

HOSPITALITY

OUR PRACTICE

The Hospitality Group of Rosenberg & Estis, P.C. represents domestic and foreign owners, investors, lenders, managers, developers and operators in all aspects of the hospitality business throughout the U.S., the Caribbean and Mexico. We have represented clients across the hospitality and leisure sector, including with respect to acquisition, development and management of hotels and resorts, condo-hotels, mixed use hospitality/residential projects, and restaurants, whether branded, managed by third party managers or independently owned and operated.

OUR SERVICES

Rosenberg & Estis, P.C.'s Hospitality Group handles a wide variety of legal services for our hospitality business clients in a cost-effective and timely manner. The services we provide to our hospitality clients includes the following:

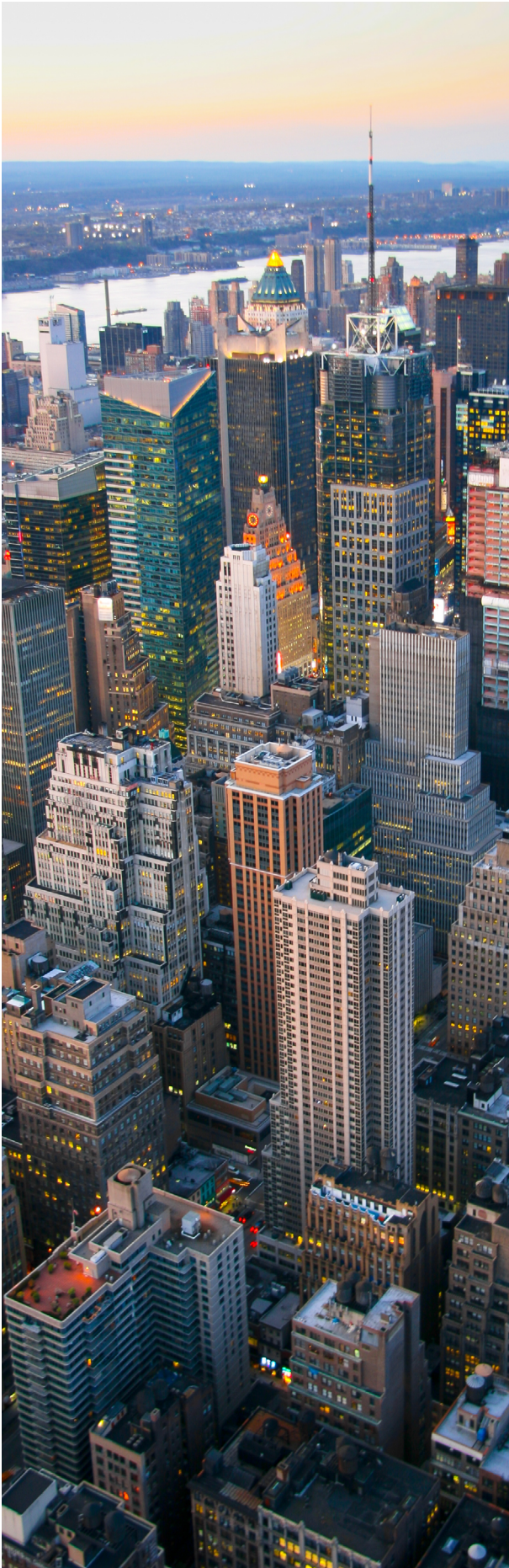
- Acquisitions and dispositions
- Debt and equity financing for purchasing, development and construction
- Joint ventures and equity structuring
- Leasing and concession arrangements
- Management, license and franchise agreements
- Food and beverage agreements
- Construction and development
- Branded residence arrangements
- Golf and tennis club management and operation
- Litigation
- Restructuring and foreclosures
- Insurance-related issues
- Procurement
- Land use, zoning and historic preservation
- Day-to-day business, corporate and operational issues





NOTABLE WORK

- Represented an internationally branded hotel management company in connection with its negotiation of hotel management and license agreements—including equity and debt investments by the company in select properties—across several US hotels.
- Represented a private foreign investor in its \$54 million purchase of an internationally branded hotel in NYC, together with structuring for the transaction and negotiations with the hotel manager and franchisor.
- Represented a China-based investor in connection with its:
 - acquisition of a corporate training center/hotel located in Rockland County, NY for \$60 million, including negotiation of new hotel management agreement on behalf of purchaser and negotiation of one year leaseback of portion of the property to seller by purchaser; and
 - acquisition of a resort/hotel property situated on 570 acres in the New York Hudson Valley region for \$13.8 million for use by purchaser as a corporate training center.
- Represented a U.S. based family office over a nine-year period in connection with its:
 - Initial 90% joint venture investment in an LLC that acquired a branded hotel in Boca Raton, Florida;
 - Buy-out of the minority partners' interests in the hotel joint venture;
 - Refinancing the first mortgage loan on the property in the amount of \$35 million;
 - Negotiation of a new hotel management agreement between the hotel owner and a third-party hotel operator; and
 - Sale of the hotel to a third-party purchaser for a purchase price of \$50.5 million and negotiation with the branded hotel franchisor in connection with the sale.
- Represented hotel developer/owner of a resort property located in Mexico in connection with its negotiation of suite of resort, golf and residences management, operating and branding agreements with an international luxury brand hotel company.



- Represented a foreign family office investor on its \$16 million minority interest joint venture investment with an international hotel operating company and U.S. based owner in the purchaser of two boutique hotels and two office buildings all adjacently located in Beverly Hills, CA for ultimate redevelopment of a mixed-use hospitality, residential and office property.
- Represented a Middle Eastern institutional investor in connection with its joint venture common and preferred equity investment in a US\$400 million branded hotel and residential condominium project in the United States.
- Represented the former owner of the SLS Las Vegas Hotel and Casino (n/k/a the Sahara Las Vegas) in connection with its restructuring and eventual sale of the property to the Meruelo Group, and its negotiations with its branded hotel manager.
- Represented Revel AC, Inc., a resort, hotel and casino in Atlantic City, N.J. (n/k/a the Ocean Casino Resort), in connection with certain restaurant and club leasing arrangements, and real estate matters related to its chapter 11 proceeding including the proposed and ultimate sale of the property.
- Represented a leading global private investment firm in a discounted payoff and sale of a historic Manhattan luxury hotel.
- Represented a leading global private investment firm in connection with \$60 million mortgage financing secured by a Midtown Manhattan hotel.
- Represented a private lender in connection with \$121,168,000 construction financing secured by hotel in West Hollywood, California.
- Represented a leading global private investment firm in connection with \$18.5 million mortgage financing secured by a boutique hotel in the Catskills Region of New York.
- Represented a leading global private investment firm in connection with \$48 million mortgage financing secured by a Midtown Manhattan hotel.
- International general representation of a client with respect to a historic Manhattan Hotel New York .
- Represented a leading global private investment firm with respect to a Luxury Hotel in Century City, California.
- Represented the lender (an international family office) in providing (i) \$40.6 million in acquisition financing to enable the borrower's purchase of the hotel, and (ii) \$23.4 million in construction financing for renovations to the property.



- Representation of a leading global private investment firm in connection with its (i) acquisition of the \$35 million Senior Mortgage Loan B Note, (ii) workout of the Senior Mortgage Loan, \$53 million Senior Mezzanine Loan and \$48 million Junior Mezzanine Loan each held by the client and (iii) asset management takeover by the client.
- Represented a leading global private investment firm in connection with their acquisition and repositioning of a Luxury Hotel in Palm Beach, Florida.
- Represented a leading global private investment firm in connection with their acquisition, financing and repositioning of a Luxury Hotel in Miami, Florida.
- Served as lead counsel representing a client in connection with its \$50 million equity investment in a south Florida luxury hotel.
- Served as lead counsel representing the lender in a \$721 million construction mezzanine loan for a mixed-use (retail/hotel/condominium) project in Los Angeles, California.
- Served as lead counsel representing the lender in the purchase of a \$132 million mortgage loan with respect to a south Florida luxury hotel.
- Served as lead counsel representing the buyer of a \$412.5 million note for a hotel/casino project in Las Vegas, Nevada.
- Served as lead counsel representing the buyer of a \$100 million note for a mixed use (hotel/condominium/retail) project in Chicago, Illinois.
- Served as lead counsel representing the buyer of a \$26 million note for a hotel/casino project in Las Vegas, Nevada.
- Served as lead counsel to a restaurant tenant in connection with its lease of its flagship New York City restaurant in NoHo.
- Served as lead counsel representing the developer in a \$63.2 million construction/bridge financing for a mixed-use (hotel/office/retail/entertainment) project in Jupiter, Florida.