

RESUME

ENTREPRENEUR/CONSULTANT

December 2002 – Present

- Principal of an enterprise that is party to a joint-venture with a Korean chemical manufacturer to manufacture and sell specialty gases.
- Principal of an enterprise with a strategic relationship with a Chinese manufacturer of a specialty fluorinated gas.
- Principal of a biotechnology venture pursuing commercialization of gold standard inductive gene regulation technology for bio-therapeutic manufacturing, gene therapy, proteomics, drug discovery and immunotherapeutics.
- Principal in a variety of commercial real estate ventures, primarily “brownfields” redevelopment projects, both domestic and international.
- Consultant to a variety of start-up and growth stage companies on strategic and business development issues.
- Engaged by a Senior Fellow of a major public policy research institute to co-author an article on health care policy.
- Consultant and advisor to a solo trial lawyer in the successful defense of an individual in a major securities fraud prosecution. Handled securities, corporate finance and technology issues, all without the benefit of expert witnesses for the defense.

NATIONAL LAW FIRM

Jan – Nov 2002

- As part of a specialized practice group within the Firm’s Corporate Practice, advised entrepreneurial and growth stage companies, particularly those based on technology developed at state universities.
- Developed a series of contract templates, checklists and explanatory materials to assist small companies in preparing effective commercial contracts at minimal cost.

FORTUNE 500 SPECIALTY CHEMICAL COMPANY

1994 – Jan 2002

Corporate Development

- Acquisition of a multinational division of a Fortune 500 company involving significant liability allocation, purchase price adjustment, cross supply, real estate and environmental issues.
- Combined asset and equity acquisition of a chiral protein biotechnology business involving complex intellectual property cross-licensing, non-compete and commercial contract issues.
- Creative real estate joint venture to monetize a commercial office building and adjoining vacant property received in litigation settlement. Achieved approximately 100% ROI based on settlement value.
- Asset acquisition of an international antimony oxide business from a UK seller, asset sale of an international business in a highly leveraged transaction, combined asset/stock sale of two environmental service subsidiaries, etc.

Commercial Contracts

- Supply, distribution, technology licensing, sales agency, consignment, commercial lease, consulting, and architectural, engineering and construction agreements.
- Restructured a substantial supply agreement to realize an \$8 million gain, structured imaginative catalyst reprocessing and forward sale transaction to allow immediate recognition of \$9 million gain, licensed key process technology from bankrupt patent holder, etc.

Litigation

- Successful arbitration of a \$19 million purchase price adjustment and breach of warranty claim
- Developed successful appellate strategy that reversed EPA’s listing of certain wastes as “hazardous” under federal environmental law.
- Strategized and supervised defense of European patents before both the Opposition Division and the Board of Appeals of the EPO, and prosecution of both domestic and international patent infringement matters.

DIVERSIFIED FORTUNE 500 MANUFACTURING COMPANY

1992-1994

Corporate Development

- Asset acquisition of a pharmaceutical intermediates and bulk actives business from a U.K. seller, with a negotiated agreement with environmental authorities to permit post-closing operations pending issuance of necessary permits.
- Asset acquisition of a building products business and negotiation of compliance schedules while criminal environmental enforcement proceedings were pending.

Litigation

- Defense of approximately 100 hazardous waste site cleanup matters, of which 58 were on the NPL, including settlement of a \$20 million matter for less than \$1 million.
- Defense of a Clean Water Act citizens’ suit and resultant consent decree.

NATIONAL LAW FIRM

1984-1992

Corporate Development

- Advised VC equity investor in recapitalization of a major copper mining and refining company.
- Acquisition (stock and assets) of the consumer products business of a major pharmaceutical company.
- Acquisition of a wholesale petroleum marketing business from a major oil company in a reverse triangular merger.
- Advised equity investors in a real estate development deal on the site of a former coal gas manufacturing plant.
- Successfully renegotiated a previously consummated asset acquisition of a group of service stations.
- Equity sale – in the form of a stock redemption - of a 50% interest in a public petroleum refining company.

Litigation

- Represented joint defense groups in CERCLA contribution and cost recovery litigation and related private party bodily injury and property damage actions.
- Successfully represented a cancer patient, pro bono, seeking insurance coverage for a bone marrow transplant.
- Represented a private psychiatric hospital in involuntary civil commitment cases. This often necessitated several full adversarial trials monthly.

TEACHING AND PRESENTATIONS**Purdue University**

- Krannert Graduate School of Business, 2002, - Organized program and lectured on contracts, enterprise governance, non-tax choice of entity considerations, and relationships with professional service providers.
- Engineering School, 1997- Present, Periodically lecture on business and legal topics, including contracts, liability, insurance, intellectual property, enterprise finance.

Vermont Law School

- Taught insurance and bankruptcy law in summer seminar courses, 1990 and 1991.

EDUCATION

JD, Rutgers University, Newark, NJ
BA, Named University Honors Scholar, New York University, New York, NY