

IT'S NOT
WHAT WE
DO AT **KMK**
THAT MAKES
US UNIQUE...
IT'S HOW
WE DO IT.

KMK | Keating Muething & Klekamp PLL
ATTORNEYS AT LAW

2007 ANNUAL REPORT

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A MESSAGE FROM OUR MANAGING PARTNER

Serving for more than 15 years in firm management, I have had the opportunity to see KMK grow and change as a firm. Fifteen years ago KMK had 71 lawyers and approximately 120 employees. Today we have 117 lawyers and approximately 150 other employees. Not surprisingly, our growth has been driven by the growth and success of our clients coupled with the expansion of our client base. Although the special expertise of some of our attorneys has led the firm into several niche national practices, the majority of our clients continue to be small and large businesses headquartered in and around Cincinnati.

The product we sell is based on the intellect, expertise and judgment of our attorneys and staff; therefore, our success is built upon the skill, standing and performance of these professionals. To grow our business, we must continuously meet and exceed the expectations of our clients. And, to do that, we must recruit, hire and retain the best and the brightest talent available. We always are looking to add top talent to our ranks to expand the scope and breadth of expertise available to our clients. We learned this lesson from the firm's founders and we continue to rely on this principle to guide our own internal growth. Ultimately, individuals and organizations aiming for success want to work with the best lawyers.

**AT KMK WE TAKE GREAT PRIDE IN THE SUCCESSES OF OUR ATTORNEYS
AND THE SUCCESSES OF OUR CLIENTS; THE SUCCESS OF EACH CONTRIBUTES
TO THE OTHER.**

The general trend in the legal industry is toward big firm growth and consolidation. While our market has experienced some of that activity, we view KMK as an "entrepreneurial boutique." Our size and location enable us to service our clients in an incredibly efficient, cost-effective and responsive manner. And, while our Cincinnati-based operations, within minutes of a major airport, allow us to service our clients worldwide at Cincinnati-

market rates, we also continue to consider opportunities to increase our presence in other geographic areas. However, any geographic expansion we consider would be driven by the opportunity to better serve our clients. We have no intent to expand for expansion's sake.

KMK's growth has required us to acquire additional office space during the past two years. Because of our commitment to downtown Cincinnati and in order to remain a leader in the rebuilding of our central business district, we leased two additional floors in our building at 4th and Vine Streets in downtown Cincinnati and renewed our lease through June 2014.

At KMK, we have always been committed to delivering great value and service to our clients. Several years ago, we decided that in order to evaluate our success in meeting our clients' needs, we wanted a means to measure the satisfaction of our clients. So, we began the practice of regularly designing and distributing a client satisfaction survey. We conducted another such survey in 2007, requesting feedback on all of our practice areas from nearly 300 representative clients. The group surveyed included clients of varying sizes from many different industries. According to the results from this survey,

- » 98% of those surveyed were "extremely satisfied or very satisfied" with our service; and
- » 9 out of 10 clients surveyed would "definitely recommend" KMK to others. We are proud of these results and committed to insuring that clients will continue to respond in this manner.

We appreciate all clients who participated in the survey. We already have begun work to integrate ideas generated from your feedback into our plans for strengthening our client relationships and improving our client service.

At KMK, we are extremely excited about the future. Whether you are an existing client or a potential client, we hope that you share our excitement and will make plans to grow with us. If you have any questions or would like to discuss the contents of this report, please contact me directly. We look forward to continuing to serve you in the future.



Paul V. Muething
Managing Partner
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FIRM MANAGEMENT

BOARD OF DIRECTORS

Robert E. Coletti
Alan S. Fershtman
Kevin E. Irwin
Lisa Wintersheimer Michel
Paul V. Muething
Robert G. Sanker
Gregory M. Utter

MANAGING PARTNER

Paul V. Muething

EXECUTIVE DIRECTOR

David A. Custer

PRACTICE GROUP LEADERS

Corporate and Securities: James M. Jansing and Mark A. Weiss

Corporate Investigations: James E. Burke and Mike DeWine

Commercial Finance: Timothy B. Matthews

Employee Benefits and Executive Compensation: Stephen M. Goodson

Labor and Employment: Paul D. Dorger

Litigation: James R. Matthews and Michael L. Scheier

Private Client Services: Joseph P. Rouse

Real Estate: Mark J. Weber

FIRM RECOGNITION

WE ARE DELIGHTED TO ANNOUNCE OUR SUCCESSES AND ACCOMPLISHMENTS:



» Ranked #1 by *The Best Lawyers in America* for having more lawyers listed in the field of Corporate Law than any other firm in Cincinnati, Ohio.



» Selected in 2008 as a "Go-To" Law Firm by *Corporate Counsel* magazine and American Lawyer Media Inc.

» Accepted in 2007 as an Attorney Designated Advisor for Disclosure by Pink Sheets, LLC. KMK was one of the first firms in the nation to be approved.

» Recognized for High Professional Legal Standards and Ethics in the *2007 Martindale-Hubbell Bar Register of Preeminent Lawyers 91st edition*. Fewer than 5% of all law firms qualify and are included, making KMK one of the most distinguished and respected in the country.



» Member of TAGLaw, a worldwide referral and resource network of prominent, high-quality law firms.



» The largest first-generation law firm in Cincinnati; we celebrated our 50th anniversary in 2004.

ATTORNEY RECOGNITION

NAMED TO THE BEST LAWYERS IN AMERICA

(2008; published by Woodward/White, Inc.)

James E. Burke	Robert W. Maxwell II
Robert E. Coletti	David K. Montgomery
Paul D. Dorger	Paul V. Muething
Alan S. Fershtman	Robert G. Sanker
Louis F. Gilligan	Mark E. Sims
Stephen M. Goodson	Richard D. Spoor
Patricia B. Hogan	Edward E. Steiner
Kevin E. Irwin	Joseph L. Trauth, Jr.
William J. Keating, Jr.	Gregory M. Utter
Donald P. Klekamp	Mark J. Weber
Gary P. Kreider	Herbert B. Weiss

NAMED TO CHAMBERS USA: AMERICA'S LEADING LAWYERS FOR BUSINESS

(2007; published by Chambers and Partners)

James E. Burke	Robert G. Sanker
Robert E. Coletti	Edward E. Steiner
Patricia B. Hogan	Mark A. Weiss
Kevin E. Irwin	Herbert B. Weiss
Gary P. Kreider	

NAMED TO OHIO SUPER LAWYERS

(2008; published by Law and Politics)

James E. Burke *	Robert W. Maxwell II
Robert E. Coletti	James J. McGraw, Jr.
Paul D. Dorger	Lisa Wintersheimer Michel
Patrick F. Fischer **	David K. Montgomery **
Louis F. Gilligan	Paul V. Muething
Stephen M. Goodson	William A. Posey
Patricia B. Hogan ***	Gail Glassmeyer Pryse
Kevin E. Irwin **	Joseph P. Rouse
William J. Keating, Jr.	Edward E. Steiner **
Gail T. King	Joseph L. Trauth, Jr.
Donald P. Klekamp	Mark J. Weber
Gary P. Kreider **	Herbert B. Weiss
Mary Ellen Malas	James R. Whitaker
Timothy B. Matthews	

* Named one of the Top 10 Lawyers in Ohio

** Named one of the Top 100 Lawyers in Ohio

*** Named one of the Top 50 Female Lawyers in Ohio

NAMED TO OHIO RISING STARS

(2007; published by Law and Politics)

Donyetta D. Bailey

Cole D. Bond

Matthew K. Buck

Joseph M. Callow, Jr.

Steven C. Coffaro

Danielle M. D'Addesa

D. Brock Denton

Caroline M. DiMauro

Sue A. Erhart

Drew M. Hicks

Michael J. Moeddel

Brian P. Muething

Christy M. Nageleisen-Blades

Jamie M. Ramsey

F. Mark Reuter

Adrienne J. Roach

Rachael A. Rowe

Steven W. Sebastian

Sean S. Suder

Thomas M. Tepe, Jr.

NAMED TO CINCYBUSINESS LEADING LAWYER

(2007 and 2008, published by Great Lakes Publishing Company)

Steven C. Coffaro

Richard L. Creighton

Timothy A. Garry*

Pamela Morgan Hodge

Kevin E. Irwin

Gail T. King

Mary Ellen Malas

Timothy B. Matthews

Edward E. Steiner

**recognized in 2008 only*

Donald P. Klekamp received the **Lifetime Achievement in Law Award** from the Cincinnati Bar Foundation in 2007. To receive this award, an honoree must demonstrate the highest principles and traditions of the legal profession through his or her distinguished career. John L. Muething received this same award in 2003.

Gail T. King was selected as a **Top 10 Honoree Among Women in Business Law** by *Women's Business Cincinnati*, 2007.

OUR VISION & VALUES

Founded in 1954, KMK prides itself on attracting the best and brightest legal talent in the market. We maintain our standard of excellence by recruiting and retaining individuals who embody the high personal and professional ideals of our firm.

CAMARADERIE

KMK strives to maintain a collegial, family-like, work environment. Our vision is to excel as a law firm by recruiting and retaining highly qualified attorneys and staff with diverse backgrounds. We value the personal and the professional contributions of every individual. One of the many guideposts for our firm is to instill mutual respect in our employees.

KMK is a large firm with a small firm mentality. We maintain a close-knit, supportive and energetic environment. Our high retention rate and camaraderie support our delivery of top-quality service and excellent results for our clients. Observations from our attorneys support these ideas.

According to Don Gardner, senior partner and KMK attorney since 1959, “There was a culture of being close to each other at the beginning and since we have evolved slowly and tried to bring that culture with us as we got bigger, I’m proud to say that we have retained that family and close culture in spite of our size because of the way this firm is managed.”

Jim Burke, partner and KMK attorney since 1981, agrees. “Some of the most fun any senior lawyer has is when a younger lawyer walks into your office and says, ‘Hey, I’ve got a problem.’ That’s the most important thing, and frankly, that’s the beauty of KMK in general . . . interaction between lawyers, bouncing ideas off of people. I still do it at my level. I still ask other partners for advice on closing arguments, on case strategy. That is what makes practicing law at KMK fun and that’s the lifeblood of our firm: collaboration and collegiality.”

INTEGRITY

At KMK, we are committed to serving each client with integrity and respect. Our attorneys take pride in thoroughly understanding each client's business. This personal investment allows them to provide the most appropriate advice. We are proud to have many long-term clients, and we believe they are a testament to the strong professional relationships we have developed.

This level of integrity is a mainstay at KMK. John Muething, one of KMK founders and a senior partner, said: "Ethics is a matter of our moral code and it's not a matter of what you can learn, it's a matter of what you will do under given circumstances based upon what you believe is the right and moral thing to do."

WORK ETHIC

Timeliness and responsiveness are important commitments we make to clients. A sense of urgency is embedded in our culture. We continue to keep pace with the changing needs of our clients, working to anticipate change to compete in a dynamic business world. This responsive work ethic is reflected in the comments of Don Klekamp, a senior partner and KMK attorney since 1959: "I still say to the young associates, 'If you can't return a telephone call within an hour, give it to me and I'll return it.'"

Gary Kreider, senior partner and KMK attorney since 1963, agrees. "The question is how you serve people. Do you consider client service your main objective and not worry about yourself, but rather say 'what does the client need?' I think that's the type of culture we have to maintain."

WORK-LIFE BALANCE

KMK recognizes that work-life balance is important to everyone. We realize non-traditional career paths may be more suitable in certain situations. KMK is committed to supporting a work-life balance for attorneys that is interpreted on an individual basis.

"We believe in working hard, but we still have a good time at the office. We also believe in and support work-life balance. Going home to your family at night is a priority at KMK. We know it's important to have that balance," said Lisa Wintersheimer Michel, Board Member and KMK attorney since 1988.

**MAKING AN ACTUAL, DIRECT IMPACT ON
THE COMMUNITIES WE SERVE, A TRADITION
PASSED ON FROM OUR FOUNDERS, REMAINS
IMPORTANT AT KMK.**

This tradition involves our attorneys and staff contributing to the community and providing pro bono services to organizations devoted to the betterment of communities, and to individuals who are unable to pay for needed legal services.

In the past two years, our firm has financially supported various local charities, schools and civic organizations, contributing more than \$500,000 over and above the \$246,000 contributed to The United Way and \$137,000 to The Fine Arts Fund by members and employees of the firm. In addition to our monetary donations, our attorneys and staff volunteered a significant number of service hours to varying charitable, educational and civic causes throughout the Greater Cincinnati region.

For a partial list of the organizations our firm, attorneys and staff support with time and resources, please visit www.kmklaw.com.

COMMUNITY INVOLVEMENT

DIVERSITY

KMK actively recruits and retains minority attorneys and other employees. Our commitment and efforts towards hiring and maintaining a diverse workforce are reflected by the following:

- » Since 2005, 20% of KMK's new attorney hires have been minorities and 43% have been women;
- » In our Summer Associate Programs in 2005, 2006 and 2007, 49% of our participants were women and 15% were minorities; and
- » Since 2004, KMK has more than tripled the number of minority attorneys with the firm.

Today, KMK continues to actively recruit individuals with diverse backgrounds. KMK utilizes firm alumni, law school faculty and minority job fairs to increase its minority recruitment. Over the past three years, KMK has participated in local and national minority job fairs, including the Minority Law Student Job Fair, held by the Cook County Bar Association in Chicago; the Southeastern Minority Conference in Atlanta; the Midwest Minority BLSA Recruitment Conference; the BLAC-CBA Minority Clerkship Program; and the Tri-State Diversity Program.

Locally, KMK was a founding participant and remains an active member of the Greater Cincinnati Minority Counsel Program and the BLAC-CBA Round Table. Our Diversity Committee is dedicated to supporting and leading KMK's continued efforts to recruit and foster a diverse work environment.

In 2006, KMK partnered with the Black Law Student Association at the University of Cincinnati College of Law and Salmon P. Chase College of Law, Northern Kentucky University to design a program geared for first-year minority law students. The goal of the program, the Academic Connections Experience (ACE), is to provide minority students with the skills necessary to understand and analyze court opinions and statutes. The program assists students by enhancing their understanding of the methodology of legal reasoning and the development of written and oral communication skills.

Some of the minority events we are involved with and support include:

ACADEMIC CONNECTIONS EXPERIENCE (ACE)
CINCINNATI HUMAN RELATIONS COMMISSION
DIVERSITY RECRUITING TRAINING INSTITUTE
DREAMKEEPERS BREAKFAST
HOLMES HIGH SCHOOL CO-OP PROGRAM
**NATIONAL CONFERENCE FOR
COMMUNITY & JUSTICE**
**TRI-STATE DIVERSITY
RECRUITING CONFERENCE**

**URBAN LEAGUE ACCELERATED CALL
CENTER JOB TRAINING PROGRAM**
**YWCA HEART-TO-HEART
RACIAL JUSTICE BREAKFAST**
YWCA CAREER WOMEN OF ACHIEVEMENT
YMCA BLACK ACHIEVERS BANQUET
YMCA ANNUAL SALUTE TO BLACK LEADERS

PARTNERS

KMK IS PROUD TO ANNOUNCE THAT THE FOLLOWING LAWYERS WERE NAMED PARTNERS EFFECTIVE OCTOBER 1, 2007.



D. Brock Denton, Partner
Corporate and Securities
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Mr. Denton's practice is concentrated in the corporate and finance areas where he has extensive experience in mergers, acquisitions and divestitures representing both public and closely-held corporations. His corporate practice also includes representing clients in various business transactions including forming joint ventures and new businesses. Mr. Denton regularly acts in a general counsel capacity to privately held clients who do not have in-house counsel. In addition to his corporate practice, Mr. Denton advises both franchisors and franchisees regarding state and federal franchise law matters.

Mr. Denton is the Co-Chair of the firm's Hiring Committee and formerly served as the Summer Associate Program Coordinator. He received his J.D. from Salmon P. Chase College of Law, Northern Kentucky University (2000) magna cum laude, Order of the Curia and his B.S. from the University of Kentucky (1997).



Caroline M. DiMauro, Partner
Labor and Employment
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Ms. DiMauro's practice is concentrated in labor and employment law. She has experience representing management in various aspects of labor and employment law. She has handled cases before state and federal courts and civil rights agencies, including claims involving allegations of sexual harassment, race, age, gender and disability discrimination, wrongful discharge, FMLA violations and breach of employment agreements. She also advises clients on various employment policies and practices, including employee handbooks, employee discipline, discharge, and investigations of discrimination and employee misconduct.

Prior to law school, Ms. DiMauro worked as a newspaper journalist. She served as editor-in-chief at *The Greensburg Daily News* and later worked as a copy editor at *The Cincinnati Enquirer*. She received her J.D. from the University of Cincinnati College of Law (1999) and her B.A. from Indiana University (1991).



David A. Meyer, Partner

Litigation; Insurance; Environmental Litigation

(513) 579-6532

dmeyer@kmlaw.com

Mr. Meyer's practice is concentrated in the areas of construction, environmental and insurance law. Mr. Meyer counsels clients on various environmental issues associated with real estate development and corporate transactions. He also counsels clients on regulatory compliance issues such as air pollution control, solid and hazardous waste management, wastewater and storm water discharges, and hazardous materials transportation issues. Mr. Meyer has experience in defending environmental enforcement actions and challenging actions by state and federal regulatory agencies on behalf of clients.

Mr. Meyer's experience includes environmental insurance placement, negotiation and coverage analysis. In addition to environmental insurance matters, Mr. Meyer's insurance practice includes general insurance coverage analysis, claims negotiation and coverage litigation. As in-house counsel for Nationwide Insurance Company from 1997 to 2000, he was responsible for a variety of regulatory and business matters associated with property and casualty insurance industry, including regulation of insurance rates and policy language, insurance brokerage, reinsurance, and insurance company licensing and capitalization.

Mr. Meyer's construction practice includes drafting and negotiating construction contracts and related development agreements on behalf of owners, developers, construction managers and contractors. He also helps clients resolve construction related disputes through negotiated settlement, mediation, arbitration and, if necessary, litigation. He received his J.D. from Salmon P. Chase College of Law, Northern Kentucky University (1996) and his B.S. from Thomas More College (1991).

OF COUNSEL

**KMK IS PROUD TO ANNOUNCE THAT THE FOLLOWING LAWYERS
JOINED THE FIRM AS OF COUNSEL IN 2007.**



Mike DeWine, Of Counsel
Corporate Investigations
(513) 562-1400
mdewine@kmkllaw.com

Mr. DeWine is Co-Chair of KMK's Corporate Investigations Group. He focuses his practice on corporate investigations, and consulting regarding strategic issues pertaining to business and government. He assists public and private companies on strategic issues, including corporate governance, securities and antitrust matters. He has developed significant expertise in these areas throughout his career, especially while serving as a Prosecutor and a member of the United States Senate. He spent 12 years in the U.S. Senate, serving on numerous important committees including:

- » Judiciary Committee, Chairman of the Antitrust Competition Policy and Consumer Rights Subcommittee and as a member of the full Judiciary Committee.
- » Senate Select Committee on Intelligence, Leader in an effort to reform our nation's intelligence community.
- » Appropriations Committee, First Senator from Ohio in nearly six decades to serve on this Committee tasked with the important job of determining the use and distribution of federal tax dollars.
- » Health, Education, Labor and Pensions Committee, Chairman of the Retirement Security and Aging Subcommittee and member of the full HELP Committee.

Mr. DeWine spent over 30 years in public service at all levels of government. He began his career as Assistant Prosecuting Attorney for Greene County, and in 1976, he was elected Prosecutor. Mr. DeWine served as an Ohio State Senator, a four-term U.S. Congressman, and as Ohio's 59th Lieutenant Governor. Over his 30 years in public service, Mr. DeWine developed a reputation for being hard working, honest and solution-oriented. He received his J.D. from Ohio Northern University Pettit College of Law (1972) and his B.S. from Miami University (1969). Prior to joining KMK, Mr. DeWine served in the following roles:

- » United States Senator (Ohio), 1995 - 2007
- » 59th Lieutenant Governor of Ohio, 1991-1994,
- » U.S. Representative (Ohio) 7th District; 1983-1990
- » State Senator (R-Ohio) 10th District, 1981-1982
- » Greene County Prosecuting Attorney, 1977-1981
- » Greene County Assistant Prosecuting Attorney, 1973-1975



Linda H. Schaffer, Of Counsel

Real Estate

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Ms. Schaffer joined KMK and Riverbend Commercial Title Agency Limited Partnership in an Of Counsel capacity in the real estate and title agency practice groups. Her practice is concentrated in title insurance and real estate acquisition, development and finance areas where she assists clients engaged in both local and national acquisitions and dispositions.

Prior to joining KMK and Riverbend, Ms. Schaffer practiced at a law firm in Northern Kentucky. Her practice areas included real estate, title law, probate, wills, family law, including dissolutions and adoptions, bankruptcy and municipal law. She received her J.D. from the Salmon P. Chase College of Law, Northern Kentucky University (1981) and her B.A. from Northern Kentucky University (1974).



J. Michael Hurst, Of Counsel

Intellectual Property

(513) 562-1401

mhurst@kmklaw.com

Mr. Hurst joined KMK in an Of Counsel capacity in the intellectual property group. He has extensive experience in trademark prosecution and protection as well as in intellectual property licensing areas, both in the U.S. and internationally.

Prior to joining KMK, Mr. Hurst served as Corporate Counsel-IP at Caterpillar, Inc. in Peoria, Illinois. He received his J.D. from The University of Cincinnati College of Law (1998) and his B.S. from Duke University (1995).

ASSOCIATES

KMK IS PROUD TO ANNOUNCE THAT THE FOLLOWING ASSOCIATES
JOINED THE FIRM IN 2007.



Helen F. Bean
Labor and Employment
(513) 579-6473
hbean@kmklaw.com

Ms. Bean graduated from the University of Cincinnati College of Law in 2003; Order of the Barristers. She is certified by the American Society for Training and Development as a Certified Professional in Learning and Performance. Prior to joining KMK, Ms. Bean was an associate in the Labor and Employment Litigation group at Baker, Donelson, Bearman, Caldwell & Berkowitz P.C. in Nashville, Tennessee.



April L. Besl
Intellectual Property
(513) 562-1454
abesl@kmklaw.com

Ms. Besl graduated from the University of Dayton School of Law in 2007. She served on the Moot Court Board and as the president of the Law Students for the Arts.



Allison M. Bisig
Real Estate
(513) 562-1435
abisig@kmklaw.com

Ms. Bisig graduated from Ohio Northern University Pettit College of Law in 2006. Prior to joining KMK, she worked as an Assistant Prosecuting Attorney with the Hamilton County Prosecutor's Office. She currently serves as the Vice-Chair of the Women Lawyers for the Cincinnati Bar Association and is a member of the Rotary Club of Cincinnati.



Michael T. Cappel
Litigation
(513) 639-3963
mcappel@kmklaw.com

Mr. Cappel graduated from the University of Cincinnati College of Law in 2005. He served on the editorial board for the Law Review. Prior to joining KMK, Mr. Cappel served as a law clerk to the Honorable Mark P. Painter, Ohio First District Court of Appeals.



Laura H. Cox
Tax
(513) 562-1451
lcox@kmklaw.com

Ms. Cox graduated from the University of Cincinnati College of Law in 2007 summa cum laude. She served as the Finance Director for the Moot Court Honor Board.



Bryan A. Jacobs
Corporate and Securities
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 bjacobs@kmkllaw.com

Mr. Jacobs graduated from Vanderbilt University School of Law in 2007. He served as Vice President of the Trial Advocacy Society and as an editor of the Journal of Transnational Law.



Amber M. Justice-Manning
Litigation
 (513) 562-1431
 ajustice-manning@kmkllaw.com

Ms. Justice-Manning graduated first in her class from Salmon P. Chase College of Law, Northern Kentucky University in 2007. She served as a member of the Law Review.



Matthew C. Metzger
Commercial Finance
 (513) 562-1420
 mmetzger@kmkllaw.com

Mr. Metzger graduated cum laude from the University of Cincinnati College of Law in 2007 after obtaining his B.B.A. in economics from the University of Iowa.



Benjamin G. Stewart
Litigation
 (513) 579-6405
 bgstewart@kmkllaw.com

Mr. Stewart graduated from The University of Chicago Law School in 2003. Prior to joining KMK, he was an associate in the Commercial, Competition and Securities Litigation group at the Chicago office of Sidley Austin LLP. There, he represented clients in a wide variety of litigation, including securities cases, class actions and commercial arbitration. He also represented clients in response to SEC, NASD and Department of Justice actions, as well as in connection with several internal investigations.



Brandi M. Stewart
Litigation
 (513) 579-6409
 bstewart@kmkllaw.com

Ms. Stewart graduated from the University of Kentucky College of Law in 2007. She served on the Moot Court Board, the Trial Advocacy Board and the College of Law Honor Council. Ms. Stewart also served as the South Regional Secretary of the National Black Law Student Association and was involved with the Journal of Natural Resources and Environmental Law.



Barrett P. Tullis
Real Estate
 (513) 562-1445
 btullis@kmkllaw.com

Mr. Tullis graduated first in his class from the University of Dayton School of Law in 2007. He served as Editor-in-Chief of Law Review.

OUR WORD AND OUR WORK

Practical advice in the best interest of the client and time-tested business solutions have been the hallmarks of KMK since our founding in 1954. We make these commitments to our clients:

A SENSE OF URGENCY.

We recognize that we are in a service business and that our clients expect and deserve timeliness and responsiveness. The firm's Founders adopted a sense of urgency in addressing client matters which is imbedded into our culture.

INTEGRITY.

We represent clients in a skillful and honest manner, taking ownership of every action in our dealings with clients and others with unyielding integrity.

STRONG WORK ETHIC.

At KMK we stay ahead of the curve. We are energized to know where the economy is headed and the latest developments within the legal profession. To us, providing the best service means being confident about what we do and accurately delivering timely service with the client's goals in mind.

PRACTICE GROUPS

KMK is a Cincinnati law firm that represents clients of all sizes, from individuals to small start-up companies to Fortune 500® corporations. KMK is proud to have many long-term clients; in fact, several of these relationships go back 50 years, a testament to the strong relationships we develop with clients.

As the largest first-generation law firm in Greater Cincinnati, KMK offers the breadth and depth of experience to meet the varied needs of clients from all over the country. We handle client matters from litigation to mergers and acquisitions to real estate-and everything in between.

The following pages highlight the accomplishments of our practice groups throughout 2007.

CORPORATE & SECURITIES

In 2007, the Corporate and Securities Group enjoyed success in middle-market M&A transactions. Sell-side representations particularly increased due to the robustness of U.S. M&A markets, invigorated by private equity activity and a very favorable (until late June) credit environment. The year ends with a significant list of middle-market transactions, both on the sell-side and the buy-side, in progress.

In larger capitalization transactions, the Corporate and Securities Group continued its general representation of the American Financial Group, Inc. companies, Cintas Corporation and Kendle International Inc. among others. Working in tandem with the KMK team that represents asbestos settlement trusts, the Corporate and Securities Group is also involved in a number of large capitalization M&A representations in this unique and complex industry.

“KMK ATTORNEYS GIVE US OUTSTANDING SERVICE. THEY PROVIDE GREAT RESPONSE TIME, STRONG EXPERTISE AND WORK VERY COLLABORATIVELY WITH OUR DEPARTMENT. IT IS REASSURING TO KNOW WE CAN COUNT ON KMK.”

*– Eve Rosen Senior Vice President, General Counsel
and Assistant Secretary, Great American Insurance Company*

2007 was also an active year in securities law. The Corporate and Securities Group provided 1934 Act review and compliance services to its regular public company clients. While Sarbanes-Oxley, now five years old, remains a major focus of KMK's securities compliance work, new SEC disclosure initiatives, particularly on executive compensation, provided ample material for Group lawyers to exhibit their expertise and experience in compliance matters. Group lawyers were also involved in significant capital raising transactions, both public offerings and private placements.

As noted above, private equity and venture capital activity has been at historically high levels in 2007. The Corporate and Securities Group continued to represent The Walnut Group in its private equity investment and investor monetization activities and also represented “angel” investor groups, venture capital firms and other private investors in numerous investment transactions.

With a dedicated team of 26 lawyers, the Corporate and Securities Group handles business law matters for all types and sizes of business organizations, including public and private corporations, new markets tax credit funds, “patient capital” investment funds, limited and general partnerships, limited liability companies and sole proprietorships. The Group offers business formation and counseling services, M&A services, and counsel on joint ventures, franchising and other business expansion alternatives. KMK is well known for its success in assisting business

clients in their corporate development, from start-up to early stage growth all the way to public company status and beyond. KMK's Corporate and Securities Group named two new Practice Group Chairs in 2007 – James M. Jansing and Mark A. Weiss.

PUBLIC COMPANY TRANSACTIONS

- » Completed the sale of American Financial Group's interest in Grand Central Terminal and associated air rights in New York City.
- » Represented Great American Financial Resources, Inc. in a \$235 million going-private transaction, the \$205 million acquisition of Ceres Group, Inc. and a \$250 million shelf registration of debt and equity securities.
- » Represented Kendle International in its \$215 million acquisition of the clinical services business of Charles River Laboratories International, Inc.; its \$225 million underwritten offering of convertible debt securities and hedging transactions in connection with a shelf registration; and six acquisitions made by Kendle through asset and stock transactions of clinical drug development and consulting companies in the United States and Europe ranging in size from \$5 million to \$36 million.
- » Represented Cintas Corporation in 39 stock and asset acquisition transactions involving a variety of business units and two joint ventures. KMK also represented Cintas in a corporate reorganization/restructuring involving all U.S. and foreign-based Cintas entities.

“KMK ATTORNEYS ARE COMPREHENSIVE AND FOCUSED ON DELIVERING UNBIASED, DIRECT LEGAL ADVICE. THEY ARE WILLING TO ASSERT POSITIONS STRONGLY IF NECESSARY AND WILLING TO REALISTICALLY ADVISE WHEN LITIGATION IS APPROPRIATE. KMK IS A GREAT BUSINESS PARTNER WHO HELPS ITS CLIENTS UNDERSTAND THE RISKS AND BENEFITS OF MAJOR ISSUES.”

– Jay Plum *Executive Vice President, RBS Citizens N.A.*

PRIVATE COMPANY TRANSACTIONS

- » Represented owners of a closely-held business in the turbine engine component repair business in a sale to a private equity purchaser owned by The Carlyle Group, for undisclosed consideration.
- » Represented investor group in acquisition of Stir Crazy Restaurants, a pan-Asian restaurant group, for undisclosed consideration.
- » Represented sellers and buyers in a variety of M&A transactions involving businesses in the insurance, funeral home, energy, convenience store, furniture, steel, manufacturing and distribution industries, among others.

CORPORATE INVESTIGATIONS

The growth of KMK's Corporate Investigations Group was enhanced earlier this year when former U.S. Senator Mike DeWine joined KMK as of counsel. He was appointed Co-Chair of the firm's group, along with KMK partner James E. Burke.

KMK's Corporate Investigations Group analyzes the legal vulnerability of clients, offers solutions and recommendations for appropriate courses of action and helps clients address and comply with corporate governance responsibilities. Attorneys at KMK have handled internal investigations involving allegations of Sarbanes-Oxley compliance, accounting issues and possible irregularities, audit committee assignments and engagements, insider-trading and other matters involving publicly-traded securities and transactions, back-dating of stock options, stock exchange requirements and compliance, special committee assignments in connection with complex corporate transactions and affiliated-party sales and acquisitions, public company disclosure and reporting issues, environmental matters and investigations, and financial reporting and securities compliance issues.

“KMK HAS AN EXCELLENT REPUTATION ADVISING PUBLIC AND PRIVATE COMPANIES ON A WIDE RANGE OF ISSUES. SINCE THE PASSAGE OF THE SARBANES-OXLEY ACT IN 2002, INTERNAL INVESTIGATIVE PROCEDURES AND CORPORATE COMPLIANCE PROGRAMS HAVE BECOME MORE IMPORTANT TO ORGANIZATIONS THAN EVER BEFORE. I AM HONORED TO HAVE THE OPPORTUNITY TO WORK WITH A FIRM THAT CAN OFFER THE ABILITY, CREDIBILITY AND REASONABLE FEES AND COSTS THAT PUBLIC COMPANIES SEEK IN THIS ENVIRONMENT OF INTENSIFIED CORPORATE OVERSIGHT.”

– Mike DeWine

Mike DeWine served as a U.S. Senator from Ohio between 1995 and 2007. Prior to his 12-year term as Senator, Mr. DeWine served in a number of public service positions. He served as the Prosecuting Attorney for Greene County, Ohio from 1977-1981. He was elected in 1980 to the Ohio State Senate before being elected to the U.S. House of Representatives in 1982. He was re-elected to the House three times. In 1990, he was elected the 59th Lieutenant Governor of Ohio, and served in that position from 1991 to 1995 before his election to the U.S. Senate. He earned his J.D. from Ohio Northern University and his B.S. from Miami University in Oxford, Ohio.

Jim Burke has been a partner at KMK for 26 years. His practice focuses on complex corporate and commercial litigation, including both trial and appellate practice in state and federal court. He is the former head of KMK's Litigation Group and previously served on the firm's Board of Directors. He has received numerous accolades at the national and state level: in 1997 he was inducted into The American College of Trial Lawyers; he is listed in *The Best Lawyers in America*, one of 412 attorneys nationwide selected in the "Bet-the-Company Litigation" category; he has been listed in *Chambers USA: America's Leading Business Lawyers* 2004-2007; and has been named one of the Top 10 Lawyers in Ohio and Top 50 Lawyers in Cincinnati by Ohio Super Lawyer and Law and Politics.

REAL ESTATE

KMK's Real Estate Group is known for its work in the acquisition, development and financing of many sophisticated real estate projects in Greater Cincinnati, including downtown office towers, suburban office parks, retail shopping centers and malls, industrial parks and residential subdivisions.

“WE AT TOWNE PROPERTIES CONSIDER KMK ATTORNEYS AS A KEY PART OF OUR TEAM. WE HAVE USED THEM IN MANY DIFFERENT AND DIFFICULT SITUATIONS AND HAVE ALWAYS RECEIVED SUPERB, PROFESSIONAL AND COMMON SENSE SUPPORT.”

– Neil K. Bortz, *Partner, Towne Properties*

We continue to represent buyers, sellers, developers, business owners, landlords, tenants, lenders and borrowers in a full range of services, from organizing and structuring the largest, most complex real estate transactions throughout the country to advising clients on their environmental compliance and regulatory and liability issues.

“AT KMK THERE ARE WONDERFUL LEGAL RESOURCES THAT CAN BE TAPPED INTO AND WE ALWAYS FEEL WE RECEIVE EXCELLENT ADVICE FOR A GREAT VALUE.”

– Matt Daniels, *President, Bear Creek Capital, LLC*

The Real Estate Group continues to develop depth and expertise, with the recent additions of Linda H. Schaffer, Allison M. Bisig and Barrett P. Tullis, and the recent certification of Kenneth P. Kreider as a Specialist in Business, Commercial and Industrial Real Property Law by the Ohio State Bar Association.

REPRESENTATIVE REAL ESTATE TRANSACTIONS

- » Represented Bear Creek in the \$100 million “Newport Pavilion” project off of Grand Avenue in Newport, Kentucky and in a \$190 million project at the Safeco Insurance site in Kenwood, Ohio.
- » Represented 312 Walnut in the \$70 million refinancing of the 312 Walnut Building in downtown Cincinnati, also known as the Scripps Center with US Bank.
- » Represented Al. Neyer Inc. in the \$100 million development and financing of the office/retail mixed use project in Norwood, Ohio and in the Columbia Square development in suburban Cincinnati.

“KMK ATTORNEYS PROVIDE PROMPT, PROFESSIONAL SERVICE! THEY KNOW OUR BUSINESS AND CAN PROVIDE THE SERVICE WE NEED QUICKLY AND EFFICIENTLY. THE ATTORNEYS AT KMK TAKE A PRACTICAL APPROACH TO OUR NEEDS AND ARE GENUINELY INTERESTED IN SEEING OUR COMPANY DO WELL.”

– Marilyn Mitchell, *Chief Financial Officer, United Dairy Farmers*

MASS TORT SETTLEMENT TRUSTS & BANKRUPTCY

KMK is among the few law firms in the nation with significant experience in representing mass tort settlement trusts, which are established by bankruptcy courts to oversee settlements with injured parties. KMK currently represents more than 10 settlement trusts, ranging in size of corpus from \$15 million to \$2 billion. These trusts are designed to be in existence for decades, paying out funds to individuals who manifest injuries at a time in the future, and KMK has served as general counsel to many of these trusts since their creation. Often these trusts own equity interests in the operating companies which emerge from the bankruptcy process and our representation involves normal issues arising from significant ownership positions.

Facing issues such as mergers and acquisitions, governance, tax, and other related corporate issues, these settlement trusts function much like large, privately-held corporations. KMK advises the trustees on all aspects of managing the trust funds. Moreover, our lawyers have unique experience with the tax laws governing qualified settlement funds, the bankruptcy statutes and plans of reorganization that give rise to mass tort settlement trusts, as well as the insurance assets and insurance coverage disputes common to such trusts. In addition, our experience extends to the supervisory proceedings in bankruptcy courts retaining jurisdiction over such trusts after the conclusion of the bankruptcy cases.

**“KMK PROVIDES EXCELLENT SERVICE AND LEGAL ADVICE.
I HAVE CONFIDENCE THAT MY COMPANIES’ LEGAL ISSUES
ARE WELL THOUGHT THROUGH AND KMK CONSIDERS OUR
BUSINESS INTEREST WHEN RESOLVING A LEGAL PROBLEM.”**

– **John L. Mekus**, *Executive Director,
Celotex Asbestos Settlement Trust*

This practice area requires the expertise of attorneys in a wide variety of disciplines, from corporate to securities to tax to litigation. KMK attorneys work as a team across these disciplines to fully and efficiently service these large settlement trusts, providing counsel on all issues the trusts may face.

REPRESENTATIVE MASS TORT SETTLEMENT TRUSTS ENGAGEMENTS

- » We have been general counsel of the Celotex Asbestos Settlement Trust since it was established in 1997. The Celotex Trust was funded with more than \$1.5 billion in assets, including all the stock in the reorganized Celotex Corporation and Carey Canada Corporation. Our lawyers assisted in all aspects of the start-up of the Celotex Trust, and represented the Celotex Trust in its sale of the businesses of Celotex Corporation and Carey Canada in several transactions valued at more than \$500 million.
- » KMK has been general counsel to the UNR Asbestos-Disease Claims Trust since 2001. The firm was retained to defend the trustees against litigation brought in the U.S. Bankruptcy Court for Northern District of Illinois by trust beneficiaries about certain changes to the Trust's methods of processing asbestos claims. The firm successfully defended the trustees in that litigation, and the firm now acts as general counsel to the UNR Trust. Our lawyers regularly appear in the United States Bankruptcy Court for the Northern District of Illinois to represent the UNR Trust in supervisory proceedings.
- » We have been general counsel to the AWI Asbestos Settlement Trust since its creation in October 2006. The Trust has over \$2 billion in assets, the majority of which is comprised of the stock of Armstrong World Industries, Inc., a publicly-traded corporation. KMK advises the Trust on all aspects of trust start-up, trust governance, and other issues facing the majority owner of a publicly-traded corporation. We work closely with the trustees to guide them in their fiduciary obligations and counsel them as stewards of the trust's corpus.

LITIGATION

KMK's Litigation Group is the preeminent litigation and dispute resolution team in this region. Our lawyers are consistently involved in high-stakes litigation in state and federal courts throughout the country. KMK litigators continue to be client-driven and always seek the most pragmatic, cost-effective solution for clients. We are often engaged in cases that require innovative strategies and cases that help shape industry standards.

In 2007, the Litigation Group proactively utilized new software and extranet sites to efficiently service clients. We made a major technology investment, purchasing the Ringtail System, an industry-leading litigation document management software that has the capability to manage millions of documents. This technology allows multi-users, including our clients from their place of business, to scan and load documents into the system, and then review, organize, code, index, and prepare the documents for production or other litigation or alternative dispute resolution uses. Ringtail, along with custom-designed client extranet sites which KMK has successfully used for years, has assisted KMK litigators in providing cost-effective and timely outcomes in courtroom litigation and alternative dispute resolution for both public and privately-held clients. On a regular basis, our litigators are involved in many types of business disputes, including contract disputes, fraud issues, supply/vendor disputes, securities litigation, accountant, officer and director liability issues, and unfair competition matters.

“I HAVE GROWN TO EXPECT THE BEST FROM KMK AND THEY ALWAYS DELIVER! KMK ATTORNEYS ARE CONSISTENT IN THEIR APPROACH AND BRING GREAT VALUE TO OUR COMPANY. THEY ARE INNOVATIVE, ATTENTIVE AND TRULY CARE ABOUT THE SUCCESS OF CINTAS WHICH SHOWS IN THEIR WORK AND RESULTS.”

*– Tom Frooman, Vice President,
Secretary and General Counsel, Cintas Corporation*

The Litigation Group currently includes 40 lawyers and continues to grow. In 2007, associates Benjamin G. Stewart, Michael T. Cappel, Brandi M. Stewart and Amber M. Justice-Manning joined the group, all of whom have added to the continued success and strength of the group.

REPRESENTATIVE CASES

- » Represented Ohio Fresh Eggs in its emergency appeal before the Environmental Review Appeals Commission after the Ohio Department of Agriculture (ODA) revoked the operation permits for Ohio Fresh Eggs, Ohio's

largest egg producer. ODA ordered the immediate shutdown of Ohio Fresh Eggs' facilities and the destruction of all its birds pursuant to an aggressive barn closure schedule, thereby placing in peril Ohio Fresh Eggs' \$125 million investment. KMK successfully obtained a stay on the closure order and a de novo evidentiary hearing on newly discovered evidence, and following KMK's briefing and argument on the merits of the appeal, the Environmental Review Appeals Commission issued a unanimous panel decision reversing and vacating the Ohio Department of Agriculture's permit revocation order against Ohio Fresh Eggs.

- » Represented seepex, Inc. in an action before the London Court of International Arbitration (LCIA). seepex sold \$400,000 worth of pumps and equipment that ABB Alstom Power incorporated into a power plant that Alstom was building in Redbank, Australia. When the power plant did not perform as planned and construction was delayed, Alstom blamed it on the pumps and sued seepex for approximately \$1.2 million in damages. Alstom alleged claims for breach of contract, misrepresentation, and breach of warranty. Over Alstom's objection, the Court referred the matter to binding arbitration with the LCIA in accordance with the parties' agreement. KMK successfully defended against Alstom's claims at the arbitration hearing and obtained an award from the LCIA arbitrator that seepex was not liable for any of Alstom's claims. In addition, the Arbitrator awarded seepex all of its attorney's fees and litigation expenses.
- » Represented Cintas Corporation in a labor union lawsuit which alleged that proxy materials for the annual shareholders meeting contained false and misleading information. The union sought to stop the annual meeting from even taking place. KMK successfully defended the action and the case was dismissed.
- » Represented Escort, Inc. in a dispute with its property insurer, which claimed that its policy did not cover the theft of several hundred thousand dollars of radar detectors. We successfully mediated the matter, resulting in a settlement over 20 times what the insurer offered before KMK's involvement.
- » Represented a national bank in a commercial dispute with a Fortune 500® company. Following an early case evaluation, we pursued mediation before significant discovery had occurred to minimize costs. We were able to obtain a seven-figure settlement while holding legal fees to a minimum.
- » Represented a client who was severely injured in a product liability case when a U-Haul trailer overturned on the highway. The client was awarded \$2.65 million dollars in a federal jury verdict including an award of punitive damages. Moreover, the court is presently considering an award of attorneys' fees as sanctions for the defendant's misconduct in discovery and at trial that could result in an additional award of more than \$1,000,000.
- » Represented Cintas Corporation in declaratory judgment action against an insurance company who sued Cintas claiming that there was no coverage under an insurance policy. We obtained summary judgment resulting in \$10 million in insurance coverage for Cintas thereby avoiding the necessity and expense of a trial.

LABOR & EMPLOYMENT

KMK's Labor and Employment Group named a new Practice Group Chair in 2007 – Paul D. Dorger. Also in 2007, Caroline M. DiMauro was named a partner. Our Labor and Employment attorneys understand the importance of maintaining positive employee relations and a productive work environment for our clients. We continue to help managers deal with change and avoid costly litigation by assisting with the development and implementation of human resources practices, personnel policies, disciplinary procedures, employment agreements, performance evaluations and union avoidance strategies.

“KMK HAS ALWAYS BEEN RESPONSIVE, PROACTIVE AND PROVIDES OUTSTANDING WORK PERFORMANCE. THEIR ABILITY TO GET TO THE ROOT OF THE ISSUES QUICKLY AND PLAN AN EFFECTIVE STRATEGY HAS PROVEN TO BE EXTREMELY BENEFICIAL TO OUR COMPANY.”

– Thomas J. Harris III, *General Counsel, Comair, Inc.*

In 2007, our Labor and Employment group invested in WebEx, an online seminar software tool which enables us to provide a more convenient way to interact with our clients regarding legal updates, specifically in the ever-changing Labor and Employment area. The Labor and Employment Group also continued to develop extranets for our clients to assist them in organizing policies and handbooks and, if necessary, employment litigation. In 2007, associate Helen F. Bean, a certified trainer in labor and employment law, joined the firm, expanding our client training services and capabilities.

REPRESENTATIVE MATTERS

Represented employers in numerous employment-related lawsuits throughout the country including the following cases:

- » Represented Fortune 500® company in the defense of a nationwide class action lawsuit involving allegations of discrimination.
- » Obtained a defense jury verdict in an age discrimination lawsuit filed in the United States District Court for the Southern District of Ohio.
- » Defeated class certification petition filed in Federal Court in West Virginia asserting wage and hour claims under the federal and West Virginia wage payment statutes.
- » Summary judgment granted and lawsuit dismissed in Federal Court in Texas following allegations of age, national origin and religious discrimination.
- » Obtained dismissal of a retaliation lawsuit based on “ministerial exemption” available to a religious organization; dismissal decision affirmed by the Ohio Court of Appeals.
- » Negotiated collective bargaining agreements on behalf of employers in several different industries, including manufacturing, transportation and product distribution.
- » Counseled employers in regards to many difficult issues including: restructuring involving plant closings and union avoidance and the integration of plants and workforces following mergers.
- » Advised companies in connection with the separation of senior executives.
- » Enforced restrictive covenant and protected trade secrets in federal and state courts throughout the U.S.

COMMERCIAL FINANCE

The Commercial Finance Group continues to provide representation for secured and unsecured commercial loan transactions and leasing transactions for some of the region's largest banks, insurance companies, debt and equity funds and other financial institutions.

The group also handles all aspects of public finance involving traditional issuers of municipal securities such as state agencies, cities, counties, townships, schools, colleges and universities, as well as special districts such as port authorities and utility (water and sewer) districts, in both Ohio and Kentucky. We also serve as underwriters or placement agent counsel, letter of credit bank counsel and bond counsel for taxable variable rate note issues.

“AT KMK, THE SERVICES ARE PROVIDED BY ATTORNEYS THAT ARE THE BEST IN THEIR RESPECTIVE FIELDS. THEY HANDLE TRANSACTIONS EXPEDITIOUSLY WITH NO ATTORNEY OVERLOAD AND AT REASONABLE RATES.”

– James C. Kennedy, Vice President and Deputy General Counsel, American Financial Group, Inc.

2007 was a year of growth for our Commercial Finance Group. With the addition of partner Kal Steinberg, formerly a partner with the law firm of Pillsbury Winthrop Shaw Pittman LLP in Los Angeles, California, and associate Matthew C. Metzger, the group continues to gain expertise in capital financing, mergers and acquisitions, commercial loan documentation, creditors' rights litigation and leasing and equipment finance.

REPRESENTATIVE TRANSACTIONS

- » Represented a large financial institution on several ongoing corporate financings including continuing sports-related work in regards to on-going financings for the Cincinnati Reds and the St. Louis Cardinals.
- » Represented a limited liability company on numerous aircraft, aircraft-related and other equipment financings, the sale of more than 30 barges and the acquisition of a portfolio of 15 aircraft from General Electric.
- » Represented the City of Newport in the \$96 million maximum aggregate bond issue for construction of new major retail shopping center in Newport for Bear Creek Capital known as “Newport Pavilion” and the \$40 million maximum aggregate bond issue to finance the new South Shore condominium project located on the Ohio River just east of Newport on the Levee.
- » Represented Newport on the Levee in conjunction with its purchase of the former IMAX property located within the Newport on the Levee facility for future redevelopment.

INTELLECTUAL PROPERTY

KMK's Intellectual Property Group is one of the largest practice groups dedicated solely to trademark and copyright in Cincinnati and one of the fastest-growing groups within the firm. Our group represents both multi-national corporations and entrepreneurs starting their businesses.

“KMK ATTORNEYS HAVE PROVIDED P&G'S TRADEMARK DEPARTMENT WITH CONSISTENT, HIGH QUALITY WORK. THEY HAVE BEEN AN EXTENSION OF OUR DEPARTMENT ASSISTING US IN A VERY PROFESSIONAL AND EFFICIENT MANNER.”

*– Carl Roof, Associate General Counsel and Global Trademark Director,
The Procter & Gamble Company*

Our experienced attorneys assist clients in securing and maintaining their intellectual property in the U.S. and abroad. We represent clients in courts across the nation, as well as before the U.S. Trademark Trial and Appeal Board.

With the addition of associate April L. Besl in 2007, and the recent addition of J. Michael Hurst, the Intellectual Property Practice Group continues to expand.

REPRESENTATIVE CLIENTS

- » Currently advise Cintas Corporation, Fifth Third Bank, Great American Insurance Company, Infinity Insurance Company, and The Procter & Gamble Co. on a wide variety of Intellectual Property issues.

REPRESENTATIVE TRANSACTIONS

- » During 2007, assumed management responsibility for a number of Procter & Gamble trademark portfolios, including Anti-Perspirant, Deodorant, Oral Care, Fabric and Household Care, Pharmaceutical, Cosmetics and Personal Health.
- » Negotiated multi-state contracts for Eureka! Ranch to provide training and marketing advise for small businesses under a government funded NIST/MEP Network Program.
- » Pro bono representation of the Legal Aid Society of Cincinnati successfully halting infringing uses of the Legal Aid name in the area.

EMPLOYEE BENEFITS & EXECUTIVE COMPENSATION

KMK's Employee Benefits and Executive Compensation Group continues its steady increase in business, with both existing and new clients. This group was proud to add Cognis to its growing list of new clients in recent years. The group prides itself on taking the time to listen and develop packages and plans that will meet the specific needs and requirements of clients. Our diverse group of clients includes large publicly-traded companies, smaller privately-held businesses, non-profit organizations and individuals. Last year, associate James W. Thweatt joined the group, and the practice continued to grow in 2007.

REPRESENTATIVE MATTERS

- » Advise on the design and implementation of qualified employee retirement plans including 401(k) plans, profit sharing plans, ESOPs, defined benefit pension plans, and cash balance plans.
- » Advise on executive compensation programs and agreements including compliance with Internal Revenue Code Section 409A.
- » Advise on regulatory compliance, administration legal issues, fiduciary issues affecting employee benefit plans, claims processing and governmental agency actions.
- » Advise on all matters relating to welfare plans including HIPAA compliance and COBRA compliance.
- » Advise on employee benefit issues associated with business restructuring transactions such as mergers, acquisitions, reductions in force and business shutdowns.

“KMK IS A VERY RESPECTED AND WELL-KNOWN FIRM. THE ATTORNEYS ARE EXTREMELY KNOWLEDGEABLE AND READILY AVAILABLE TO ANSWER ANY QUESTIONS. WE APPRECIATE THEIR GUIDANCE IN HELPING US MAKE WELL-INFORMED BUSINESS DECISIONS.”

– Raul Rosado Jr., *General Counsel, Cognis Corporation*

PRIVATE CLIENT SERVICES

In 2007, KMK's Private Client Services Group continued to serve clients as trusted counsel in developing creative and tax-efficient solutions for current and long-term estate planning and succession needs. Our lawyers have vast experience in sophisticated estate planning strategies and techniques and are very knowledgeable in related areas including business succession planning, administration of estates and trusts, matrimonial disputes (including divorce and matters related to child custody), guardianships and related family issues, and income and transfer tax matters for individuals, estates, trusts and family businesses.

The group continues to assist with avoiding the probate process, reducing exposure to estate taxes and addressing unique planning situations that arise in many clients' families and businesses.

Mary Ellen Malas and Adrienne J. Roach, partners in the Family Law area, participate actively in Collaborative Family Law, which is a dispute resolution model created through the Cincinnati Bar Association. Under this model for handling domestic disputes, both parties in the dispute retain separate, specially-trained, experienced family lawyers who, when handling a collaborative law case, devote all of their efforts to reaching a settlement without court involvement.



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