

VIRGINIA M. EDWARDS

Partner, Roseland and New York Offices

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Ms. Edwards has extensive experience in handling complex commercial transactions from inception to closure. Her broad experience and knowledge of her field provides the insight and expertise required to advise regarding the structure of transactions involving multiple parties with disparate interests and to devise creative and novel methods of achieving her client's desired result.

Ms. Edwards is skilled in drafting and negotiating the documentation required in connection with workouts, including restructuring of corporate and project debt, the merger, restatement, or unwinding of complex business relationships, divestiture of corporate interests and sale of corporate assets. In addition, she has substantial experience in the acquisition, development, financing, leasing and sale of mixed-use and multi-owner real estate projects, including joint venture agreements pertaining to interests therein, layered leasing and financing arrangements, reciprocal easement agreements and construction documents.

Her areas of concentration also include representation of borrowers in obtaining public and private project financing, including financing under the New Jersey Environmental Infrastructure Trust/Fund Loan Program, and of developers in obtaining registration of condominium and other common interest ownership projects the New Jersey Department of Community Affairs.

Ms. Edwards has provided legal advice to numerous corporations, lenders, borrowers, investors, developers, owners, and tenants including Rahway Valley Sewerage Authority, ABB, Allied Partners, Bally Gaming, Boston Properties, Cablevision, ProLogis, Hartz Mountain, Kimco, Trammell Crow, MoMA, MONY and Tropicana.

Professional Activities:

- Presenter, Bergen County Transactional Inn, "Financing Documents" (2007).

Representative Experience

- Representation of international gaming corporation in restructuring its total corporate debt, mortgaging of its facilities, licensing its soft wear and machines, negotiating its senior executive employment contracts, and general corporate housekeeping matters;
- As bond counsel, representation of a public Authority in the issuance of sewer project notes and sewer revenue bonds to the public and to the New Jersey Environmental Infrastructure Trust of approximately \$300,000,000 in the aggregate to finance regional sewerage treatment plant;
- Representation of the underwriter in connection with the issuance of revenue bonds of a public Authority in the aggregate principal amount of \$45,000,000;
- Representation of the facility owner in obtaining a standby letter of credit to support repayment of the NJEDA Variable Rate Demand Economic Development Revenue Bonds;
- Representation of large regional developer/owner in financing and leasing its mixed use projects and in preparing complex reciprocal easement and partnership agreements;
- Representation of national developer/owner in preparing ground leases for its multi-lot Hudson River site to be developed for office, hotel and retail use;
- Representation of a publicly-traded REIT in the acquisition and development of a brownfield site from a public agency, including formation documents, acquisition and construction contracts, ground and operating leases, and construction financing of 525,000 sq. ft. project;
- Representation of a public company in lease of 224,000 sq. ft. facility for R&D, manufacturing and distribution of pharmaceutical products;
- Representation of the owner in the lease-up of a Manhattan building to national and international tenants for retail and office use;

*Profile continues on the next page***Practice Areas:**

Business Litigation
 Medical Malpractice Defense
 Product Liability and Tort Law
 Mass Tort and Toxic Tort Litigation
 Corporate Law and Transactions
 Health Care and Medical Practice
 Insurance Law

Admitted to Practice:

State of New Jersey
 State of New York
 United States District Court for the District
 of New Jersey
 United States District Court for the Eastern
 District of New York
 United States District Court for the
 Southern District of New York

Education:

University of Connecticut (B.A., English)
 Fordham University (J.D.)

Affiliations:

New Jersey State Bar Association
 New York State Bar Association
 Essex County Bar Association
 Bergen County Bar Association
 Bergen County Transactional Inn

ROSELAND

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JERSEY CITY

Harborside Financial Center
 2510 Plaza Five, Jersey City, NJ 07311
 Tel (201) 521-1000 Fax (201) 521-0100

NEW YORK CITY

888 Seventh Avenue, New York, NY 10106
 Tel (212) 262-2390 Fax (212) 262-3118

PHILADELPHIA

1500 Market Street, 12th floor, East Tower
 Philadelphia, PA 19102
 Tel (215) 246-3403 Fax (215) 665-5727

- Representation of the owner of an office building in a complicated multiple sublease transaction and subsequent sale of the building;
- Representation of an international company in the leasing of its 190,000 sq. ft. national headquarters office;
- Representation of land owner in sale of subdivided lots for development to commercial users;
- Representation of a private developer in obtaining registration of its 209 single family home development project with the New Jersey Department of Community Affairs (NJCA);
- Representation of condominium developer in obtaining registration of its project with NJCA;
- Representation of the successful bidder in bankruptcy court in the acquisition of a renowned entertainment facility within the prescribed 10-day period.