September 2009

Mid-Atlantic Deal Review

from **Chessiecap, Inc.**

Editor's Note: Welcome to the Inaugural Edition of the Mid-Atlantic Deal Review, a periodic review of transaction activity in the D.C.-Maryland-Virginia-West Virginia region. *Measure real activity in the region. Entertain and Inform. Pull no punches. Get beneath the surface of deals, news and trends. Participate.*

Quick Stats[1]: ($M)

	Sep-09
Private Placement Volume	**$128.2**
Private Placement # of Deals	**25**
Private Placement Adj Volume[2]	**$126.5**
Private Placement Adj # of Deals	**20**
Venture Capital Volume[3]	**$80.9**
Venture Capital # of Deals	**11**
M&A Volume[4]	**$1,329.0**
M&A # of Deals	**24**
M&A Adj Volume[2]	**$1,324.5**
M&A Adj # of Deals	**16**
IPO Volume	**$160.0**
IPO # of Offerings	**1**
Follow-On/Secondary Volume	**$1,083.6**
Follow-On/Secondary # of Offerings	**5**

[1] D.C., Maryland, Virginia & West Virginia
[2] Excluding transactions less than $1 million
[3] Institutional venture capital transactions
[4] Including exclusive Chessiecap estimates

Stat Notes:

Quick Stats is the most comprehensive and thoroughly researched presentation of Mid-Atlantic transaction data available. Mid-Atlantic is defined as D.C., Virginia, Maryland and West Virginia. **Private placements** include all private equity investment including institutional equity, PIPEs, private investors and other forms of new investment. The **M&A** data are the first to capture true regional activity. Over 2/3 of all M&A transactions are "undisclosed," resulting in almost meaningless totals. Chessiecap reviews all reported regional transactions and uses its market knowledge and deal intelligence to assign probable deal values. The data above does not capture debt transactions, recapitalizations, non-corporate real estate financings (project financing) or purchases by local companies of companies outside this region. The primary filter is the addition or transfer of value into or within the region at the corporate level.

DEAL DATA: Sept. 2009

Private Placements: Biotech had a busy month in September. Ten of the 25 private placements and 42% of private placement volume were Biotech related. **Sleep Solutions**, which raised $20M and works structurally with sleep apnea, is classified Healthcare. If you combine these two related categories, Healthcare-Biotech was the overwhelming recipient of dollars in September. Sleep Solutions ($20M) and **Cell-SCI** ($19M) were somewhat balanced on the IT side by **VirtuStream** which raised $25M. The remainder of transactions was spread across technology and finance sectors with no definable pattern. As you can imagine with the September emphasis on Biotech, the number and volume of deals tilted heavily toward Maryland instead of Virginia. Seventy percent of the September money raised landed in Maryland. The District had one small private placement and nothing registered for West Virginia.

M&A: M&A transactions were spread widely across the spectrum of industries prevalent in this region. Government-oriented transactions and Commercial IT Services led the pack, each with 3 transactions. Combined, they fairly represent (for one month) the predominance of IT services companies and jobs in the region. Other sectors with two transactions each include Healthcare, Telecom, and Media & Publishing. What is missing is what is most interesting---only one tiny Biotech M&A deal. Compare that with the dominance that Biotech showed in fundraising. We will eventually look at more than one month's data before arriving at any conclusions. In terms of dispersion, Virginia registered 14 transactions to Maryland's 9 (with one in D.C.), but the $ volume was much closer to even between the two states. The stats this month were dominated by two large deals (**SkyTerra** and **Iridium**), which reside on opposite sides of the Potomac.

Public Offerings: Having any public market is a good thing in these times, and September was unusually active. Amazingly, at the end of the month, there actually was a $160M local technology IPO---**Iridium**---led by some of your favorite regional investment banks—Raymond James, RBC and Stifel. Iridium is not exactly a new name, but after the simultaneous buyout led by Greenhill, the company was completely re-launched and had to attract new investors to a new plan, which it did smartly. In addition to Iridium, there were 5 Follow-On offerings, raising over $1 billion in total. A whopping $650 went to Richmond's **Genworth Financial**, a worldwide insurance and asset management company. **Smithfield Foods** raised $300 million. Down well below $100M each were two bank holding companies and one more tech company—**GSE** in Maryland.

Deal Notes: Sept. 2009

VirtuStream Inc., 9/1/09 private placement. Columbia Capital and Florida based Blue Lagoon Capital put some big second round money ($25 million) behind this Bethesda IT services company that provides the latest IT infrastructure designs using traditional and virtual based technologies. "Virtual" or "virtualization" is the operative word that drives the investment. This is a lot of money in this region for an IT company. Other than telecom infrastructure plays and the ever-voracious biotech sector, regional IT companies are more Internet-centric and/or application development oriented. Ten to fifteen million dollars is usually a very healthy second round. A decent portion of this investment went immediately into two acquisitions, including Germantown based **Brigh Technologies** (again "virtualization"), but that doesn't diminish the card being played. Virtualization has the potential of being The Next Greatest Thing in IT---or maybe one of them. A simple explanation is that virtualization is the liberation of applications, operating systems, storage, and whole networks from the underlying hardware and equipment. (An example on a micro scale would be thumb drive software where you can carry your personalized applications in your pocket and run them on any PC in the world.) When two funds put $25M into an investment, you can be certain that the funds have spent a lot of time speculating on the future and are looking for far more than a basic $50M M&A exit. In decades past, Columbia has made a few fortunes based on its willingness to place big bets in the communications sector. Stay tuned.

ICF International, 9/14/09 public shelf filing. ICF International filed a Shelf Registration for $200 million. Very interesting for a number of reasons. First of all, a "Shelf" registration does exactly what the name implies---nothing. This is not a deal or offering. It is a future offering to the public which is "put on the shelf" for future consumption---like the jar of peaches your grandmother would put up for the winter. ICF is a relatively new member of the local, publicly-traded government IT services club. It weighs in at a decent $450M market cap. It was created by a New York private equity fund called CM Equity---very well-respected and active in this region and in the government industry. This shelf is interesting because shelf registrations have become numerous of late both nationally and locally. And sometimes they actually work. Shelf registrations have a lot of positive aspects, but without running a clinic on shelfs, you should know that shelfs have traditionally been the backdoor method for floating public stock. "Serious" companies and "serious" investment banks always used the front door---a managed, pre-sold secondary or follow-on offering. You know what that is. A company spreads the word on Wall Street that it wants to do a public offering. The investment banks assemble their best and most experienced prevaricators who all show up at the company's headquarters and beg and harass the company until one or several of them get the chance to lead the public offering. After winning the business, the bankers have an immediate and massive memory lapse regarding the promises made to the company. But that's okay---in a good market, the offering gets done and everybody is happy. But these are different times. Today, we barely have a new issue public market. The investment banks are temporarily useless because their trading desks don't have demand from buyers. Shelfs become a company's attempt to take matters into its own hands. The company essentially announces that "when the time is right" (the filing papers literally say this as if confusing a public offering with male "dysfunction" commercials), then the company will be ready with a pre-filed deal and will unleash its stock. This is the backdoor approach where the company tries to lead with demand and the banks are brought in after the fact. This is no free swing at the ball. It is expensive and time-consuming to pay lawyers and accountants to create the shelf filing and keep it up-to-date. Yet for some companies, the shelf process empowers them, and it sure beats sitting back and doing nothing. In reality, some of these shelf deals are actually getting done, so ICF may be the smart one in the end.

There is more to this ICF filing than meets the eye---particularly for the private equity community. The press reports on the ICF filing only mentioned the $200 million of primary shares that the company would be selling. But the SEC filing reveals an additional 3.2 million shares (another $90M or so) that would be sitting ready to sell from selling shareholders. And who might the selling shareholders be? That's right---CM Equity and its investors. Absolutely nothing wrong here. In 2006, CM Equity took the risk and helped launch a respected new public company in the region. CM Equity got itself into a position that all funds yearn to be in---the successful sponsor of a public company. It is axiomatic in the industry that after a private equity fund has launched a public company, that fund is supposed to find the shortest path to liquidity and sell its position as quickly as possible. CM Equity's limited partners do not give money to CM Equity so that it can invest in publicly traded companies. Yet, for a member of the 2006 IPO class, the public markets have not been kind. ICF had its own little operating stumble, but for the most part, CM Equity has been stuck inside of a decent public vehicle. Maybe the shelf will make the difference, because we know that when the moment is right, ICF will be ready.

Smithfield Foods, Inc., 09/16/2009 follow-on offering. Here is a something you don't see often. A Smithfield Foods (Smithfield, VA) director resigned because he disagreed with the $300 million follow-on offering that the company completed in September. The press release and filing stated that "he did not believe that an offering of this magnitude was necessary at this time…" We are not talking about some junior, crackpot director. This was Paul Fribourg, the chairman and CEO of Continental Grain Co, one of the world's largest private agribusinesses and a less than 10% investor in Smithfield. Now you know that Morgan Stanley, Goldman Sachs, Barclays and J.P. Morgan who co-led this tasty and rare public offering morsel were none too happy with this director's publicly voiced opinion. No matter. The Wall Street engine may be belching and gasping, but it managed to digest this offering successfully.

The bigger issue that this director's resignation reminds us of is the prevalence of weak, rubber-stamp boards in publicly-held companies. GM was castigated in the press and in DC for this. Washington has been driving major banks to add experienced financial directors as opposed to figurehead politicians and other lightweights. If you have ever served on or worked with a board, you know the CEO-director dynamic. Most, if not all, board members owe their existence and stock options to the CEO. It is hard to cross him. But a second dynamic is also at work---the consensus dynamic. You are either with us or against us. If you have ever been the contrarian on a board, you know how that can lead to exile and isolation. Your effectiveness falls off the table as the next decisions come up for consideration. We need a "tell all" source to know what happened in the Smithfield case. We make no judgment as to the appropriateness of the Smithfield funding. We just note that it rare to see a director act upon his convictions.

CEL-SCI Corporation, 9/16/2009 PIPE. PIPE stands for "Private Investment in Public Equity." In current times, PIPE investors are often private equity funds of various stripes, including ones with the misnomer "hedge funds." Because the origin of PIPE money is private funds, we classify these offerings under Private Placements instead of Public Offerings. Like shelf offerings (see ICF), PIPEs are a sign of the times and again represent a backdoor method of raising capital. CEL-SCI is a public company trading on AMEX with a $200M market cap. But it is bio-tech, and bio-tech plays by a different set of public market rules. How so many of these biotech companies got public in the first place is a mystery. We're not saying that they should not be public---it is just that many public biotech companies fly in the face of traditional investment parameters. CEL-SCI loses about $10 million a year at the operating line. It is working on important drugs in the cancer arena. But the beast has to be fed, and we know that the public market window is shut tight for almost everybody. That's why PIPEs are the vehicle of choice. For a private equity fund, there is the semblance of public market liquidity when the funds invest using a PIPE. PIPE

money can be very expensive for the company. It requires a company like CEL-SCI to sell common equity at a base price in a down market plus give the private equity investor more future return in the form of significant warrants. Additional deal terms get piled on top of the economics. Despite a $200M market cap, traditional Wall Street is not helping CEL-SCI. In CEL-SCI's case, Rodman and Renshaw, a boutique investment bank that specializes in biotech and these tough raises, conducted the offering. The company has to give up a lot just to stay afloat. I have a college classmate, a former writer for "Saturday Night Live," who once wrote this great line, "When things get tough, the tough get things." And that's how a PIPE works.

Iridium, Iridium, 9/29/2009 sale of company & IPO. In a somewhat complicated deal (we've seen worse), a Greenhill (investment bank) sponsored SPAC (Special Purpose Acquisition Company) acquired the up and down (yes, a pun) satellite company Iridium for $539M (a unique Chessiecap calculation). It took just over a year from announcing the deal to completing it. Naturally, given the industry, we are talking about government approvals, shareholder approvals, etc. Oh, and if that wasn't enough work for lawyers, bankers and accountants, Greenhill immediately took the new buyout company public at a new valuation of $682M market capitalization. Same company, just worth $143M more, mostly in cash, all in the same week. It is not all smoke and mirrors. After a shaky recent past when the company almost vaporized, Iridium has been printing money based on current satellites and interesting applications. But the future will require some serious new investment ($ billions) in new satellites and launches. Greenhill sponsorship and revitalized management adds value in accomplishing that strategic plan. It took over a year for this transaction to happen. It worried us that the investment bankers involved might have to sell homes in the Hamptons while waiting for this payday. We hope it all worked out for them.

SkyTerra Communications, Inc., 9/23/2009 sale of company. This is another buyout of another local satellite company for approximately the same transaction value as Iridium---all in the same week. For a total transaction value of $536M, Harbinger Capital bought out the half of the public shares of SkyTerra that it did not own. This resulted in 56% premium to the public stock price.

Let's talk premiums. M&A premiums in the U.S. market (the observed purchase price of a publicly held stock above some level that it traded at prior to the M&A announcement) have trended upward in the last two years. Over the last two decades, depending on what time frame you use, a 25% M&A premium has been the average. There are years when the deviation is significant. Over the past twelve months, the premium has trended to approximately 38% by some measurements. Dell paid a 67% premium for Perot Systems. Kodak paid an approximate 35% premium for ACS. You would think that these premiums must be evidence of a great M&A revival. Not exactly. At least two things are happening that explain this trend. The first is that there are fewer transactions. An average is an average, but there is going to be more variability with a smaller data sample. More importantly, public company stock prices have been deeply depressed by the recession. There are some real buying opportunities out there, if you believe the market will recover soon. You are seeing some large premiums applied to stocks that are trading well below their 52 week highs. It is a good time to be a buyer, if you have currency. Recently, we followed the announcement of the sale of a New York publicly traded financial services company. The first press release announced an almost 100% premium. The second press report announced the commencement of a class action suit by a law firm noted for its shareholder suits. A 100% premium wasn't near enough value and some of the target company's shareholders immediately felt cheated by a low price on a temporarily depressed company. Beware of a simple yardstick.

Mini-Notes. **Sleep Solutions (SSI) (9/22/2009)** raised a respectable $20M led by new money from Quaker BioVentures near Baltimore. SSI is developing technologies for the sleep apnea market, which apparently is quite large. What gets your attention is that the company has been around since 1998 and has raised over $65M total. This needs to be a big market. Finally, we are scratching our heads over a company named **Metron Aviation (9/9/24)** in Dulles. According to filings, the company raised a highly respectable $14 million in June of this year---and never did a press release. Then it raised a chunk of mezzanine financing from Spring Capital in September---also undisclosed. This is unusual because a Boulder Ventures partner sits on the board, which means Boulder has money in the deal. “Undisclosed” is pretty rare in the institutional venture world. In-Q-Tel invokes it occasionally, but we’d be disappointed if they did not. Metron provides the world with air traffic control management and analysis---very important tech. New management of Metron was involved with Era Corporation, a prior Boulder investment that sold in 2008 to SRA International. ERA was also in a related sector of aviation traffic management. Somewhere in here is the reason why Metron is flying beneath the radar.

News Notes: Sept. 2009

American Capital Ltd (Nasdaq: ACAS) is one of the most unheralded and downright ignored finance stories in the Mid-Atlantic. In the past decade, American Capital has added scores of middle market acquisitions and investments to its portfolios, making most private equity funds in the country look like slackers and dabblers. It has built up a major army of deal-doers and processors to follow its investments---135 professionals in 9 offices. It has invested $32 billion in 515 companies, through a variety of products from buyouts to real estate. It went public in 1997, long before the Wall Street private equity funds discovered the joys of public ownership, and American Capital has used its public status relentlessly to raise funds for its huge appetite. We've always looked on American Capital as an innovator in the brave new world of investing, a company akin to Milken's model for high yield debt. If you amass enough of the same asset class and you price it properly, then you have enough diversity to survive the predictable losses in the portfolio. Some of the larger private venture funds like NEA begin to approach this model, but for the majority of private equity, the funds are bedeviled by limited diversification and extreme variability in returns.

Beyond this praise, it has always been a question whether American Capital really had the winning, long-term model. There are really no other public companies pursuing this strategy on any scale, which gives one pause. There have been similar models that stumbled in the past like Sirrom Capital in the world of mezzanine finance. And finally, this terrible economy is stressing every financial model on the planet. In September, there was a small announcement that American Capital had to enter into forbearance agreements with certain holders of $393M of its privately placed notes. This is not good news. The company, like many other companies, is having to renegotiate its debt. The stock price is down from $50 to $3.50 per share in the last two years. American Capital still has a market cap of almost $1 billion, so nobody is throwing in the towel. But $50 to $3.50 is an eye-popping amount of lost value. The question remains about how easy it is to make money investing in middle market companies. What's the best model and can you institutionalize it?

Columbia Capital, since 1989, has been one of the premier private equity funds and citizens in the Mid-Atlantic. People have often wanted Columbia to be more than it is and have come away disappointed when Columbia sticks consistently to its knitting----communications broadly defined and usually major or "disruptive" (the industry word-of-the-month) companies. Industry specific means you live by the sword and die by the sword. Columbia Capital produced the fuel that launched a governor of Virginia. But it has also had some lean years when no amount of smart investing can turn an industry around. Recently, we were surprised to see a couple reports of Columbia Capital announcing a first closing on around $230M for Fund V. Fund IV was from 2005 and raised $560M. This new Fund V has a target of $650M. We are surprised because the old rule of thumb for private equity funds was that you did not announce a first closing until you were well over halfway to your target. You might be struggling to get to the goal line, but the closer you are when you announce that first closing, the more likely you are to cajole those fence sitters down and into the target tally. $230M is way short of $650M. The primary reason you announce a first closing is because you cannot access the committed funds until you arrange an official closing and bind the limited partners to sending in capital as needed. In other words, without an official closing, you can't make any investments with the new money. Maybe we are missing something here and maybe Columbia is well on its way to hitting its target. Or maybe this is just another sign of the times, an admission that this is one of the worst fundraising years in recent venture history, that the number of venture funds and firms across America is shrinking rapidly, that traditional sources of funds are committing few dollars to private equity, and that most funds (and maybe including

Columbia) have not delivered returns in recent years that get anywhere close to satisfying limited partners. If that's the case, then you just have to make do and be glad that you are a survivor.

CalPERS stands for California Public Employees' Retirement System. It is one of the powerhouses of investing in America, placing tens and hundreds of millions of dollars at a throw in only the largest and best known private equity firms (including venture, buyout and other funds). It helps provide the fuel that powers the private equity rocket, and any fund in the past that got CalPERS money knew it had arrived. In a most recent report, we see only three locally based firms in the select CalPERS list---**Carlyle, JMI** and **NEA**. Recent press reports suggest that it may not be a pure merit system that gets a fund on the CalPERS list, but we will save that for another commentary.

Beginning in the early part of this decade, venture and other private equity funds were in an uproar over individual state movements to force state-sponsored pension funds like CalPERS to reveal the fees paid to private equity firms as well as the returns received on investments in those funds. Certain citizen groups thought that there was too much undisclosed hanky-panky going on. Private equity, understandably, liked being private. There were many high-minded arguments advanced by private equity leading to threats that private equity would avoid public pension funds in the future, but that went the way of all hunger strikes. Private equity did not want the fees it receives revealed to the public and to competitors (that doesn't help your bargaining leverage). Those fees pay for the year-to-year operating expenses of the funds, often keeping mediocre or poor performing funds in business. But the bigger concern was in revealing actual portfolio returns. Private equity funds are nothing like mutual funds. How individual funds are "marked to market" and who marks them to market can mean the difference between night and day. And what if your home run investment occurs late in the cycle of your fund? For years, your fund can look like a dog, obfuscating your eventual exceptional returns. That kind of disclosure can thwart your fundraising efforts for the next fund.

So, keeping all those perils in mind, it was still interesting to see the returns posted in a recent CalPERS list---again, the returns are calculated by CalPERS and not the sponsoring fund. Three **Carlyle** funds, vintage 2005 through 2007, were all negative, the worst being a European fund down 50% where CalPERS has already contributed $180M. It is still early in these funds, but if CalPERS really believes it is marking to market for what is ultimately achievable, this is a lot of lost value. **JMI Equity** has two funds represented for years 2005 and 2007, also early and midway in the investment cycle. The older fund is actually showing a 14% return while the new fund is down 15%. **New Enterprise Associates** (NEA) is one of the oldest firms in the U.S., so it is not surprising to see it have a long relationship with CalPERS and 9 extant funds represented. Three of the funds dating to the late 1990's show tremendous returns. Three of the early 2000 funds are at least or barely positive. One old and one new fund are negative. One is too new to rate. Over the years, CalPERS appears to have handed $564M to NEA and gotten back from NEA $1.2B. I don't think there is much to debate here. If more of CalPERS' chosen firms were as solid as NEA, the managers at CalPERS would have a lot more cover for these alleged transgressions.

Commentary: Sept. 2009

Investment Bankers as Heroic Figures. You may have heard recently that the BBC Radio has produced a fictionalized dramatic account of the attempt to save Lehman Brothers with top actors playing former Treasury Secretary Henry Paulson and Lehman CEO Richard Fuld. I had to laugh on several levels. I was a junior officer at Drexel Burnham during its final days, and Drexel's demise, as seen from the inside, was not fodder for Hollywood, unless you were producing a farce. On the day before Citicorp pulled its lending lines, the U.S. Government asked Wall Street firms for a show of hands on who thought the markets would collapse if Drexel folded. With none dissenting, the nod was given to Citi and the plug was pulled. The next morning, the Drexel bankers, the most feared in the industry, assembled for the last great Corporate Finance meeting at Drexel's headquarters on Broad Street. You might expect that these warriors would battle to the end and give stirring speeches about how to fight on. Surprisingly, even to me at the time, managing director after managing director rose from the floor to address questions to senior management about each managing director's individual private partnership interests and stock options. Yes, as the ship was sinking, the leaders of the firm were grabbing as many deck chairs as they could carry. Later, in the weeks after the bankruptcy as the firm was shutting down, I watched many little coups and fights erupt over Drexel's remaining table scraps. All of this occurred as thousands of secretaries, back office personnel, traders, young analysts and other loyal workers who believed in an honest day's work lost their jobs as the economy bore down on a recession.

With few exceptions, Wall Street investment bankers have never made or produced a product, never worked in a factory or on a farm, never created an invention or discovered a compound, never supervised a division of a company, and never carried a rifle while in uniform. Many have received the nation's best possible schooling, only to use that education in frenetic pursuit of deals and dollars, from the earliest days as an associate working all night and weekends to their days as managing directors skipping vacations and answering every cell phone call. At Drexel, it was not a caricature to have a senior managing director be 50, with several busted marriages and sets of kids, several houses, and a big need for current income. Many Goldman partners regularly retired in their fifties, having amassed small fortunes and expressing a desire to spend more time with their families. Too little too late?

The industry rewards individual effort and accomplishment, specifically the production of revenue. Many of the titans of Wall Street were lone wolfs, self-selecting into a professional where leadership and management prowess are not essential. Most would have flunked out of a GE management training program in the first month. Many had notorious, over-bearing and tone deaf personalities. Like so many great sales people, many bankers had terribly fragile egos underneath all the bluster.

Drexel produced one of the most metaphorical figures of all time on Wall Street in the likes of "Mad Dog" Jeff Beck. He was an infamous character around the halls of Drexel, known for his grandstanding and yelling, which were particularly threatening to underlings. He wasn't switched on all the time, because I remember being summoned to his office once and finding him to be just one of the regular bosses. Beck was a major deal doer who called Mike Milken, Henry Kravitz, and Oliver Stone friends. But it wasn't enough for him to rise through the ranks and be part of some of the biggest deals on Wall Street. Beck, over the years, crafted and circulated a myth of himself as a Viet Nam War combat veteran with hints of CIA contacts and more. Can you focus this picture? Oliver Stone promotes an image that Wall Street is inhabited by men of action and boldness like Jeff Beck---personalities worthy of Hollywood's finest treatment. Jeff Beck believed that being a top New York salesman and a peddler of paper fortunes was not enough, so he craved a more heroic persona, one worthy of Hollywood. Beck's

fabrication was exposed in a front page Wall Street Journal article in 1990. Jeff Beck died in 1995 at age 48 of a heart attack, out of work, survived by his fourth wife.

Bruce Wasserstein died of a heart attack this past week in New York. He was 61. He was one of the richest, most brilliant and most successful deal makers that Wall Street ever produced. He built firms and ran them from the top down. The articles on his death are full of quotes lauding his prowess as a banker and his stature in the industry, but you will search long and hard for tributes to Bruce Wasserstein as a masterful CEO, a role model, or a mentor to his many Wall Street protégés. There is also no mention of any philanthropy commensurate with his wealth. Four wives. Two sets of children. More money than a man can dream of. But no amount of money could keep him from passing well before his time. This is the stuff of tragedy, not heroism.

The glorification of Wall Street figures remains a fascination in our society. In the paper and electron-pushing world of business, Wall Street figures are our best proxy for Roman arena entertainment. For the thousands of the best and the brightest who join Wall Street each year, it remains morally confusing. It is a world where you don't have to start a company, heal a patient, teach a student or protect your fellow citizens, yet you are paid multiples more money than almost any profession in the country. Surely, to offer such rewards, Wall Street must provide some Greater Good to society. Surely. Anyone who has ever worked on Wall Street has had one or more moments when they have wondered for what purpose they are working such impossible hours, traveling constantly, ignoring family life, and tolerating the ubiquitous malevolent Wall Street boss. But the moment of introspection always passes and the next day always brings that addictive purpose---compete, get deals done with your name on them, rise to the top, and accumulate personal assets. Wall Street has many champions, but (and never confuse the two) very few heroes.

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