

PATRICK W. DENNIS

Complex or Large Transactions with Environmental Issues

Patrick W. Dennis is a partner in the Los Angeles, California office of Gibson, Dunn & Crutcher, and is a Co-Chair of the firm's Environmental Litigation and Mass Tort Practice Group. Mr. Dennis has extensive experience representing clients in complex transactions:

- ▶ Represent Lincoln Property regarding environmental matters in its successful acquisition of the commercial properties at Playa Vista in Los Angeles. The representation included participating in the bid for the work, negotiating the transaction with Playa Capital and then representing Lincoln in connection with its ongoing construction of three office buildings on the properties.
- ▶ Represent Stockbridge/Wilson Meany Partners regarding environmental matters in connection with their proposed redevelopment of the Hollywood Park Racetrack. This redevelopment will result in the construction of a master planned residential community in Inglewood, California.
- ▶ Represented one of the two contributing companies in a billion dollar plus merger of two large business units devoted to electronics manufacturing with world wide operations and manufacturing facilities. Helped to structure and negotiate the terms and conditions of the transaction regarding the allocation of environmental liabilities between the contributing entities and the newly created entity.
- ▶ Represented purchaser of hundreds of thousands of acres of Florida timberland and helped to structure and negotiate the environmental issues in connection with the transaction. Continued to represent the purchaser in subsequent sales and leases of portions of the timberland.
- ▶ Represented major aerospace company in connection with initially hostile and subsequently voluntary acquisition of major diversified manufacturing company with substantial potential asbestos liabilities. Developed evaluation format and deal structuring to address potentially substantial asbestos liabilities of acquired company. Successful acquisition resulted in successful spin off of business unit with asbestos liabilities.
- ▶ Represented major capital investor in anticipated \$400 million acquisition of former US Air Force Base in California. Evaluated the status of the environmental remediation of the base and the likely environmental risks associated with the acquisition. Evaluated the various Findings of Suitability for transfer offered by the United States Government and the indemnifications offered by same.

- ▶ Represented numerous buyers, sellers, lenders in hundreds of different transactions involving acquisitions, divestitures, and lending to, or equity participation in, businesses involving cement manufacturing; petroleum exploration and production; petroleum refining and transportation, petroleum marketing; metal coating, treating and plating; solid waste collection, transfer and recycling; mining; rail and truck transportation; utilities and power generating plants including coal fired, geothermal, solar and wind powered; water treatment; water supply; amusement parks, horse racing tracks; military base reuses and redevelopment; shipyards; and paper mills.