Boone, our Labor and Employment Practice Group handles all aspects of complex labor and employment matters that face domestic and international businesses. Our Labor and Employment Practice Group is primarily involved in the following kinds of matters:

- Counseling Management
- Addressing Labor Union Issues
- Employment Litigation

We work closely with our Employee Benefits and Executive Compensation, Immigration, Health Care, International, Mergers and Acquisitions and HIPAA Privacy Practice Groups in advising our clients on labor and employment issues.

Also, we work closely with lawyers in other practice areas as part of a coordinated, multidisciplinary ERISA Litigation Practice Group to provide clients with comprehensive legal services regarding disputes involving ERISA.

The size and experience of our Labor and Employment Practice Group allows us to handle cases and organizing drives throughout the United States and before every Regional Office of the National Labor Relations Board, Department of Labor and courts. We have the depth and experience to handle all types of employment litigation, particularly large and complex employment discrimination and FLSA and ERISA class action cases, union organizing campaigns and negotiations. Our

attorneys conduct corporate training programs on significant labor and employment matters and are known for their cutting-edge approach in litigation and traditional labor law matters.

Immigration

Our Immigration Practice Group is capable of handling any United States immigration law matter. We represent a broad array of domestic and foreign multinational companies as well as start-up businesses in obtaining business-related visas and work authorizations for their alien employees. We also assist United States companies in the transfer of personnel abroad in connection with obtaining the issuance of the proper immigration documents in foreign jurisdictions.

Our Immigration Practice Group is composed of seasoned practitioners and support staff. We counsel and provide individualized attention in all areas of immigration law, in industries such as aerospace, airlines, business consulting, information technology, manufacturing, oil and gas, oilfield services, professional firms and telecommunications. We represent clients before the U.S. Department of Labor, the Citizenship and Immigration Services (formerly the Immigration and Naturalization Services) and the U.S. Department of State. We work closely with U.S. consulates abroad.

Our immigration practice capabilities in serving foreign nationals are enhanced by the fact that several members of our Immigration Practice Group come from culturally diverse backgrounds as Haynes and Boone attorneys are fluent in 17 languages.

As immigration matters can be stressful, particularly for employees, we strive to respond to our clients' needs on a timely and cost-efficient basis. In order to alleviate the heightened stress inherent in immigration work, we are sensitive to the need to move the process on a timely basis and for effective communication with our clients regarding goals, alternatives, schedules, and risk management. Our Immigration Practice Group assists clients in developing strategies and programs for the immigration and transition of foreign nationals into the United States. Adopting an interdisciplinary service approach, our immigration clients are also served, when needed, by our labor, tax and international lawyers.

Litigation/Trial Practice

At Haynes and Boone, we know litigation. Our litigation practice includes more than 200 attorneys and is national and international in scope. We handle complex cases in state and federal courts throughout the nation and before administrative agencies and arbitration tribunals. Our trial lawyers have earned an excellent reputation because of their tenacity, trial advocacy skills and their creativity. We recognize the importance of collaborating and working closely with our clients during each phase of litigation. We are very sensitive to being cost-effective and efficient in the management of a case.

Knowledge and experience are key to victory in court. Our attorneys possess years of experience and substantive knowledge. The firm has the experience and flexibility to provide clients with the highest quality representation, on a creative, cost-efficient basis. With an aggressive, result-oriented attitude, our business litigation attorneys are committed to meeting any client's business goals.

Finance

Capital is the universal commodity of business. Adequate access to capital for operations, expansions, and restructurings is essential for any company, and often the most practical solutions are financing vehicles. Haynes and Boone helps bring lenders and borrowers together at the negotiating table, as business counselors who understand the long-term implications of every transaction. We understand what our clients want and help them achieve it - efficiently and cost-effectively - without playing legal games.

With the complexities of today's financial markets, Haynes and Boone's lawyers are here to help navigate clients through the ever-changing maze of syndicated lending, securitizations, project finance, capital markets transactions, and other sophisticated financing vehicles for global businesses. Our finance team has represented domestic and foreign borrowers, domestic and international commercial and investment lenders, non-bank credit companies, vendors, private equity funds, and venture capital funds. Having represented parties on all sides of the financing negotiation table, we are familiar with syndicated investment-grade financings, middle market and private lending transactions, asset based financings, acquisition finance, capital markets transactions, venture capital transactions, project finance, public finance, real estate finance, subordinated and mezzanine debt transactions, multi-currency and cross-border financings, and non-performing loans, workouts, and debt restructurings. Whether the focus is on the capital

markets, syndicated lending, securitizations, project finance, or other financial products, Haynes and Boone has the technical experience and creativity to structure new and sophisticated ways to address our clients' needs.

In addition to our technical expertise in a full range of debt and capital market products, Haynes and Boone has the depth and capabilities to handle the logistical and administrative challenges posed by large primary and secondary lender syndications, extensively collateralized credit facilities, and project finance transactions. Working with borrowers and lenders from the earliest stages of credit structuring through the loan closing and syndication, our objective is to get the deal done - with the best results for our clients.

We consistently rank among the top national law firms in the representation of lead lenders and borrowers in syndicated loan transactions. Haynes and Boone is also one of the leading U.S. law firms in North America representing agent banks in syndicated capital commitment subscription secured financings to private equity funds and other investment entities in North America, Latin America, Europe and Asia.

Our clients include global and domestic commercial and investment banks and other financial institutions, investment funds, and Fortune 500 companies.

The Haynes and Boone team has also regularly advised and structured transactions involving Asian, Canadian, Latin American, Mexican, and European countries and currencies.

Comprehensive Strength in the Capital Markets and Venture Capital Investing

When companies need capital market access through complex combinations of debt, equity, and securitized financing, Haynes and Boone can handle their needs - from simple capital structures to large, complex transactions. We excel at debt/equity hybrid transactions and at PIPEs transactions and other private placements. We have long represented equity investors and companies raising private capital, and today counsel clients on virtually every legal aspect of early stage and emerging company capital formation and buyout transactions. Our investment clients include top venture capital and private equity funds. We also counsel portfolio companies and high-growth-oriented businesses. We understand what is important to each participant in such transaction and can develop alternate approaches and structures to achieve the result they want.

Getting the Maximum from a Restructuring Situation

With one of the largest workout practices in the country, our finance team together with our bankruptcy team, represent a wide range of creditors, both in out-of-court

restructurings and in bankruptcy court. These clients rely on us in every step of a reorganization effort, including structuring the terms of financing. Our lawyers work with financial institutions that become lenders to debtors-in-possession, secure return of assets in foreclosure transactions, and structure court-approved repayment schedules. Unsecured creditors, including trade creditors, landlords, and lessors, also look to Haynes and Boone as their advocate in restructuring, and we work to secure the optimum payment to them, pursuing every option from reorganization to liquidation of the debtor.

Private Clients and Estate Planning

Our Private Clients and Estate Planning attorneys provide a unique service to the firm's high net worth families and their closely-held businesses. Our approach permits our clients to work intimately with a small group of trusted advisors who have access to the resources and expertise of an international law firm. We integrate sophisticated family wealth planning, estate and tax planning, and business planning with a variety of other legal services. Our comprehensive approach provides our clients with efficiencies and economies of scale, and ensures an integrated analysis of their family, financial, and business issues. It also assures our clients and their families of a consistent source of guidance and support with respect to their planning matters.

Family Wealth and Estate Planning

Our attorneys counsel individuals, entrepreneurs, family businesses, and families of substantial wealth regarding estate planning and wealth preservation, as well as business succession issues.

Trust and Estate Administration

We represent and counsel executors and trustees in the administration and management of complex estates and trusts, as well as fiduciary litigation and other controversies.

Tax-Exempt Organizations and Private Foundations

Our attorneys advise public charities, private foundations, and other tax-exempt organizations with respect to formation, recognition of tax-exempt status, governance, and operational matters.

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