

Darren S. Inoff



**Partner**

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**INDUSTRIES**

Banking/Finance  
Construction  
Energy Transactions  
Health Care  
Real Estate  
REITs  
Venture Capital and  
Emerging Companies

**PRACTICE AREAS**

Banking/Finance  
Corporate/Securities  
Project Finance  
Real Estate  
Technology and  
Emerging Companies

**EDUCATION**

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

**ADMITTED**

Texas 1993

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 venture capital, private placement of securities and mergers and acquisitions in both the health care and energy sectors. 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, synthetic lease and other structured financings. Finally, he works on hotel franchise agreements and management agreements.

**REPRESENTATIVE EXPERIENCE**

- 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

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- 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 and Katy
- 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 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 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/CIVIC AFFILIATIONS

#### Member

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

**Listed** - Texas Rising Star, Texas Monthly magazine (2004, 2005 and 2008)