

# Daniel T. Janis

617.290.6244 ♦ Dan@DanJanis.com

## LEGAL ASSOCIATE EXPERIENCE

**Davis, Malm & D'Agostine PC**, Boston, MA April 2009 - Present

*Corporate Associate - Business:* Negotiate, structure and document merger and acquisition transactions, venture capital financings and commercial credit facilities. Provide general legal advice and assistance to ongoing public and private corporate clients in a range of matters, including finance, customer and supplier contracting, employment, intellectual property and corporate governance and compliance.

**Goulston & Storrs PC**, Boston, MA / Washington, DC February 2006 - March 2009

*Corporate Associate - Finance:* Negotiated, structured and documented corporate finance transactions on behalf of lenders, investors and companies, including syndicated commercial credit facilities, private equity placements, venture capital financings and joint ventures in broad range of industries. Represented buyers and sellers in merger and acquisition transactions. Provided general legal advice and assistance to ongoing corporate and not-for-profit clients. Assisted with corporate components of real estate development projects.

**Skadden, Arps, Slate, Meagher & Flom LLP**, Boston, MA September 2002 - February 2006

*Corporate Associate - M&A:* Assisted clients with transactional and general corporate needs, including contract drafting and review, periodic regulatory filings, compliance with SEC, Sarbanes-Oxley, NYSE and NASD regulations, corporate governance and general research and planning. Assisted with wide variety of corporate transactions involving public and private companies, including mergers, acquisitions, asset sales, debt and equity offerings and tender offers ranging in size from \$25 million to \$6.6 billion.

*detailed representative transaction summary attached*

## LEGAL INTERNSHIP EXPERIENCE

**Houghton Mifflin Company**, Boston, MA November 2001 - February 2002

*Legal Intern:* Researched and wrote memoranda on various copyright, trademark, employment and litigation matters for in-house attorneys at publishing company.

**Skadden, Arps, Slate, Meagher & Flom LLP**, Boston, MA May - August 2001

*Summer Associate:* Assisted attorneys with research relating to corporate and litigation-based projects, including securities transactions, corporate mergers, insurance matters and a pro bono housing dispute. Offer to join firm as corporate associate.

**Nixon Peabody LLP**, Boston, MA March - May 2001

*Legal Intern:* Researched and prepared memoranda on a variety of intellectual property, real estate, zoning, labor, employment and ethical issues for attorneys working on corporate projects and litigation matters.

**U.S. Court of Appeals for the First Circuit**, Boston, MA August - November 2000

The Honorable Hugh H. Bownes

*Judicial Intern:* Researched and drafted judicial opinions and bench memoranda on a variety of civil and criminal matters.

## EDUCATION

**Northeastern University School of Law**, Boston, MA Juris Doctor, May 2002

**Cornell University**, College of Arts and Sciences, Ithaca, NY Bachelor of Arts, May 1995  
French Area Studies, International Relations

**Institut D'Etudes Politiques**, Paris, France Spring 1994  
Selected via Entrance Exam, Semester Abroad, Political Studies

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## PUBLICATION

### **“Internet Domain Names and the Lanham Act: Expanding Definitions and their Implications for Speech on the Web”**

*The Columbia Journal of Law and the Arts*: Volume 25, Number 1, 25 Colum. J.L. & Arts 21, Fall 2001

*Texas Intellectual Property Journal*: first place, Jenkens & Gilchrist 2001 Comment Competition

*Berkeley Technology Law Journal*: finalist, 2001 Comment Competition

## BAR ADMISSIONS

Admitted to practice in Massachusetts and the District of Columbia.

## NON-LEGAL PROFESSIONAL EXPERIENCE

### **Cornell Arts & Sciences Academic Advising Center, Ithaca, NY**

August 1998 - July 1999

*Deans' Assistant*: Supported Dean of Study Abroad and Dean of Freshman Class in all daily activities. Advised students on opportunities for international study. Evaluated credits transferred from abroad. Monitored students' academic progress and fulfillment of graduation requirements.

### **LCP International Institute, San Diego, CA**

July 1997 - August 1998

*International Student Advisor*: Oversaw student services at a college preparatory school for international students. Administered all aspects of student advising, university placement, academic monitoring, visa counseling and standardized testing.

### **U.S. Peace Corps, Mali, West Africa**

July 1995 - July 1996

*Water Sanitation Development Worker*: Supervised a hydraulic pump maintenance team and sanitation educators in 30 Malian villages. Developed warehousing and project financing systems. Conducted regional surveys and village meetings in French and Bambara. Reported to the national department of water and electricity in the capital.

### **Musician**

1987 - present

Played bass in professional and amateur jazz, rock, blues, gospel, reggae bands and theatrical productions. Organized weekly jazz forums on college campus. Managed music bookings at upstate New York bar/restaurant.

## INTERESTS / HOBBIES

marathon running, armchair social commenting at <http://DanJanifesto.blogspot.com>

reading, writing, jazz bass, web design, beer brewing, golf

*representative transaction summary follows on next page*

*references and writing samples available upon request*

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## REPRESENTATIVE TRANSACTION SUMMARY

### *While at Goulston & Storrs:*

#### *Sample Private Equity / Venture Capital Finance Transactions*

Represented *Fairhaven Capital Partners, IDG Ventures, Castanea Partners* and *The Mustang Group* in negotiating and documenting initial and follow-on rounds of private equity and venture capital investments in start-up and growth-stage technology, internet and consumer product companies. In several cases, represented companies post-financing in ongoing general counsel capacity.

Represented internet, software and consumer products companies in connection with angel, venture capital and private equity financings.

#### *Sample Commercial Finance Transactions*

Represented *Bank of America* in negotiating and structuring numerous syndicated credit facilities, ranging in size from \$60,000,000 to \$750,000,000, in the franchise restaurant and waste management industries.

Represented *Churchill Financial* in negotiating and structuring numerous debt financing facilities, ranging in size from \$8,000,000 to \$34,000,000, to middle market companies in a variety of consumer product industries in connection with leveraged, private equity investments.

Represented *KeyBank* in negotiating and structuring numerous debt financing facilities, ranging in size from \$35,000,000 to \$100,000,000, to real estate companies in connection with acquisitions of pools of residential and commercial real properties.

Represented *Citizens Bank* in connection with a \$15,000,000 line of credit in connection with a public bond issuance by a university.

#### *Sample Merger and Acquisition Transactions*

Represented *Spirent Communications* in connection with its acquisition of several software and telecommunications equipment companies.

### *While at Skadden Arps:*

#### *Sample Merger and Acquisition Transactions*

Assisted in representation of *Ascential Software Corporation*, a computer software company, in its merger into International Business Machines Corporation for \$1.1 billion in cash.

Assisted in representation of *Blackrock Funds* in its acquisition of fourteen State Street Research funds in relation to MetLife, Inc.'s sale of State Street Research & Management Company to Blackrock, Inc., an investment company with over \$323 billion of assets under management.

Assisted in representation of *Daum Communications Corp.*, an internet search company, in its acquisition of Lycos, Inc. for \$95 million in cash.

Assisted in representation of *Bertelsmann AG*, a media and entertainment company, in the acquisition of a media production company.

Assisted in representation of *Media 100, Inc.*, a media systems design company, in the sale of substantially all of its assets to Optibase Ltd.

Assisted in representation of *Biogen, Inc.*, a biotechnology company, in its merger with Idec Pharmaceuticals Corporation as part of a merger of equals involving an exchange of shares valued at \$6.6 billion.

Assisted in representation of *Ascential Software Corporation*, a computer software company, in its acquisition of Mercator Software, Inc. for \$109 million in cash, through a tender offer for Mercator shares.

Assisted in representation of ***New England Business Service, Inc.***, an office paper supply company, in its acquisition of Safeguard Business Systems, Inc. for \$72.5 million in cash.

Assisted in representation of ***Genuity Inc.***, a provider of Internet and internetworking services, in the sale of substantially all of its assets to Level 3 Communications, Inc. for \$242 million in cash.

*Sample Public and Private Debt and Equity Offerings and other Financial Transactions*

Assisted in representation of ***Rayovac Corporation***, a battery and consumer products company, in its filing of a shelf registration statement relating to the offering, from time to time of up to \$1.18 billion in debt and equity securities.

Assisted in representation of ***Rayovac Corporation***, a battery and consumer products company, in its private placement of \$700 million of senior subordinated debt securities.

Assisted in representation of ***Morgan Stanley & Co. Incorporated***, lead underwriter in the offering of \$77.5 million of common stock of Alexion Pharmaceuticals, Inc.

Assisted in representation of ***Rayovac Corporation***, a battery and consumer products company, in its private placement of \$350 million of senior subordinated debt securities.

Assisted in representation of ***SG Cowen Securities Corporation***, lead underwriter in the offering of \$34.5 million of common stock of Innovex, Inc.

Assisted in representation of ***Digitas Inc.***, a strategic and marketing services company, in the repurchase of \$25 million of its common stock in a self tender offer.