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FIRM PROFILE

Garfunkel Wild, P.C. (GW) was founded thirty years ago with a single purpose in mind — to attend to the unique business and legal needs of clients in the health care industry. Although today no other law firm in the tri-state region represents as large and diverse a group of clients in the health care industry, GW has grown to meet the demands and challenges facing our numerous clients in other industries.

To better serve our clients across the many industries we serve, GW expanded beyond New York State in 2000 and opened an office in New Jersey and in 2007, opened an office in Connecticut. However, to serve our broad client base, we have not simply become a larger law firm, we have also added new practice groups and individual attorneys to expand and complement GW's broad area of practice.

Today, GW is well situated to meet the legal and business needs of our clients in complex transactions such as mergers and acquisitions, public and private financing, construction, high-tech equipment acquisition and financing, significant federal and state litigation, environmental, creditors' rights and sophisticated estate planning. In addition, we are able to efficiently serve small businesses and individual clients in a full range of areas such as contracts, commercial transactions, real estate, environmental, creditors' rights, litigation, wills and estate administration.

We have maintained our preeminence by working hard to adapt to our client's needs in an ever-changing business, regulatory and competitive environment. Our clients receive counsel that is, first and foremost, legally correct, pragmatic and cost effective. GW instills this work ethic in all our attorneys. We provide the highest level of personal service to our clients regardless of the size of the client or the size of the matter.

THE FIRM'S PRACTICE GROUPS

The Firm is organized into practice groups rather than rigid departments. We believe our practice groups help us meet two goals. First, our attorneys are able to maintain a broader range of skills by participating in more than one practice group. Second, staffing by practice groups provides a more flexible approach in meeting our clients' legal and business needs. The following is an overview of the Firm's principle areas of practice.

HEALTH CARE PRACTICE GROUP

GW's Health Care Practice Group provides advice on general commercial matters (including contracts, mergers, acquisitions, consolidations, corporate reorganizations, joint ventures, alternative delivery systems, home health care, tax matters, real estate and corporate matters) and regulatory matters (such as governmental regulation, managed care, antitrust, practice plan arrangements, medical staff relations and third party reimbursement). The Health Care Practice Group focuses on the business of the health care industry. Given the continuing changes in the regulatory environment and the challenges facing our clients in an increasingly competitive environment, GW is highly qualified to advise our clients in all aspects of health-related legal matters, including the following representative areas:

- Federal and State law regulatory compliance
- Mergers and acquisitions
- In addition to the usual buying and selling of entities and properties, we have advised most of the major health care systems in the Metropolitan Area concerning their formation and the adding or spinning off of hospitals, nursing homes and other entities, businesses and providers
- Business structuring - corporations, limited liability companies, partnerships, etc.
- Managed care and other third-party payor contracting and dispute resolution
- GW has negotiated major fee-for-service and risk agreements for health care systems, community hospitals, IPAs, multi-specialty groups and other providers with major managed care providers, including Empire Blue Cross Blue Shield, Aetna, United Healthcare, Oxford Health Plans, Horizon Blue Cross Blue Shield, CIGNA and other managed care organizations
- GW has negotiated a Statewide settlement for providers with an HMO that was on the verge of bankruptcy
- GW has assisted in the formation and regulatory compliance of IPAs and related managed care contracting entities
- Strategic planning
- Medicare and Medicaid compliance, audit and reimbursement appeals
- Certificate of need, licensing, accreditation and certification
- Medical Staff, faculty practice plan and physician contracting
- Antitrust advice

MEMBERS OF THE HEALTH CARE PRACTICE GROUP:

Fredrick I. Miller *(Chair)*
Jeffry Adest
Lara Jean Ancona
Steven R. Antico
Greg E. Bloom
Andrew E. Blustein
Jeffrey S. Brown
Steven J. Chananie
Wendy A. Chow
Zachary B. Cohen
Matthew J. Colford
Judith A. Eisen
Jacqueline H. Finnegan
Lauren D. Goldberg
Stacey L. Gulick
Stuart M. Hochron, M.D.
Peter M. Hoffman
Tracy D. Hubbell
Kimberly Kempton-Serra
Jay C. Klear
Stacey P. Klein
Barbara D. Knothe
Eve Green Koopersmith
John P. Kraljic
Lourdes M. Martinez
Patrick J. Monahan II
Alan H. Perzley
Gregg D. Reisman
Stephanie N. Matos
Leonard M. Rosenberg
Molly M. Rush
Michael D. Saily
Alexander C. Santee
Robert E. Schiller
Debra A. Silverman
Gregory R. Smith
Lacey E. Tucker
Christina Van Vort
Robert Andrew Wild
Hayden S. Wool
David E. Zabell

HIPAA COMPLIANCE PRACTICE GROUP

The Administrative Simplification provisions of The Federal Health Insurance Portability and Accountability Act of 1996 ("HIPAA") and the HITECH Act of the American Recovery and Reinvestment Act require extensive efforts on the part of health care providers, health plans, health care clearinghouses and business associates in order to comply. GW has developed an extensive understanding of HIPAA and HITECH and has the experience and practical knowledge necessary to assist its clients in relation to this evolving and complex area of law and regulation.

The HIPAA Practice Group provides the following HIPAA compliance implementation services:

- A legal compliance analysis of client business practices, records, and documents
- Assistance with the appointment of privacy/security officers, task forces and committees
- Assistance with establishment of standards and procedures to achieve compliance and detect and address violations
- A comprehensive Compliance Manual
- Development of educational programs and training methods to communicate client compliance standards to staff members
- Assistance in developing ongoing programs for monitoring and reviewing activities to ensure ongoing compliance with HIPAA
- Data breach mitigation
- Assisting clients with responses to government audits and investigation of privacy and security breaches

MEMBERS OF THE HIPAA COMPLIANCE GROUP:

Andrew E. Blustein *(Co-Chair)*
Judith A. Eisen *(Co-Chair)*
Jeffry Adest
Lara Jean Ancona
Jeffrey S. Brown
Steven J. Chananie
Stacey L. Gulick
Peter M. Hoffman
Barbara D. Knothe
Lourdes M. Martinez
Gregg D. Reisman
Debra A. Silverman
Christina Van Vort

HEALTH CARE INFORMATION AND TECHNOLOGY PRACTICE GROUP

GW's Health Care Information and Technology Practice Group is a leader in providing legal services to health care institutions, professionals, regional health information organizations (RHIOs)/ health information exchanges (HIEs), and other organizations regarding the laws and regulations affecting health care technology, including:

- Privacy and security concerns relating to the electronic sharing of health information among health care providers
- Compliance with Federal and State laws and regulations applicable to health information technology
- Reimbursement and grant opportunities, including Federal and State programs under the ARRA and other laws
- Developing policies for clients on the use of technology
- RHIO/HIE development, including the preparation of necessary policies, consents and contracts
- Policies development of health care providers regarding the use of health information technology and electronic health records
- Data breach mitigation
- Assisting clients with responses to government audits and investigation of privacy and security breaches

This Practice Group also provides clients with assistance in the following areas:

- Hardware and software system acquisitions
- Meaningful use and incentive funding requirements applicable to electronic health records
- Software development arrangements
- Website developing and co-branding
- Contracts between software/hardware manufacturers and authorized resellers
- License agreements for trademark and other intellectual property licenses
- Strategic alliances between hardware/software vendors and customers
- Consulting agreements
- Financing
- Litigation and dispute resolution including technology acquisitions, licensing and design matters

MEMBERS OF THE HEALTH CARE INFORMATION AND TECHNOLOGY PRACTICE GROUP:

Andrew E. Blustein *(Chair)*	Michael J. Keane	Gregg D. Reisman
Lara Jean Ancona	Jay C. Klear	Michael D. Saily
Stacey L. Gulick	Barbara D. Knothe	Christina Van Vort

BUSINESS PRACTICE GROUP

GW's Business Practice Group provides advice on general commercial matters (including contracts, mergers, acquisitions, consolidations, corporate reorganizations, joint ventures, tax matters, real estate and corporate matters). In addition to the Firm's general corporate clients, the Business Practice Group advises our non-institutional health care clients (e.g., P.C.s, PLLCs, individual practitioners, etc.) in connection with general commercial, litigation and regulatory matters. The Business Practice Group advises our clients in the following representative areas:

- Mergers and acquisitions
- Business structuring - corporations, limited liability companies, partnerships, etc.
- Strategic planning
- Business and tax planning
- Practice mergers, sales and acquisitions
- Employment and equity ownership agreements for corporations, partnerships, limited liability companies, etc.
- Management service organizations
- Fringe benefit plans
- Network development
- Pensions and profit sharing plans

MEMBERS OF THE BUSINESS PRACTICE GROUP:

Greg E. Bloom *(Chair)*	Barbara D. Knothe	Michael D. Saily
Jeffry Adest	John P. Kraljic	Alexander C. Santee
Steven R. Antico	Doris L. Martin	Andrew J. Schulson
David J. Biehl	Stephanie N. Matos	Debra A. Silverman
Andrew E. Blustein	Fredrick I. Miller	Christina Van Vort
Judith A. Eisen	Alan H. Perzley	Burton S. Weston
Kimberly Kempton-Serra	Gregg D. Reisman	Robert Andrew Wild
Jay C. Klear	Molly M. Rush	Hayden S. Wool

LITIGATION AND ARBITRATION PRACTICE GROUP

GW's Litigation and Arbitration Practice Group advises clients on all aspects of federal and state trial and appellate matters, arbitrations and administrative agency matters in the following representative areas of dispute resolution:

- General commercial and corporate
- Antitrust
- Civil rights and discrimination
- Break-up/dissolution of business entities, practice groups, including valuation and restrictive covenants
- Employment law
  - Wrongful discharge
  - Sexual harassment
  - Family Leave Act
  - Age, sex, race and national origin discrimination
  - Title VII
  - Americans with Disabilities Act
- Environmental
- Professional licensing
  - Department of Health (Office of Professional Medical Conduct)
  - State Education Department (Office of Professional Discipline)
  - CMS
  - IPRO
- Medical staff, credentialing and peer review
- Third party reimbursement and audits
  - IPRO
  - Medicaid
  - Provider Reimbursement Review Board
  - Managed Care Provider disputes
- ACGME accreditation
- Patient rights, including guardianship proceedings
- Discharge planning and Elder Law

MEMBERS OF THE LITIGATION AND ARBITRATION PRACTICE GROUP:

Leonard M. Rosenberg *(Co-Chair)*
Michael J. Keane *(Co-Chair)*
Roy W. Breitenbach *(Co-Chair)*
Suzanne Avena
John Becker
Jeffrey S. Brown
Shannon Carroll
Wilhelmina A. de Harder
Robert A. Del Giorno
Kevin G. Donoghue
Steven D. Gorelick
Theresa A. Harris
Jason Y. Hsi
Eve Green Koopersmith
Lauren M. Levine
John G. Martin
Patrick J. Monahan II
Marianne Monroy
Salvatore Puccio
Courtney A. Rogers
Matthew M. Shatzkes
Dayna B. Tann
Colleen Tarpey
Justin M. Vogel
Alicia M. Wilson
Andrew L. Zwerling

APPELLATE LITIGATION PRACTICE GROUP

GW's Appellate Practice Group is a reflection of the recognition that appellate practice has evolved into a specific area of law. Appellate practice differs greatly from trial practice, in terms of tactics, procedures, and the skills and knowledge that are required to maximize a client's chance to prevail in litigation. Appellate practice professionals are critical, because the result at the trial level does not signify the end of litigation. A hard-fought victory can be lost on appeal; conversely, a stinging defeat in the lower court can be reversed through a successful appeal.

The Appellate Practice Group's is spearheaded by Chairpersons Andrew L. Zwerling and Leonard M. Rosenberg. Mr. Zwerling successfully briefed and argued the case of Portuondo v. Agard before the United States Supreme Court and has handled hundreds of appeals before New York's appellate courts, both State and Federal. Mr. Rosenberg, who joined GW in 1985 and is also the Chairperson of GW's Litigation and Arbitration Group, similarly has extensive appellate litigation experience in both the State and Federal Courts. He is also the editor of "In The New York State Courts," a summary of recent court decisions in health care law.

The Appellate Practice Group consists of attorneys who were handpicked based on their breadth of experience as appellate litigators. The other members of GW's Appellate Practice Group are the following veteran appellate litigators: Steven J. Chananie, the former Chief of the Appeals Bureau of the Queens County District Attorney's Office and former Chief Appellate Counsel to the Organized Crime Task Force; Michael J. Keane; and Roy W. Breitenbach. The attorneys in GW's Appellate Practice Group have decades of experience as appellate litigators, in state and federal courts, including the United States Supreme Court, and in both New York and New Jersey.

GW's Appellate Practice Group has experience handling appeals covering a wide range of subject areas, including the following:

- Break-Up/Dissolution Of Business Entities, Practice Groups, Including Valuation And Restrictive Covenants
- Criminal Law, Civil Rights and Discrimination
- Commercial Law
- Discharge Planning, Patient Rights and Elder Law
- Employment Law
- Health Care
- Insurance Law
- Medical Malpractice
- Professional Licensing
- Real Estate
- Tort Law

The Appellate Practice Group also performs a wide array of services.

- Appellate Work – We assume full responsibility for all aspects of an appeal, including the crucial initial filings, appellate motion practice, preparing the record, writing the briefs and conducting oral argument before the appellate court.

- Consultants to trial counsel – Our attorneys assist trial attorneys in preparing motions to dismiss, summary judgment motions and other substantive motions. They also consult with trial counsel to ensure that dispositive issues are preserved for appellate review. They also prepare memoranda necessary to resolve complex evidentiary and discovery issues.
- Post-verdict motions – Certain issues must be advanced following a verdict in order for a party to assert them on appeal, and post-verdict motions provide that opportunity. We assist clients at this crucial phase of proceedings.
- Appeal Assessment – The determination of whether or not to pursue an appeal is a crucial one. An appeal may be pursued in order to rectify a patently erroneous result in the lower court and to win a case outright. Pursuing an appeal, even one fraught with difficulties, may have the effect of gaining leverage in settlement discussions. Also, an appeal may be warranted to prevent the sweeping and widespread impact on an entire industry of an erroneous legal ruling in a single case. Our attorneys assist in making this critical evaluation.
- Amicus curiae – Our attorneys have prepared "friend of the court" briefs on behalf of our clients, in order to influence decisions involving issues of industry-wide significance.

MEMBERS OF THE APPELLATE LITIGATION PRACTICE GROUP:

Leonard M. Rosenberg *(Co-Chair)*	Steven J. Chananie	John G. Martin
Andrew L. Zwerling *(Co-Chair)*	Michael J. Keane	Courtney A. Rogers
Roy W. Breitenbach		

COMPLIANCE AND WHITE COLLAR DEFENSE PRACTICE GROUP

GW was one of the first law firms to recognize the importance of creating a Compliance and White Collar Defense Practice Group. This practice group focuses on the unique regulatory and business concerns of the health care industry. We advise our clients on compliance-related matters, including the formulation of client-specific compliance programs. The Compliance and White Collar Defense Practice Group represents hospitals, nursing homes, certified and licensed home health agencies, physician practices, clinical laboratories, billing companies and others. We represent clients in connection with Federal (Office of the Inspector General), State (Attorney General and the Department of Health), criminal, civil and administrative investigations, audits and prosecutions. Many of our attorneys in this Practice Group are former government prosecutors or criminal defense attorneys.

The Compliance and White Collar Defense Practice Group advises our clients in the following representative areas:

- The development, implementation and supervision of corporate compliance programs in accordance with the Federal Sentencing Guidelines and the model programs published by the Office of the Inspector General (OIG) of the US Department of Health and Human Services.
- Conflict of interest
- Legal audits of affiliation, managed care and all other agreements, including "Stark," Fraud and Abuse, private inurement and antitrust issues
- CPT and chargemaster analysis
- Medicare and Medicaid billing, False Claims and Civil Monetary Penalties
- Procurement, sole source and bidding
- Compliance training
- "White collar" defense under Federal and State law, including audits, investigations and other "health care fraud" matters

MEMBERS OF THE COMPLIANCE ND WHITE COLLAR DEFENSE PRACTICE GROUP:

Steven J. Chananie *(Chair)*
Suzanne M. Avena
Andrew E. Blustein
Wendy A. Chow
Robert A. Del Giorno
Judith A. Eisen
Jacqueline H. Finnegan
Stacey L. Gulick
Peter M. Hoffman
Stacey P. Klein
Eve Green Koopersmith
John G. Martin
Lourdes M. Martinez
Fredrick I. Miller
Patrick J. Monahan II
Gregory R. Smith
Robert Andrew Wild
Hayden S. Wool
Andrew L. Zwerling

ENVIRONMENTAL PRACTICE GROUP

GW's Environmental Practice Group provides advice in all areas of environmental law and regulatory compliance, as well as environmental real estate matters.

The Environmental Practice Group advises our clients in the following representative areas:

- Assisting clients in self-audits to comply with governmental programs
- Negotiating with regulatory agencies to mitigate violations
- Representing clients in environmental disputes
- Designing Environmental Management Systems and drafting standard operating procedures
- Counseling on compliance issues relating to asbestos, lead-paint, storage tanks, regulated waste, nuclear medicine issues and indoor air issues such as mold
- Conducting environmental due diligence for corporate and real estate transactions
- Structuring contaminated (Brownfield) property transactions by negotiating cleanup agreements with federal and state agencies, overseeing remediation consultants, drafting related contracts and agreements
- Negotiating and drafting land use restrictions and covenants
- Counseling on the adequacy and use of environmental insurance for transactions and forging deal-specific environmental insurance policies

MEMBERS OF THE ENVIRONMENTAL PRACTICE GROUP:

Suzanne M. Avena *(Chair)*
Andrew E. Blustein
Roy W. Breitenbach
Judith A. Eisen
Stacey L. Gulick
Alan H. Perzley
Afsheen A. Shah
Colleen M. Tarpey
Alicia M. Wilson

FINANCE AND REAL ESTATE PRACTICE GROUP

GW's Finance and Real Estate Practice Group provides advice on acquisition and financing of capital assets, including real property, equipment and major capital improvements. The Firm is involved in all aspects of tax exempt and taxable financing for corporate clients. GW has participated in the issuance of more than $5 billion of tax exempt bonds and tax exempt leases through various governmental and commercial lenders. The Finance and Real Estate Practice Group also advises on all phases of commercial and residential real estate, including sale, exchange, purchase, development, construction financing and refinancing, leasing, syndication and local and federal regulation.

The Finance and Real Estate Practice Group advises our clients in the following representative areas:

- Borrower's representative before DASNY, MCFFA, HUD, IDAs and other governmental non-taxable issuers and before traditional commercial lenders
- Architect (design) and construction contracts
- Tax and disclosure matters
- Equipment acquisition and leasing, with both tax-exempt and traditional equipment lessors
- Purchase, financing and construction of medical, mixed-use and other properties, with a special emphasis on the unique needs of tax-exempt purchasers and borrowers.
- Lease and construction, including medical offices, ambulatory surgery centers, diagnostic and therapeutic radiology facilities, cancer centers, diagnostic and treatment centers and nursing homes, assisted living facilities
- General real estate and leasing
- Construction and renovation of commercial and residential properties
- Real property tax matters, including exemptions, abatements and incentives for both tax-exempt and taxable owners
- Environmental matters, including testing and remediation projects

MEMBERS OF THE FINANCE AND REAL ESTATE PRACTICE GROUP:

Judith A. Eisen *(Chair)*
David J. Biehl *(Co-Chair, Real Estate)*
Andrew J. Schulson *(Co-Chair, Finance)*
Steven R. Antico
Suzanne M. Avena
B. Scott Higgins
Barbara D. Knothe
Robert B. Koonin
Sean P. Leyden
Doris L. Martin
Alan H. Perzley
Karen L. Rodgers
Afsheen A. Shah
Christina Van Vort
Burton S. Weston

PERSONAL SERVICES AND ESTATE PLANNING PRACTICE GROUP

GW's Personal Services and Estate Planning Practice Group advises our clients in the preparation of wills and trust instruments, as well as in estate administration and probate, gift planning and implementation in the preservation of family businesses and assets upon death, and related tax matters. We also handled estates and trusts litigation, including will contests, contested administration proceedings, kinship hearings, will constructions, and accountings. We advise our institutional clients on significant gifts and the structuring of such gifts.

The Personal Services and Estate Planning Practice Group advises our clients in the following representative areas:

- Estate planning, including the preparation of wills, and revocable and irrevocable trusts
- Living trusts
- Proper asset structuring to take advantage of tax saving opportunities
- Retirement plans, distributions calculations and beneficiary designations
- Family limited partnerships
- Preservation of family assets through generational planning ("generation-skipping")
- Qualified personal residence trusts
- Gift planning techniques
- Practice and business succession issues
- Charitable giving techniques, including charitable trusts and creation of private foundations
- Advanced tax planning
- Planning with highly appreciated assets
- Insurance analysis and utilization and insurance trusts
- Offshore trusts

MEMBERS OF THE PERSONAL SERVICES AND ESTATE PLANNING PRACTICE GROUP:

Doris L. Martin *(Chair)*	Roy W. Breitenbach	Colleen M. Tarpey
	Michelle Lewis Salzman	Madelin T. Zwerling

DISCHARGE PLANNING, PATIENT RIGHTS AND ELDER LAW PRACTICE GROUP

GW's Discharge Planning, Patient Rights and Elder Law Practice Group provides advice on a variety of patient's rights issues related to treatment and the safe and appropriate discharge of patients from a hospital, nursing home or home health care setting. The Discharge Planning, Patient Rights and Elder Law Practice Group also advises health care providers and individuals concerning issues of Medicare and Medicaid planning and reimbursement.

The Discharge Planning, Patient Rights and Elder Law Practice Group advises our clients in the following representative areas:

- All issues pertaining to patient rights in hospitals, nursing homes and home health care settings
- DNR, Health Care Proxy and issues concerning the withdrawal and/or withholding of life-sustaining treatment
- Issues concerning behavioral health units, including admission, retention, treatment over objection and assisted outpatient treatment
- Guardianship proceedings for healthcare providers and individuals under Article 81 and Article 17A
- Confidentiality and disclosure of medical records, including specially protected records relating to such HIV testing and treatment, substance/alcohol abuse and mental health treatment
- Nursing home resident rights and discharge/transfer issues
- Incident reporting
- Medicaid planning and the filing of Medicaid applications

MEMBERS OF THE DISCHARGE PLANNING, PATIENT RIGHTS AND ELDER LAW PRACTICE GROUP:

Eve Koopersmith *(Co-Chair)*
Doris L. Martin *(Co-Chair)*
Michelle Lewis Salzman
Patrick J. Monahan II

INSURANCE REGULATORY PRACTICE GROUP

The Insurance Regulatory Practice Group provides on-going counsel to insurance-related companies, such as preferred provider organizations, independent practice associations, indemnity insurance companies and health maintenance organizations. The Insurance Regulatory Practice Group has developed a considerable range of skills in working with insurance regulators on a national basis to find novel and pragmatic solutions to regulatory issues. In addition, the Insurance Regulatory Practice Group has represented clients in transactional acquisitions in the insurance industry.

MEMBERS OF THE INSURANCE REGULATORY PRACTICE GROUP:

Andrew E. Blustein *(Chair)*
Lara Jean Ancona
Jeffrey S. Brown
Fredrick I. Miller
Gregg D. Reisman
Debra A. Silverman
Christina Van Vort

TAX PRACTICE GROUP

GW's Tax Practice Group plays an integral role in the structuring, negotiating and implementation of many different forms of business and not for profit transactions, combinations and financings. The Practice Group advises on various aspects of Federal and State taxation, including tax planning, tax exemption and representation before the Internal Revenue Service. Given the large number of institutional health care providers that we represent, we also advise Boards of Trustees on executive compensation and benefits in order to assure compliance with IRS guidelines, such as Intermediate Sanctions and similar requirements. Of course, we also prepare executive employment agreements in conformance with these regulatory requirements.

MEMBERS OF THE TAX PRACTICE GROUP:

Doris L. Martin *(Chair)*
Steven R. Antico
David J. Biehl
Greg E. Bloom
Fredrick I. Miller
Michelle Lewis Salzman
Robert Andrew Wild

CORPORATE REORGANIZATION AND BANKRUPTCY

GW's Corporate Reorganization and Bankruptcy Group provides advice on corporate reorganizations under federal bankruptcy laws, business workouts, debt-restructurings, acquisition of troubled companies and assets out of bankruptcy, claims trading, debtor-in-possession lending, enforcement of creditors' rights generally, and asset protection and debtors' rights.

The Group's lawyers have broad experience in representing sizeable businesses in manufacturing, service, high technology, and retail sectors in restructuring their affairs either informally or in the context of Chapter 11 of the Bankruptcy Code, and have represented numerous creditors' committees, individual creditors and creditor constituencies in many complex and highly visible Chapter 11 cases. The Group also provides advice on all phases of stock and asset acquisitions of financially distressed companies, of lending to troubled companies and the general conduct of business with Chapter 11 debtor entities.

The Corporate Reorganization and Bankruptcy Group advises our clients in the following representative areas:

- Preparation and prosecution of Chapter 11 cases for corporate debtors
- Representation of creditors' committees, creditor constituencies and individual creditors in reorganization cases
- Asset acquisitions
- Development of competing plans of reorganization for potential acquirors of distressed entities
- Claims trading
- Debtor-in-possession financing
- Defense of preference and fraudulent conveyance actions
- General business practices with debtors-in-possession and troubled companies
- Representation landlords to Chapter 11 debtors
- Creditor enforcement rights
- Exempt property and asset protection issues
- Shareholder rights
- Involuntary bankruptcies

MEMBERS OF THE CORPORATE REORGANIZATION & BANKRUPTCY GROUP:

Burton S. Weston *(Chair)*	Michael J. Keane	Afsheen A. Shah
Greg E. Bloom	John P. Kraljic	Robert Andrew Wild

OUR ATTORNEYS

PARTNERS

***Jeffry Adest** is a graduate of Yeshiva University (B.S., 1992) and New York University School of Law (J.D., 1995). Mr. Adest is admitted to the bars of the states of New York and New Jersey. He is a member of the New York State Bar Association, New Jersey State Bar Association and the American Health Lawyers Association. Prior to joining the Firm, Mr. Adest practiced health care and commercial litigation at the law firm of Kalkines, Arky, Zall & Bernstein, LLP. Mr. Adest has extensive experience in the areas of health care and corporate law, representing health care providers and other corporate entities.*

***Lara Jean Ancona** is a graduate of Union College (B.A., Phi Beta Kappa, Magna Cum Laude, 1990) and New York University Stern School of Business (M.S. 1991) and practiced in the German tax department of KPMG, LLP., prior to attending Fordham University School of Law (J.D., Order of the Coif, 1999). Prior to joining the Firm, Ms. Ancona practiced in corporate law at the law firm of Paul, Hastings, Janofsky & Walker, LLP. Ms. Ancona's practice is primarily in the area of health care law.*

***Steven R. Antico** is a graduate of St. John's University (B.S., 1986), New York Law School (J.D., 1993) and Villanova University (Masters of Laws in Taxation, 1998). Mr. Antico is admitted to the bars of the states of New Jersey and New York. He is also a member of the tax sections of the New Jersey State Bar Association and the New York State Bar Association, as well as the American Bar Association. He lectures and writes articles on corporate, taxation and health law issues, including a recent article published in the New Jersey Law Journal. Mr. Antico served as a Captain in the United States Marine Corps from 1986 to 1990. Prior to joining the Firm, Mr. Antico practiced in mergers, acquisitions, commercial transactions, credit facilities, joint ventures and contract negotiations at the law firm of Cole, Schotz, Meisel, Forman & Leonard, P.A. He also counseled clients in health care law, regulatory matters, licensing of health facilities, business succession planning and tax controversy matters.*

***Suzanne M. Avena** is a graduate of Cornell University (B.S. 1979, cum laude) and St. John's University (J.D., 1994, Dean's List, Moot Court, Senior Bar). Ms. Avena counsels clients in all matters of environmental law and compliance, negotiating with regulatory agencies to mitigate violations and representing clients in cost recovery and third party environmental disputes. Ms. Avena has extensive experience in structuring contaminated (Brownfield) property transactions, including negotiating cleanup agreements with federal and state government, working with consultants and contractors to oversee remediation projects, drafting related contracts and forging deal-specific environmental insurance policies. She is a member of the Real Estate and Environmental Law sections of the New York State Bar Association and past Co-Chair of the Environmental Insurance Committee, as well as an active member of the Environmental Committee of the Nassau and Suffolk Bar Associations. She lectures and writes frequently on topics of environmental law.*

***David J. Biehl** is a graduate of the State University of New York at Albany (B.A., cum laude, 1984) and the Benjamin N. Cardozo School of Law (J.D., 1987), where he was a Member of the Cardozo Law Review. He is a member of the New York State Bar Association and the Association of the Bar of the City of New York. Mr. Biehl's practice focuses on areas of corporate and real estate law.*

Greg E. Bloom *is a graduate of the State University of New York at Albany (B.S., cum laude, 1986) and Fordham University School of Law (J.D., 1990), where he was a Member of the Urban Law Journal. Prior to joining the Firm, Mr. Bloom practiced in corporate and securities law at the law firm of Kelley Drye & Warren. He is a certified public accountant and a member of the New York State Bar Association. Mr. Bloom's practice focuses on the representation of hospitals and other health care providers.*

Andrew E. Blustein *is a graduate of Vassar College (A.B., Phi Beta Kappa, cum laude, 1987) and Benjamin N. Cardozo School of Law (J.D., magna cum laude, 1990). Mr. Blustein's practice focuses on the representation of hospitals, physicians and other health care providers and has a specialty in managed care, technology issues and computer acquisitions. In addition, Mr. Blustein has substantial experience in providing guidance to managed care and insurance companies.*

Roy W. Breitenbach *is a graduate of St. John's University (B.A., summa cum laude, 1988) and St. John's University School of Law (J.D., cum laude, 1991), where he served as a contributing author and Notes and Comments Editor of the St. John's Law Review. Prior to joining the Firm, Mr. Breitenbach was a litigation associate in the areas of antitrust and health care law at the law firm of Kelley Drye & Warren. Mr. Breitenbach has extensive experience in the area of federal and state civil litigation, representation of for-profit and not-for-profit entities involved in commercial, financial real property, or environmental disputes, physicians and other professionals involved in professional practice governance and breakup disputes, employers and public accommodations in employment or disability discrimination disputes, and health care providers in reimbursement disputes with third-party payors, including the Medicare and Medicaid program. He is a member of the firm's Litigation and Arbitration Practice Group, which represents clients involved in disputes before courts, administrative and regulatory agencies, and alternative dispute resolution panels. He is also a member of the firm's Environmental Practice Group, which provides advice in all areas of environmental law and regulatory compliance, as well as environmental real estate matters.*

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John G. Martin *is a graduate of the University of Arizona (B.A., Honors Degree 1981), and St. John's University School of Law (J.D., 1984). Prior to joining the firm, Mr. Martin served as an Assistant District Attorney (1981-2003) and Deputy Bureau Chief (1995-2003) in the New York County District Attorney's Office, and as an Assistant United States Attorney in the Eastern District of New York (2003-2008). Mr. Martin has extensive experience in white collar criminal defense and civil litigation in state and federal courts, and he counsels clients in matters involving criminal and quasi-criminal investigations conducted by state and federal law enforcement agencies.*

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Leonard M. Rosenberg *is a graduate of Cornell University (B.S., 1976) and Boston University School of Law (J.D., 1979). Mr. Rosenberg is a member of the American Bar Association (Committees on Litigation, Employment Law, Health Care Law and Antitrust), the New York State and Nassau County Bar Associations, and the American Health Lawyers Association. Mr. Rosenberg's practice focuses on federal and state court trial and appellate work.*

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