



VENABLE SNAPSHOT

Nearly 600 lawyers nationally

Top 100 nationally
American Lawyer 2008

Top 10 in Washington, DC
Washington Business Journal 2008

Counsel to 40 of the Fortune 100

LITIGATION QUICK FACTS

More than 200 trial attorneys/
litigators, including

- former government prosecutors
- a former attorney general
- 2 former chiefs of the Department of Justice's Environmental Crimes Section

20 attorneys recognized as *Best Lawyers in America - Litigation* 2008

12 attorneys highly ranked by *Chambers USA* 2008

Trial attorneys also recognized by

- Who's Who Legal*
- Baltimore Smart CEO's Legal Elite*

Several members of the American College of Trial Lawyers

Litigation

when you need a seasoned trial lawyer

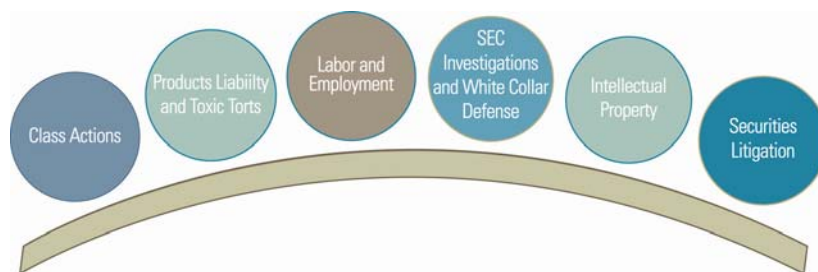
In an era in which "paper" litigation has become a way of life at most major law firms, Venable is still known for its trial lawyers. We churn out motions and other litigation paper with the best of them, but our core skills are preparing for trial and persuading judges and juries to agree with your view of the law and the facts.

We try cases in virtually every area of trial practice and across a wide range of issues. With more than 200 trial lawyers/litigators, we are large enough to handle any type of problem.

Many of us acquired our trial skills in the most demanding environment—in the trenches as assistant U.S. attorneys and as prosecutors for regulatory agencies on major cases. We know the courts and the regulatory agencies. In fact, more than 90 Venable attorneys have been on the "other side." We understand how government prosecutors and regulators think. Having been there, we know how to operate successfully in the context of government inquiries and investigations.

INTEGRATED LITIGATION EXPERIENCE

covering a broad range of issues



What to expect when you work with Venable.

1. **Insight that cuts to the heart of the matter** sooner than you're used to—from a team with the business and legal skills and experience you need to prevail.
2. **Creative problem-solving** that results in aggressive litigation tactics and trial strategies without ever losing focus on the big picture.
3. **Practical problem-solving** driven by your business context and what you want to achieve. We're nimble, capable of navigating the bureaucracies of the largest and most complex companies.
4. **Straight talk** that helps you navigate the needless complexity of the legal and regulatory processes you face.
5. **Unrelenting pressure** on the other side, and on the court or agency, to resolve the case in your favor.
6. **Efficient work habits and case management** that deliver business solutions through litigation.

CLASS ACTIONS

REPRESENTATIVE EXPERIENCE

As lead counsel, we are defending clients in more than 20 class actions brought by private claimants and government agencies—involving commercial, employment, product liability and other issues. In addition, we are co-counsel in class actions involving a variety of issues, including matters that have required extensive electronic discovery and statistical analysis.

- In what would have been the largest employment class action ever tried before a jury, a certified class of more than 3,000 managers alleged race discrimination in promotion under Title VII and Section 1981. We represented a food service and facilities management company in four years of litigation, settling the matter two days before jury selection on the heels of our significant victory on a motion *in limine* that eviscerated much of the plaintiffs' planned trial evidence.
- Our representation in this massive case underscores the breadth of experience that Venable's attorneys can provide in a large class action.
- Immediately after a sharp decline in its stock price, we were called on to defend in shareholder class actions filed against a major company and several of its directors and officers. The complaint alleged that the company had issued false and misleading reports, including its Annual Report and 10K and 10Q Reports. On behalf of one of the directors, we joined in a motion to dismiss and pressed individual defenses for him. The court granted the motion to dismiss.
- In a multi-week trial and landmark Americans with Disabilities Act (ADA) decision, Venable prosecuted claims under the ADA, forcing the purchase and implementation of ADA-accessible voting technology.

PRODUCT LIABILITY AND TOXIC TORTS

- In products-liability cases across the country, we represent a food association. The lawsuits, filed on behalf of popcorn workers and flavor manufacturing workers, concern respiratory illness associated with butter flavoring and the chemical dactyl, which impart the buttery "note" to natural butter, dairy products, some beer and wine, plus other flavors.

Venable won dismissal of the Federal Emergency Management Agency (FEMA) from 11 cases in federal and state courts. Although more cases may be filed against FEMA, our successful track record has persuaded the most prominent plaintiffs' lawyer to dismiss FEMA voluntarily from two cases.

- Venable helped secure a victory for the cellular-phone industry in an \$800 million cancer lawsuit. Working with other counsel representing several wireless providers, we gained a decision by a federal court in Maryland that effectively ended the lawsuit.
- We are national counsel for a major pharmaceutical company in cases involving its patient-controlled analgesic pump. In 2001, the company asked Venable to be its national coordinating counsel in cases involving OxyContin, an analgesic developed and manufactured by another pharmaceutical company. Litigation is ongoing, but Venable has successfully resolved many of these cases. Venable was retained to serve as national coordinating counsel for this same pharmaceutical company in hormone replacement therapy litigation.
- Venable gained a favorable verdict for several oil refiners in a wrongful death action alleging that the plaintiff's decedent had contracted leukemia due to his exposure to benzene in the defendants' gasoline products.
- Venable was instrumental in obtaining summary judgment on behalf of numerous clients in the vinyl-chloride industry. We developed medical evidence that refuted causation and challenged plaintiffs' experts.
- Venable was selected by all defendants to be the lead examiner at hearings in latex-glove litigation involving approximately 600 lawsuits. We represented a health system in developing a scientific defense that resulted in defense verdicts in the first two cases.

LABOR AND EMPLOYMENT

- Venable was successful in defending a Fortune 500 hospitality company in numerous complex employment discrimination, harassment and other employment lawsuits.
- We represented an investment company in arbitration over its hiring a team of traders/consultants from a competitive firm.
- We resolved Equal Employment Opportunity (EEO) cases alleging sexual harassment and discrimination, brought in D.C. Superior Court and the U.S. District Court, both by summary judgment and jury verdicts.

SEC INVESTIGATIONS AND WHITE COLLAR DEFENSE

- In a major wage and hour class-action lawsuit, we represented more than 40 producers in the entertainment industry. We continue to represent many of these producers in opt-out and related individual actions.
- We defended a major university law school against claims of sexual harassment, retaliation and breach of contract by a former professor. After a month-long jury trial in the U.S. District Court for the District of Columbia, we obtained a defense verdict on all claims. The verdict was subsequently affirmed by the U.S. Court of Appeals for the D.C. Circuit on Appeal.
- We represented an investment entity that was investigated by the Securities and Exchange Commission (SEC). The investigation was closed without any enforcement action.
- We have represented many chief financial officers and other officers of public companies in SEC investigations, and brought them to successful conclusions.
- We have successfully represented numerous securities professionals, such as registered representatives and financial advisors, in SEC and Financial Industry Regulatory Authority (FINRA) investigations.
- We represented a major international corporation in a grand jury investigation conducted by the U.S. Department of Justice Antitrust Division relating to price fixing in the tobacco industry. The protracted investigation of our client was ultimately closed without any government action.

INTELLECTUAL PROPERTY

Venable's trial lawyers have successfully litigated cases involving every aspect of intellectual property law. We represent clients in federal and state courts, and before the International Trade Commission (ITC) and other administrative agencies. Our counsel has enabled our clients to prevail in cases involving patents, trademarks, copyrights, designs, trade secrets, antitrust issues and unfair competition.

- Venable represented a major private equity firm where it prevailed against patent infringement claims involving a method patent for compressing and downloading audio and visual data.
- We helped an international publisher defeat claims under the Copyright Act involving rights to artwork used on magazine covers.
- In a six-week trial involving a blockbuster antibiotic drug, we obtained a favorable verdict for a Fortune 50 company and a Japan-based patent owner.
- Six weeks prior to trial, we took over defense of a patent infringement and Lanham Act matter where prior counsel, due to discovery abuses, was prohibited from using key exhibits. A two-week trial to jury verdict resulted in favor of our client in the multi-million dollar matter.
- In a major software patent case in the U.S. District Court for Northern District of California, we successfully argued for dismissal of numerous counts against a Fortune 10 company and its codefendants, which resulted in the opposing party voluntarily agreeing to drop its claims.
- In a patent dispute at the ITC involving next-generation smallpox vaccines developed and sold pursuant to the U.S. Government's Bio Shield anti-terrorism program, the administrative law judge invalidated the patent claims brought against our client on the bases of anticipation, obviousness, lack of enablement and written description and inventorship.
- After many appeals, the U.S. Supreme Court decided in favor of our client in a trademark infringement suit brought by a guitar manufacturer seeking to block competition to one of its guitar brands.
- In "one of the top-10 citable Trademark Trial and Appeal Board decisions of 2005" (according to a popular legal blog), we successfully represented a maker of mountaineering gear in its fraud counterclaim seeking cancellation of five asserted registrations, even though the matter was already in the Opposer's testimony period when we joined the case.

APPELLATE

- In a bitter dispute over ownership of two professional sports teams and the arena in which they play, Venable appellate counsel convinced the appellate court to reverse a trial court's decision to give a 30% minority owner full control of the teams and the arena at no cost other than return of the majority owners' capital contributions, which then totaled less than \$30 million.
- A Supreme Court victory secured by Venable lawyers for a design and construction firm established important protections for employers who bring claims against unions for violations of labor laws. The court held that such litigation is constitutionally protected and cannot be considered as an unfair labor practice unless it is objectively baseless.

BANKRUPTCY

- On behalf of a bankrupt trucking company and its creditors, Venable lawyers persuaded the Supreme Court to hear the case and reverse Fourth and Ninth Circuit decisions that had held that unpaid premiums for workers compensation should be treated as priority claims under the U.S. Bankruptcy Code.
- In a novel and significant product liability decision, the appellate court ruled that a gun manufacturer could not be found liable for failing to install a trigger lock on a handgun that might have prevented a tragic, accidental shooting of a very young child who was playing with his father's improperly stored gun.
- In one of Venable's many appellate successes in reversing punitive damages, we successfully represented a major branded apparel company. This case involved a jury award of \$56 million for fraud and punitive damages for failure to disclose a potential \$200,000 tax liability that arose during the course of a closing to sell a business. The appellate court agreed that no fraud had been proven and threw out the tort case in its entirety.
- Venable attorneys successfully argued before the U.S. Supreme Court *Wal-Mart v. Samara Brothers*, named the most important trade dress case litigated since 1998 (*Legal Times*, October 2002).
- High-profile international celebrities employ Venable as general counsel to restructure their financial affairs and supervise litigation in which they are involved.
- Venable served as special litigation counsel for a Fortune 100 energy company in connection with large avoidance and recovery litigation.
- Venable served as special litigation counsel in the bankruptcy case of a commercial mortgage lender. Our work in the case led directly to significant amendments to § 559 of the Bankruptcy Code and permanently affected the interpretation of repurchase agreements by bankruptcy courts. Ultimately, we successfully negotiated and confirmed one of the few reorganization plans for a financial services company.

ENVIRONMENTAL

With extensive trial experience defending civil and criminal matters at all levels of state and federal jurisdiction, Venable is recognized as one of the nation's preeminent environmental criminal defense practices. Our attorneys have recently handled complex cases involving novel issues that have arisen under almost every environmental statute—from the Resource Conservation and Recovery Act (RCRA) and Superfund to the Clean Water Act and Clean Air Act.

We have found that regularly conducting full-field environmental audits can reduce the risk of costly, reputation-damaging litigation.

- Serving as defense counsel for one of the world's largest marine shipping companies, we successfully negotiated a settlement with the Environmental Crimes Section of the U.S. Department of Justice. The multi-jurisdictional investigation, which lasted more than three years, drew upon our in-depth knowledge of international environmental and maritime treaty obligations, as well as U.S. environmental laws.
- In a lawsuit brought by the Sierra Club and the Environmental Defense Fund in opposition to a proposed highway, we represented a regional organization of local governments. Ultimately, the lawsuit was dismissed.
- We represented a government agency in Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) cost recovery actions, including conducting a trial seeking response-cost recovery arising out of an emergency removal action at a hazardous waste site in East Chester, New York.
- We also represented the agency in litigation instituted by a large asbestos manufacturer seeking declaratory judgment that its federal environmental liabilities were discharged in bankruptcy.

CONSTRUCTION

Venable attorneys have capabilities in discrete areas of construction litigation, including delay claims, differing site conditions and change-order claims, construction defects, building product defects, construction labor issues and government contracts and bid protests.

- We are providing vigorous counsel in major litigation involving the design and construction of bridges in Florida against claims in excess of \$30 million.
- For a government prime contractor, we settled a dispute over the adequacy of equipment provided in connection with Operation Iraqi Freedom. A subcontractor sued to recover \$4.5 million but, after pretrial rulings, the subcontractor paid \$3 million to avoid trial.

REAL ESTATE

- In an international arbitration, we successfully represented a client against claims totaling over \$75 million for cost overruns and delays in the construction of a gas condensate refinery in Denmark.
- A standard purchase agreement for new homes is at stake in 15 lawsuits in which we represent a national home builder. The lawsuits claim that the limitation on the purchasers' remedies and other contract provisions results in a contract that lacks mutuality and is unenforceable against the buyers. The cases involve million-dollar-plus purchases and seek to void a standard contract used for the sale of millions of dollars of real estate.
- Venable represented a real estate developer in breach of contract claims against landowners arising out of the proposed development of a hotel and spa in Bethesda, Maryland, culminating in entry of summary judgment in favor of the developer.
- To build a MOB baseball stadium, a city government, with the help of Venable, obtained four city squares that contained lots owned by more than 17 entities. In ongoing matters, we represent the city's attorney general in eminent domain claims in connection with the privately owned properties that the city deemed necessary to build the stadium.
- For a group of hotel developers, we obtained a \$10 million judgment in a fraud action against their lender and a related multi-million dollar settlement (after three weeks of trial) with a major national bank for its negligence in the transaction.
- We represented general partners and managing members in litigation concerning the governance, operation and ownership of partnerships and Lilac's owning commercial real estate in Maryland and Washington, DC, including claims for breach of fiduciary duty, fraud, conflicts of interest, self-dealing, usurpation of corporate opportunities and tortious interference.

TAX

- Venable filed the first lawsuit in the country against the "Big Four" accounting firm KPMG concerning abusive tax shelters promoted to wealthy individuals. Early favorable rulings and coverage by *The Wall Street Journal* and *The New York Times* led to other taxpayers retaining us to pursue claims against accounting firms, investment advisors and others who sold tax shelters that were disallowed by the IRS.

Venable's litigation successes and voluntary cooperation with the IRS led to requests for cooperation with investigations by the U.S. Department of Justice, several Senate committees, the U.S. Attorney's office in New York and various state tax authorities. While zealously representing clients, Venable's team also achieved considerable satisfaction as "private attorneys general" exposing the fraudulent marketing and cover-up of tax shelters that deprived the U.S. Treasury of billions of dollars.

Over six years of hard-fought litigation, we have recovered more than \$30 million for our client.

SECURITIES

- Shareholders in a publicly-traded company engaged Venable to represent them in a suit which sought an injunction as to certain board actions, and in a suit against directors of the corporation for actions allegedly taken.
- A major retailer in a securities class action arising out of a drop in earnings engaged us as defense counsel. We also represented the company in a related case, as well as other ancillary matters, including an internal corporate investigation.
- Venable successfully represented many securities professionals, such as registered representatives and financial advisors, in Securities and Exchange Commission (SEC) and Financial Industry Regulatory Authority (FIRE) investigations.
- A defense contractor represented by Venable prevailed in a securities fraud claim in the Eastern District of Virginia.
- Venable is special litigation counsel to a Fortune 100 energy company in lawsuits and negotiations against large financial institutions involving over-the-counter derivatives and other complex financial transactions.

HEALTHCARE FRAUD INVESTIGATIONS AND LITIGATION

- Venable represented several community hospitals in Office of Inspector General (OIG) enforcement actions, including false claims and qui tam actions.
- Venable represented a major pharmaceutical company in connection with Congressional hearings on the Food and Drug Administration's (FDA) review of its heart valves.
- We represented a major healthcare services company in a government enforcement action regarding a fraud and abuse matter
- A major health care wholesaler engaged Venable to represent the company in a government enforcement action.

FIRST AMENDMENT

- We represented an internationally recognized professional athlete in prosecution of rights of publicity and privacy claims.
- We represented an international celebrity in prosecution of libel claims in the Irish High Court.
- We helped an international publisher defeat claims of trademark infringement, false advertising and unfair competition.
- We represented an international sports federation in defeating a defamation action brought in federal court in Virginia.

ANTITRUST

- In a three-month jury trial, we successfully defended a Fortune 10 consumer products company against claims under the Sherman Act, culminating in a three month jury trial involving retail marketing, category management, rebates and exclusive dealing.
- A generic pharmaceutical manufacturer defeated claims under the Sherman Act arising from a "Schering Plough"-type settlement of patent litigation (*In Re Modifying Antitrust Litigation*).
- In a Clayton Act Section 7 merger challenge by the Department of Justice, we assisted submersible turbine petroleum pump manufacturers in gaining approval of their merger by devising a plan for licensing their technologies to competitors that resulted in a positive competitive impact.

Venable's trial lawyers never lose sight of the fact that our job is to help our clients prevail. In case after case, we use our knowledge of law and the courts, meticulous preparation, efficient case management and powerful, persuasive arguments to resolve litigation in our clients' favor.

How can we help you? To find out, please contact us at 1.888.VENABLE or www.Venable.com.