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ROCK FUSCO & CONNELLY, LLC

*Client Satisfaction is our Ultimate
Measure of Professional Success*

Rock Fusco & Connelly LLC is a full-service law firm representing its clients in all facets of litigation and transactional needs.

We are a general practice law firm that provides informed and creative legal representation to our clients. We believe that the touchstone of the attorney-client relationship is a mutual understanding of the client's goals and objectives at the outset of any engagement.

Matters are staffed in consultation with the client, providing for a consistent, attorney-client team approach. Regular communication and discussion ensure that the *client's goals and objectives* remain the consistent focus of professional efforts.



BANKING & FINANCE

Rock Fusco & Connelly, LLC provides an array of services to banks and savings institutions. We assist various financial institutions in structuring and negotiating loans, drafting loan commitments, loan agreements and other supporting collateral documentation. Our firm represents lenders in asset-based and real-estate secured lending and in all aspects of construction lending.

We also represent financial institutions in:

- ◆ Loan Structuring / Restructuring
- ◆ Loan Negotiation
- ◆ Loan Drafting, Commitments & Agreements
- ◆ Commercial Loan Work-Outs
- ◆ Collections
- ◆ Commercial Foreclosures
- ◆ Bankruptcy

Our goal is to secure the highest possible recovery for the client while being mindful not to incur disproportionate legal expenses to the amount being recovered. Our attorneys also advise financial institutions on Uniform Commercial Code issues and federal and state regulatory issues.

Our goal is to obtain cost-effective, efficient, and favorable outcomes for our client.

BUSINESS, COMMERCIAL & CORPORATE LAW

Our experienced lawyers focus on effective discovery, limited to witnesses and documents which are critical to the dispositive issues of the case. At the same time, we seek to limit excessive discovery and abuses of the discovery process by our opponents. We are aware that the cost of a case includes not just the time of attorneys but also that of the client.

When appropriate and consistent with our clients' needs and objectives, we will utilize available methods of alternative dispute resolution to achieve savings of costs and time.

We believe that a strong knowledge of a client's business and objectives is the cornerstone of the attorney-client relationship. Similarly, we believe in the importance of partnering with clients to control costs and to facilitate the free flow of information, implemented with regular communication regarding the status of a case and analysis of recent developments. Tactical decisions and strategies are discussed with the client. If the client has the in-house capability to handle compliance with written discovery, we recommend using those resources to control costs.

We will work with our clients to reach mutually acceptable alternative billing arrangements appropriate for the engagement.

Our attorneys who practice in this area have collectively tried numerous cases to verdict or bench trial judgment, have participated in dozens of appeals and have handled hundreds of matters which were resolved by way of alternative dispute resolution. We take pride in the numerous successes that we have obtained for our clients.

Rock Fusco & Connelly, LLC has represented clients in:

- ◆ Antitrust
- ◆ Arbitrations & Mediations
- ◆ Banking & Finance
- ◆ Breach of Contract Disputes
- ◆ Breach of Lease Disputes
- ◆ Business Tort
- ◆ Class Action
- ◆ Commercial Contracts / Litigation / Torts
- ◆ Compensation Disputes
- ◆ Condemnation Issues
- ◆ Construction Disputes
- ◆ Contract Law
- ◆ Corporate Governance
- ◆ Defamation
- ◆ Director & Officer Liability
- ◆ Employment Disputes
- ◆ Environmental
- ◆ ERISA Litigation
- ◆ Executive Compensation
- ◆ Formation
- ◆ Franchising (Franchisee & Franchisor)
- ◆ Insurance Coverage Litigation
- ◆ Insurance Coverage & Reinsurance
- ◆ Intellectual Property Disputes
- ◆ Internet Defamation
- ◆ Licensing
- ◆ Licensing Violations
- ◆ Mechanic's Lien Litigation
- ◆ Mergers & Acquisitions
- ◆ Municipal Code Violations
- ◆ Partnership Disputes
- ◆ Product Liability Cases
- ◆ Real Estate
- ◆ Real Estate Tax Cases
- ◆ Restrictive Covenants
- ◆ Securities & Commodities Arbitration / Litigation
- ◆ Shareholder / Member / Partner Disputes
- ◆ Trademark
- ◆ Unfair Competition



CIVIL RIGHTS LITIGATION & MUNICIPAL LAW

Rock Fusco & Connelly, LLC has considerable experience in defending a variety of civil rights claims. Our attorneys have defended numerous police officers as well as municipalities throughout Chicagoland. We have represented the City of Chicago, the Cook County Sheriff's Office, the Village of Bellwood, the Town of Cicero, as well as other counties and municipalities.

We have handled cases alleging the following claims:

- ◆ Reversed Convictions
- ◆ Police Shootings
- ◆ False Arrests
- ◆ Excessive Force
- ◆ Wrongful Detention
- ◆ Equal Protection Violations
- ◆ Due Process Violations
- ◆ Failure to Provide Medical Attention
- ◆ *Monell* Claims

Our attorneys are skilled at handling civil rights cases from inception through trial, and are well versed in current case law and court rulings. We can assist municipalities in assessing claims and, if in the best interest of the municipality, negotiate settlements. We can offer years of experience and knowledge in navigating this often difficult area of the law.

CONDEMNATION

Rock Fusco & Connelly, LLC offers municipalities assistance in handling condemnation proceedings. We assist in drafting ordinances authorizing the acquisition of property through the resolution of the case.

EMPOWERMENT ZONE/ENTERPRISE COMMUNITIES

We act as special assistant corporation counsel on behalf of the City of Chicago with respect to the Empowerment Zone/Enterprise Communities. Our attorneys draft grant agreements for services as well as construction programs, review corporate documents of grantees, prepare ordinances and review final agreements for form and content. Additionally, Rock Fusco & Connelly, LLC attorneys are well-versed in grant agreement issues and litigation.

LABOR AND EMPLOYMENT

The attorneys of Rock Fusco & Connelly, LLC have represented our municipal clients in litigation involving labor and employment issues, such as union disputes and claims of discrimination.



CONSTRUCTION LAW

The Rock Fusco & Connelly, LLC attorneys have an active practice in all areas involving construction law. We have a number of clients that are involved with public and private construction contracts and we offer them advice and representation on contract review as well as litigation. Our firm has advised on hundreds of construction agreements and dozens of design defect/construction disputes involving public as well as private construction projects. Our client base in this area includes all levels of the construction industry including owners, general contractors, subcontractors, architects, engineers, developers, lenders and suppliers. Our firm has represented individuals and entities in residential, commercial, industrial and public infrastructure development.

We pride ourselves in being extremely well-rounded and experienced in all areas of construction law and many of our attorneys are members of related associations and boards. We have an excellent track record with our clients as being effective and cost efficient.

CONSTRUCTION LITIGATION:

- ◆ Bid Review
- ◆ Bond Litigation
- ◆ Breach of Contract
- ◆ Construction Delay Claims
- ◆ Construction Design and Defect Claims
- ◆ Construction Loss Disputes
- ◆ Contract Drafting & Review
- ◆ Contract Litigation
- ◆ Contract Negotiation and Drafting
- ◆ Defense of Personal Injury & Product Liability Claims
- ◆ Developer, Contractor & Sub-Contractor Litigation
- ◆ Drafting of joint ventures, teaming arrangements and other transactions involving monetarily sound entities
- ◆ Insurance Coverage Disputes
- ◆ Mechanics Lien
- ◆ Partnering Agreements
- ◆ Property Damage
- ◆ Surety Claims



CONSUMER LITIGATION

The law firm of Rock Fusco & Connelly, LLC consumer litigation practice area protects debt collectors and debt buyers from consumer claims. Other businesses that utilize our consumer strategy services include banks, mortgage vendors, auto dealers, retailers, insurance companies and telecommunication service providers. We defend lawsuits filed throughout the nation, and protect some of the largest collection agencies in the nation. We have defended virtually every federal and state cause of action and claims regarding collector misconduct, credit reporting and all related consumer torts. Such matters include, but not limited to:

- ◆ Computer Fraud and Abuse Act
- ◆ Consumer Leasing Act
- ◆ Telephone Consumer Protection Act (TCPA)
- ◆ Fair Debt Collection Practices Act (FDCPA)
- ◆ Fair Credit Reporting Act (FCRA)
- ◆ As well as many other federal statutes and similar state legal acts

The firm defends several class actions annually, addressing both federal and state consumer claims.

CORPORATE & SECURITIES TRANSACTIONS

Our Corporate and Securities practice group represents clients engaged in a broad spectrum of corporate transactions across a wide variety of industries. Our Corporate and Securities practice group focuses on transactions such as acquisitions and dispositions, mergers, private placements of debt and equity securities, venture capital, joint ventures, financings, leveraged buyouts and recapitalizations.

- ◆ Acquisitions
- ◆ Asset-based Financing Transactions
- ◆ Breach of Fiduciary Duty
- ◆ Borrower Representation in all Types of Financial Transactions
- ◆ Corporate and Partnership Dissolution
- ◆ Dispositions
- ◆ Fraud
- ◆ Leveraged Acquisitions and other Acquisition Financing Transactions
- ◆ Leveraged Buyouts
- ◆ Licensing
- ◆ Mergers
- ◆ Securities
- ◆ Technology Law
- ◆ Venture Capital Financing



GENERAL TORT AND PRODUCT LIABILITY

General Product and Tort Liability Litigation includes both personal injury and commercial disputes with respect to economic losses caused by defective products.

We have represented manufacturers, assemblers, dealers, employers and end users in product liability litigation. We have also represented aircraft manufacturers in litigation arising from airline disasters, including such complex matters as airplane/helicopter crashes.

We currently represent several multinational manufacturing companies, including manufacturers of aircraft, building products, foodstuffs, steel, and personal and healthcare products.

We also represent related entities within the distribution chain, at both the wholesale and retail levels. We have tried cases involving such products as medical devices, prescription drugs, building materials, food products and steel supplies, as well as cases involving vehicle dynamics and stability.

- ◆ Aircraft manufacturers
- ◆ Automobile manufacturers
- ◆ Consumer product recalls
- ◆ Food products
- ◆ Manufacturers of consumer goods
- ◆ Manufacturers/distributors defense
- ◆ Manufacturers/distributors in insurance coverage litigation
- ◆ Manufacturers/distributors in national and international recalls
- ◆ Suppliers/distributors
- ◆ Wholesale/retail sellers

EMPLOYMENT & LABOR LAW

Our Employment and Labor Law practice group offers its clients representation in all areas of litigation, counseling and policy drafting.

We have also handled investigations before the Illinois Department of Labor and the departments of labor of other States. Additionally we handle Equal Employment Opportunity Commission and state Department of Human Rights complaints, as well as prevailing wage claims.

The same aggressive yet cost-effective approach to litigation that is the hallmark of Rock Fusco & Connelly, LLC is emphasized by the employment and labor lawyers. When appropriate, mediation or arbitration of disputes is encouraged as an alternative to costly and sometimes risky jury trial litigation in this area.

The employment and labor area is one where proactive counseling can be extremely

beneficial. Today's workplace has become more complicated in recent years with the enactment or amendment of numerous federal laws such as the Americans with Disabilities Act (ADA), the Lilly Ledbetter Fair Pay Act, the Family Medical Leave Act and the Genetic Information Nondiscrimination Act. State governments also have enacted new employment laws, such as the Illinois Employee Credit Privacy Act. Add to that increasing wage and hour class litigation, and the explosion of social media and text messaging, and the problems employers face grow daily.

We therefore invite our clients to take advantage of our training and audit services in areas such as harassment awareness, leave of absence management, pay practices and union avoidance. Our attorneys also have experience in the following areas:

- ◆ ADA Claims
- ◆ Affirmative Action Compliance
- ◆ Collective Bargaining Negotiations
- ◆ Discrimination & Retaliation Claims
- ◆ Drafting Employee Handbooks
- ◆ EEOC/IL Human Rights Department Charges
- ◆ ERISA Focused Litigation
- ◆ Executive Employment Agreements
- ◆ FMLA Counseling & Litigation
- ◆ Grievance Disputes
- ◆ Labor Disputes
- ◆ NLRB Representation
- ◆ Non-Competition and Non-Disclosure Agreements
- ◆ OSHA
- ◆ Title VII Litigation
- ◆ Workers' Compensation

ESTATE PLANNING LAW

Rock Fusco & Connelly, LLC's estate planning practice focuses on counselling clients in sophisticated asset protection and wealth transfer techniques. We carefully work with clients, as well as their financial advisors, to create a personalized and flexible estate plan to manage, preserve and transfer wealth to future generations.

In addition, we assists clients and their families with trust and estate administration, including the preparation of estate and gift tax returns, estate and trust accountings, and other necessary documents to manage the administration as expeditiously as possible.

- ◆ Estate Planning
- ◆ Trust and Estate Administration
- ◆ Asset Protection
- ◆ Business Planning

FORECLOSURE LAW

Representing National & Regional Financial Institutions

Rock Fusco & Connelly, LLC represents national and regional financial institutions in residential and commercial foreclosure matters. Our attorneys have extensive experience in successfully and expeditiously handling both uncontested and contested matters, involving complex litigation strategies. We provide efficient and personalized cradle-to-grave service to our clients, including sending default and demand letters, curing title defects, initiating the foreclosure suit, seeking the appointment of a receiver or mortgagee in possession, if necessary, entry of the foreclosure judgment, scheduling of and bidding at the judicial sale, confirming the sale and seeking a deficiency judgment, if necessary, recording the judicial sale deed, and handling the REO closing. Rock Fusco & Connelly, LLC also assists its lending clients with a full range of workout alternatives

including loan modifications, deeds-in-lieu of foreclosure, consent judgments, forbearance agreements, and short sales. Every effort is made to pursue a resolution that will save our clients considerable time and money with respect to their non-performing loans.

Rock Fusco & Connelly represents financial institutions and financial service providers in all aspects of secured and asset-based commercial lending, including structuring and negotiating loans and drafting loan documentation, forbearance agreements, and refinance agreements. Our attorneys have many years of experience documenting all types of commercial transactions including ground lease financing, mezzanine financing, SBA loans, and participation agreements. Our goal is to provide our lending clients with practical advice while performing services in a time-sensitive and efficient manner.

Matters are staffed in consultation with the client, providing for a consistent attorney-client team approach throughout representation.



HOSPITALITY INDUSTRY

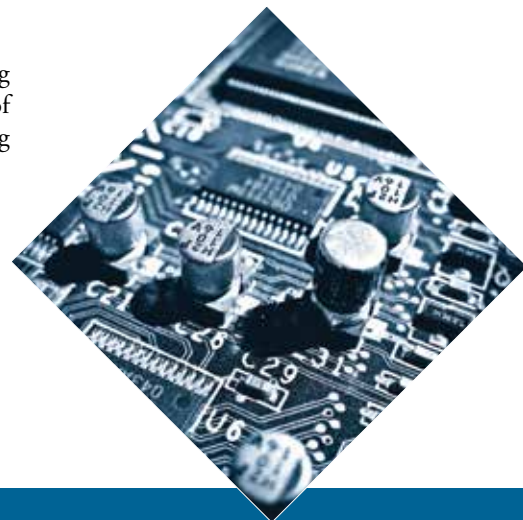
Rock Fusco & Connelly, LLC represents clients in all areas of the hospitality industry, including restaurants, taverns, hotels and resorts. The firm brings together a team of attorneys whose broad base of experience and knowledge provides owners, operators, lenders, investors and developers of

these establishments with a coordinated approach to representation utilizing all the other areas of experience discussed in this brochure to assist the client in the best way possible no matter what the issue the client is dealing with.

INTELLECTUAL PROPERTY & LICENSING

At Rock Fusco & Connelly, LLC we assist clients in a variety of industries in matters involving trademarks, copyrights and trade secrets. Representation includes securing and enforcing protection of proprietary material, licensing and transferring trademarked and copyrighted property and counseling on the scope of intellectual property protection.

- ◆ Copyrights
- ◆ Intellectual Property Licensing
- ◆ Trademarks
- ◆ Trade Secrets
- ◆ Unfair Competition



MECHANICS LIEN FORECLOSURE



Mechanics liens are tools used by general contractors, sub-contractors and material suppliers used to protect their rights and their ability to get paid for their work. Filing for a mechanics lien is only the first step in the payment process. If a mechanics lien is filed, and the lien is still not paid, then the next step is to foreclose on the mechanics lien. A mechanics lien foreclosure action is a lawsuit commenced by the unpaid party to force the sale of the property so that the lien can be paid out of the proceeds of the sale.

At Rock Fusco & Connelly, LLC we represent general contractors, subcontractors, suppliers and owners in mechanics lien foreclosure matters across Chicagoland and the state of Illinois. In construction law, it is important to hire a lawyer who understands the laws involved with the mechanics lien process and can guide you and develop a plan to protect your rights. Our knowledge, experience and expertise with the mechanics lien law allows us to tailor a plan for your individual situation. Our experience with mechanics liens often make it possible to advise clients of potential pitfalls that we see coming in their cases and take action to avoid those situations. We will enforce your lien as quickly and cost effectively as possible.

Rock Fusco & Connelly, LLC understands that enforcing a mechanics lien is not always the best way to secure payment. Rather than relying solely on lien law for payment we inform our clients of all the other potential courses of action that are available to them. Our role is to provide you, the client, with all of the legal options available to you and allow you to make an educated business decision about the best way to proceed. We will guide you through every step of the process.

If you are considering enforcing your mechanics lien please contact us at Rock Fusco & Connelly, LLC now to schedule a free initial consultation. Timing can be everything and waiting too long can result in forfeiture of your lien rights. A key to getting paid is to promptly and diligently enforce your claim.

Rock Fusco & Connelly, LLC can guide you and develop a plan to protect your rights.



OUTDOOR ADVERTISING & BILLBOARDS

Rock Fusco & Connelly, LLC has significant experience handling legal and regulatory issues involved in the outdoor advertising and billboard industry. Rock Fusco & Connelly, LLC has advised clients on a number of different issues including the right to compensation despite the existence of an amortization ordinance, excessive fees imposed by municipalities, First Amendment issues, drafting protective legislation and zoning.

Rock Fusco & Connelly, LLC experience in the outdoor advertising and billboard arena includes representation in the following cases:

The representation of a coalition of billboard companies affected by the City of Chicago lease transaction tax. The litigation brought by Rock Fusco & Connelly, LLC came from the City of Chicago's attempt to enforce a 6 percent lease transaction tax against billboard companies. The litigation successfully stopped the City of Chicago from collecting six percent of the gross revenue for each lease of any billboard located within the City of Chicago.

In the recent case of *Clear Channel v. West Chicago*, Rock Fusco & Connelly, LLC helped convince the Appellate Court of Illinois that billboard owners in West Chicago are entitled to just compensation despite the existence of the municipality's amortization ordinance.

Rock Fusco & Connelly, LLC was instrumental in saving ten premium billboard locations on the Chicago Transit Authority elevated structures in the Chicago Loop from destruction. After the billboards had been erected and were operational, the City of Chicago attempted to revoke the signs' permits. By way of a summary judgment action, Rock Fusco & Connelly, LLC was able to persuade both the trial and appellate courts that the signs should stay in place due to the fact that the City's attempted revocation was based upon inapplicable and invalid ordinances. The signs have remained in place pending negotiation with the Chicago Transit Authority.

Rock Fusco & Connelly, LLC has also helped save a roof sign which overlooked the right field wall of Wrigley Field. When the Chicago Tribune Co. bought the Chicago Cubs, the Tribune was able to convince the City of Chicago to revoke the sign permits of all signs that were visible from inside the ballpark. After extensive research of zoning codes and old photographs, Rock Fusco & Connelly, LLC was able to show the City of Chicago, Zoning Board of Appeals, that the sign overlooking right field was a legal non-conforming sign which had been in existence since before the opening day ceremonies of Wrigley Field in 1916, and before the existence of any sign code in the City of Chicago.





REAL ESTATE LITIGATION, TAX & TRANSACTIONS

Our Real Estate practice group represents clients in a broad range of commercial real estate activities, including litigation and transactions. We assist developers, investors and condominium associations in real estate litigation, breach of warranty, construction defect and other litigation concerns. We also assist commercial real estate purchasers in the acquisition and sale of commercial properties and residential developments. Our transactional practice works with commercial owners and condominium management to produce easement agreements, leasing transactions and financing for construction and ongoing use.

Our condominium practice represents condominium associations in litigation and transactional matters, assisting boards and their management companies from developer turnover, ongoing board legal concerns, transaction review, assessment management and litigation. We help boards navigate the often-complex legal issues surrounding proper governance, loan and lien foreclosure and day-to-day concerns.

- ◆ Acquisition
- ◆ Breach of Contract
- ◆ Breach of Warranty
- ◆ Commercial Real Estate
- ◆ Condominium Law
- ◆ Construction Defect
- ◆ Development
- ◆ Easement Agreements
- ◆ Land Use & Zoning
- ◆ Leasing
- ◆ Loan & Lien Foreclosure
- ◆ Planned Unit Development Units
- ◆ Real Estate Financing and Refinancing, including Acquisition, Development, Construction and Permanent Financing
- ◆ Real Estate Litigation

REAL ESTATE TAXATION

Our attorneys and support staff have decades of experience in the real estate tax field. We have assisted our clients through the analysis of the real estate tax liability of residential, commercial and industrial real estate in order to better advise our clients of potential tax impacts related to various real estate transactions. We also actively contest adverse assessments levied by local Assessors. The firm has experience appearing not only before local Assessors, but also the various County Boards of (Tax) Review and the Illinois Property Tax Appeal Board to ensure the proper assessment of our clients' property. Our expertise is enhanced through our extensive network of professionals including real estate appraisers, economic development consultants, accountants, property managers and real estate investors. Our preparation for, and presentation in, these hearings has allowed us to develop a reputation for integrity and professionalism. The credibility we have earned through the years of practice invariably assists us in achieving excellent results for our clients.

PROFESSIONAL LIABILITY

Within specific practice areas, Rock Fusco & Connelly, LLC has a number of attorneys who are dedicated to representing professionals against claims involving medical malpractice, accounting malpractice, legal malpractice and professional regulation and disciplinary actions. We have represented small, medium and large accounting firms, individual lawyers and law firms and physicians and practice groups. Professional negligence is one of the fastest growing practice areas in litigation. Our professional liability practice continues to grow by virtue of our expertise, reputation, long-standing client relationships and ability to maintain our focus on client service. Attorneys at Rock Fusco & Connelly, LLC have authored and lectured on various topics relating to professional negligence.

We recognize and understand that lawsuits involving our professional clients require a partnership approach to the litigation and we welcome and encourage client inquiries and participation.

- ◆ Physician Credentialing, Staff Privileges and Discipline
- ◆ Legal Malpractice
- ◆ Medical Malpractice
- ◆ Accounting Malpractice
- ◆ Governmental Professional Regulation and Discipline
- ◆ Law-firm Dissolutions
- ◆ Insurance Coverage Disputes



TRANSPORTATION LAW

Transportation-related litigation in the railroad, aviation and trucking industries involves not only claims of statutory violations and defective products, but also operator-error negligence claims arising out of derailments, crossing accidents, general aviation and commercial airline disasters.

Our aviation litigation experience includes representation of fixed-base operators, flight schools, charter services, maintenance shops, aircraft brokers, component parts and aircraft manufacturers, flight crews and passengers.

We have been counsel for various parties in commercial airline disasters throughout the country. We have also been counsel to railroads in FELA claims, track agreements and various contractual matters involving support and maintenance contracts, land use and insurance coverage.

Our firm also represents owners, operators, carriers and their insurers in the interstate trucking industry in matters involving statutory and regulatory violations, tariffs and bills of lading, personal injury, death cases and insurance coverage disputes.

- ◆ Aviation Litigation
- ◆ Railroad Litigation
- ◆ Common Carrier Litigation
- ◆ Trucking Company Litigation
- ◆ Insurance Coverage Disputes for Trucking Companies, Rail and Air Carriers



WORKERS' COMPENSATION DEFENSE



We have a successful workers' compensation defense practice. Our practice team offers a full range of services to self-insured employers and insurance companies, including litigation defense, risk management programs and consulting services. We are equipped to staff and defend both high volume and unique workers' compensation litigation.

Our group represents clients in a wide range of defense matters, including exposure claims and complex compensability disputes. We have assisted clients in claims before state industrial commissions, common law and appellate courts. We represent employers in a variety of industries, including manufacturing, services, retail, restaurants, publishing and transportation.

We also defend federal, state and municipal civil rights litigation, labor/union matters, employee safety matters in both state and federal forums, and employee statutory claims in state court. We appear before administrative agencies including the Occupational Safety and Health Administration, Equal Employment Opportunity Commission and the National Labor Relations Board.

Regular communication ensures that the client's goals remain the focus of our professional efforts.



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ROCK FUSCO & CONNELLY, LLC

ATTORNEYS AT LAW