

Darren S. Inoff



Partner

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Darren's real estate and corporate practice involves a broad spectrum of local and national matters. With respect to his corporate practice, Darren counsels his clients on business formation issues, including choice of entities, and negotiates and drafts limited liability company agreements and limited partnership agreements. His experience in the business transactions and corporate arena includes private placement of securities and mergers and acquisitions in both the health care and energy sectors. His clients include private equity sponsors and their corresponding portfolio companies. In connection with this practice, he also has drafted a number of employment agreements both from the employer and employee perspective.

In addition to his corporate-related practice, Darren has substantial experience working on a wide range of real estate matters. He represents both landlords and tenants in commercial leasing of downtown and suburban office buildings, retail projects and industrial warehouses, and advises on the acquisition and disposition of both raw land and income producing properties. Darren offers comprehensive counsel on the development of office buildings, retail shopping centers, research and technology facilities, entertainment arenas, hotels, ambulatory surgery centers and electric generating facilities. As part of the aforementioned areas, Darren works with a full array of construction law issues, including drafting and negotiating architectural service agreements, construction contracts, design/build agreements and development management agreements. He also handles construction and permanent loans, sale/leaseback, mezzanine financings and other structured financings. Darren also works on hotel franchise agreements and management agreements.

REPRESENTATIVE EXPERIENCE

- Represented Quintana Energy Partners, L.P., a \$650 million private equity fund, in the acquisition of all of the assets of a directional drilling company valued at approximately \$36 million.
- Represented a portfolio company of a private equity fund with approximately \$400 million under management in the sale of stock to a corporation in a transaction valued at approximately \$96 million.
- Represented Quantum Energy Partners, a private equity client with approximately \$5 billion under management, in the formation of a portfolio company owning certain oil and gas assets. The transaction was valued at approximately \$28 million.
- Represented National Cardiovascular Partners, LP in the development of ambulatory surgery centers and cardiac cath labs in San Antonio, Lubbock, Tomball, El Paso, Houston, Sugar Land, Katy, Tyler, Port Arthur and Beaumont.

INDUSTRIES

Banking/Financial Services
Construction
Energy
Energy Transactions
Finance
Health Care
Real Estate
Technology
Technology and Emerging Companies
Venture Capital

PRACTICES

Banking/Financial Services
Corporate
Governance
Project Finance
Real Estate
Real Estate
Finance/Capital Markets
REITs
Technology and Emerging Companies

EDUCATION

JD, 1993, *with honors*,
The University of Texas
School of Law
BA, 1990, *summa cum laude*, Economics,
The University of Texas at
Austin, Phi Beta Kappa

ADMISSIONS

Texas 1993

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- Represented a subsidiary of Enron Corp. in the acquisition and development of two downtown city blocks for 40-floor office building containing approximately 1,275,000 gross square feet of office space with parking garage accommodating approximately 1,300 automobiles. Also handled the negotiation of all development management agreements, architectural services agreements and construction contracts related to this project.
- Represented The Arena Group, LP in the acquisition of two office buildings and a theatre known as Arena Place I, Arena Place II and Arena Theatre in Houston, Texas, which includes twin 19-story office buildings containing 779,485 square feet of office space, a 2,850-seat performance arena and two adjacent nine-story parking garages.
- Represented Physicians Surgical Care, Inc. in the acquisition, development and operation of seven ambulatory surgery centers located in five states and their subsequent merger with Symbion Acquisition Sub, Inc., a wholly owned subsidiary of Symbion, Inc. to create a company which owns and operates 27 surgery centers and manages eight surgery centers and three physician networks in approximately 15 states.
- Represented Custom Pipe & Coupling Co., Inc. in the acquisition of 100% of the stock in K&K Supply, Inc.
- Represented River Oaks Imaging and Diagnostic, L.P. in the development and operation of 10 medical imaging and diagnostic centers located in Texas.
- Represented a South African company in the acquisition of the assets of a travel agency business specializing in serving the oil and gas industry. This was the first acquisition for our client in the United States.
- Represented Enron North America Corp. in the greenfield development of (i) 485 MW Merchant Power Plant located in Brownsville, Tennessee, (ii) 485 MW Merchant Power Plant located in New Albany, Mississippi and (iii) 485 MW Merchant Power Plant located in Caledonia, Mississippi.
- Represented USAA Real Estate Company, as landlord and developer, in a build-to-suit transaction with Igloo Products Corp., as tenant, in connection with a 914,195 square foot corporate office, manufacturing and warehouse facility that will serve as a headquarters for Igloo.
- Represented NextStage Entertainment Corporation in the acquisition and development of approximately 25 acres of land in Grand Prairie, Texas for 6,200-seat multi-purposed performing arts arena.
- Represented Post Oak Central, Ltd. in the sale of three-building office complex located in the Galleria area of Houston, Texas, consisting of approximately 1,200,000 square feet.
- Represented Public Storage, Inc. in the acquisition from Prudential-Bache/Watson & Taylor Ltd. of 32 self-storage facilities in Texas, Oklahoma, New Jersey, Arkansas, Tennessee, Georgia, Virginia and Maryland.
- Represented various landlords of more than 4,000,000 million square feet of office and industrial space in Texas, California, Louisiana and Missouri.
- Represented AEW/McCord, L.P., as landlord, in the negotiation with Reliant Energy, as tenant, of a 173,000-square-foot office lease in the Central Business District of Houston, Texas.
- Represented AEW/McCord #2, L.P., as landlord in the negotiation with Waste Management, Inc., as tenant, of a 183,000-square-foot office lease in the Central Business District of Houston, Texas.
- Represented PG&E Gas Transmission, Texas Corporation, as tenant, in the negotiation with 1100 Louisiana Limited Partnership, as landlord, of a 227,000-square-foot office lease in the Central Business District of Houston, Texas.

PROFESSIONAL RECOGNITION

- Profiled as one of the leading Real Estate lawyers in Texas, *Chambers USA: America's Leading Business Lawyers* (2012)
- Profiled as one of "Texas' Top Rated Lawyers" by *ALM* in Real Estate (2012)
- Profiled as one of the leading Real Estate lawyers, *The US Legal 500* (2011)
- Texas Rising Star, *Texas Monthly* (2004, 2005, 2008)

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AFFILIATIONS

- Houston Bar Association, Real Estate Section
- State Bar of Texas

PRESS RELEASES

- Andrews Kurth Announces 2011-2012 Policy Committee Election (August 2, 2011)
- Andrews Kurth Announces 2010-2011 Policy Committee Election (August 10, 2010)
- Andrews Kurth Announces 2009-2010 Policy Committee Election (August 31, 2009)
- Andrews Kurth Lawyers Recognized as Rising Stars (April 29, 2008)