



One Firm WorldwideSM



HOSPITALITY PRACTICE

Jones Day's Hospitality Practice has evolved over the years to keep pace with our clients' ever-increasing demands—and rapidly multiplying business niches. We are highly experienced in providing business-focused transactional advice, particularly to hotel owners and borrowers, yet among the fastest-growing segments of our Hospitality Practice is the representation of one of the world's largest international operating companies as it expands its business around the globe. Our experience encompasses high-stakes litigation as well, with practices including not only sales-tax litigation but also more traditional litigation, labor and employment matters, and international arbitration. Our goal is to provide seamless service in a variety of disciplines on an

international level, while still handling individual matters with the care and attention of a much smaller firm.

In that sense, our practice and our Firm closely mirror the hospitality industry itself. Like the hospitality industry, we have identified the national and international markets that are key to our success, always mindful that what matters is not the client's size or scope, but our ability to see that client as an individual and to view each transaction as critical to the clients' success. This emphasis on client service has consistently won us awards from independent organizations that measure client satisfaction.



Jones Day's Hospitality Practice has evolved over the years to keep pace with our clients' ever-increasing demands—and rapidly multiplying business niches. We are highly experienced in providing business-focused transactional advice, particularly to hotel owners and borrowers, yet among the fastest-growing segments of our Hospitality Practice is the representation of one of the world's largest international operating companies as it expands its business around the globe.

RANGE OF SERVICES

Unlike the hospitality practices at some law firms, the Jones Day Hospitality Practice is not focused on a particular client, devoted to a single industry segment, or centralized in any one geographic area. We offer multidisciplinary, multifaceted service to an industry that is itself multidisciplinary and multifaceted—and operating around the clock.

As noted above, we have long focused on representing hotel owners—in the United States, the United Kingdom, continental Europe and, more recently, a number of Asian countries—with respect to transactional matters. These matters often involve parties known only to each other or others experienced in the hospitality business, but they are just as likely to involve more well-known franchisors and operating companies. However, we have been increasingly involved in a number of projects for one of the world's preeminent hotel operators and franchisors as it seeks to expand into new geographic areas. The common thread is a practical ability to achieve business objectives in a variety of geographic areas and legal practices.

Representative hospitality projects include the following:

- Acquisitions and dispositions of individual hotels (urban, airport, and resort) in one-off transactions around the world.
- Acquisitions and dispositions of portfolios of hotels in bulk auctions and competitive-bid situations.
- Mergers and acquisitions for companies that own and develop hospitality assets, including public-private company transactions, public-public transactions, and private-private transactions, as well as acquisitions by private-equity money.
- Asset and property management arrangements, including the negotiation of hotel management contracts for a variety of franchised and independent hotels, whether acquired or developed, with third-party or co-venturer managers.
- Franchise agreements, including the first straight franchise agreement entered into by a prominent hotel company in Russia.
- Acquisition, construction, conduit, and permanent loans secured by hotels for both lenders and borrowers.

- Mezzanine debt for hotel owners.
- Workouts, bankruptcies, recapitalizations, and restructurings of properties and entities.
- International dispute arbitration, including terminations between owners and franchisors.
- Construction and development contracting.
- Labor and employment advice on behalf of management, covering negotiations with unions, strategies for handling union organizing, employee terminations, and preparation of employee handbooks and affirmative action plans.

To service these disparate needs, members of Jones Day's Hospitality Practice include lawyers experienced in a variety of practices: real estate investment, real estate capital markets, tax, mergers and acquisitions, labor and employment, construction, corporate, finance, litigation, and international arbitration. These lawyers assist a broad range of local, regional, national, and international clients, including investors, owners, underwriters, developers, lenders, and other companies, in structuring efficient investments.

ADVANTAGES TO CLIENTS

The structure and scope of Jones Day's Hospitality Practice offer significant advantages to our clients. Among these are the following:

- Our "One Firm" approach, which brings the right talent to each project, regardless of the office to which a client representation is initially brought.
- Geographic range, substantive skills, and emphasis on client service.
- A cadre of several hundred lawyers in offices in Europe, Asia, and Australia, many of whom are foreign nationals who combine local law and language capability with U.S. legal training and practice experience.

Thanks to our multifaceted background, we service not only traditional, single-office clients but also large, international clients whose work must be divided among multiple offices. The integrated nature of our technology and, even more important,

our "One Firm" culture make it possible for us to form highly effective, tightly focused teams across office lines.

As a result, Jones Day has both a global presence and an in-depth understanding of the many disciplines that go into a successful hospitality business. As one of the world's premier multidisciplinary law firms, we are the firm of choice for many of the hospitality industry's key members.

THE FIRM

Jones Day is a multinational law firm with 38 locations in centers of business and finance throughout the world. With more than 2,500 lawyers, we are one of the world's largest law firms. The Firm acts as principal outside counsel for, or provides significant legal representation to, more than 250 of the *Fortune* 500 corporations, and we provide legal services to more than twice that many companies based in Europe, Asia, the Middle East, Latin America, and Canada. The Firm also represents a wide variety of other entities, including publicly and privately held companies, financial institutions, real estate developers, investment firms, major health-care providers, retail chains, foundations, partnerships, educational institutions and other public-service organizations, governments and agencies around the globe, individuals, estates, and trusts.

Jones Day's practice- and industry-based structure brings the talent and experience of the entire Firm to bear on matters originating in any office, facilitates the exchange of information on new developments, and allows for the efficient coordination of work within and among our many practice areas.

ADDITIONAL INFORMATION

For additional information regarding our Hospitality Practice, please contact your principal Firm representative or one of the lawyers listed in this publication. General email messages may be sent using our "Contact Us" form, which can be found at www.jonesday.com.

LAWYER CONTACTS

CLEVELAND

1.216.586.3939

Zachary T. Paris

ztparis@jonesday.com

LONDON

44.20.7039.5959

David Smith

dsmith@jonesday.com

TAIPEI

886.2.7712.3399

William E. Bryson

webryson@jonesday.com

TOKYO

81.3.3433.3939

Masatomo Suzuki

msuzuki@jonesday.com

JONES DAY GLOBAL LOCATIONS

ALKHOBAR

ATLANTA

BEIJING

BOSTON

BRUSSELS

CHICAGO

CLEVELAND

COLUMBUS

DALLAS

DUBAI

DÜSSELDORF

FRANKFURT

HONG KONG

HOUSTON

IRVINE

JEDDAH

LONDON

LOS ANGELES

MADRID

MEXICO CITY

MILAN

MOSCOW

MUNICH

NEW DELHI

NEW YORK

PARIS

PITTSBURGH

RIYADH

SAN DIEGO

SAN FRANCISCO

SÃO PAULO

SHANGHAI

SILICON VALLEY

SINGAPORE

SYDNEY

TAIPEI

TOKYO

WASHINGTON