

# KEITH E. RILEY

## ATTORNEY AT LAW

Keith Riley is a partner in the Teaneck office of DeCotiis. He joined the firm in 2002 and became a partner in 2003. He is a member of the Corporate, Tax and Banking practice groups.

Mr. Riley advises businesses and entrepreneurs by combining substantive knowledge of the business tax laws with in-depth negotiation and purchase experience in today's high-profile acquisition and transactional tax environment, including familiarity with financial, accounting and other corporate and commercial matters. He has represented large, publicly owned companies, closely held businesses and high-net-worth entrepreneurs in mergers, acquisitions and joint ventures, transactional taxation, and general corporate and business law matters. He specializes in providing counsel to clients in connection with tax-free and taxable mergers and acquisitions, the issuance of private and public securities, venture capital and real estate partnership transactions, selection of business structure (e.g., partnership, limited partnership, limited liability company, corporation, etc.), and Federal and state tax and securities law compliance issues. He has represented both buyers and sellers in structuring transactions to achieve desired business and tax consequences.

He has also advised clients on a variety of other transactions, including tax issues relating to the preservation and utilization of net operating



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losses, tax-free and taxable liquidations, corporate restructurings, like-kind exchanges and other tax-free rollover transactions, and structuring transactions to minimize realty transfer taxes. In addition, Mr. Riley concentrates on partnership, limited liability company and other pass-through entity matters. He has structured the formation, merger, dissolution of various joint ventures, partnerships and limited liability companies and negotiated and prepared the related joint venture, partnership and limited liability company agreements.

### **Representative Cases:**

Mr. Riley represented a real estate developer in its private placement offerings of over \$100 million of exempt securities under Rule 506 of SEC Regulation D.

Mr. Riley represented a real estate investment company in its reverse like-kind exchange of commercial property under Section 1031 of the Internal Revenue Code of 1986.

Mr. Riley represented a hospital medical staff in its private acquisition of a joint venture interest in a regional hospital pursuant to SEC Regulation D.

Mr. Riley received his B.A. in 1991 from Rollins College. He was awarded his J.D. by Rutgers University (Camden) Law School *cum laude* in 1995. Following law school, he clerked for Judge William C. Meehan, Presiding Judge of the Superior Court of New Jersey – Criminal Division from 1995 to 1996. In 1997 he received his LL.M. from New York University Law School in Corporation Law (concentration in business taxation). Mr. Riley is a New Jersey native and lifetime resident.

### **Bar Admissions:**

New Jersey (1995)

New York (1996)