

MAYS J W INC  
Form 10-K  
October 11, 2007

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 10-K

S ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934  
For the Fiscal Year Ended: July 31, 2007

OR

£ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the Transition Period from \_\_\_\_\_ to \_\_\_\_\_  
Commission file number: 1-3647  
J.W. MAYS, INC.  
(Exact name of registrant as specified in its charter)

New York 11-1059070  
(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)  
9 Bond Street, Brooklyn, New York 11201-5805  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (718) 624-7400

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Name of each exchange on which registered
Common Stock, par value \$1 per share	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulations S-K is not contained herein and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. S No delinquent filers

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act. Large accelerated filer  Accelerated filer  Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

The aggregate market value of voting stock held by non-affiliates of the registrant was approximately \$9,055,268 as of January 31, 2007 based on the average of the bid and asked price of the stock reported for such date. For the purpose of the foregoing calculation, the shares of common stock held by each officer and director and by each person who owns 5% or more of the outstanding common stock have been excluded in that such persons may be deemed to be affiliates. This determination of affiliate status is not necessarily a conclusive determination for other purposes.

The number of shares outstanding of the registrant's common stock as of September 14, 2007 was 2,015,780.

**DOCUMENTS INCORPORATED BY REFERENCE**

<b>Document</b>	<b>Part of Form 10-K in which the Document is incorporated</b>
Annual Report to Shareholders for Fiscal Year Ended July 31, 2007	Parts I and II
Definitive Proxy Statement for the 2007 Annual Meeting of Shareholders	Part III

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**J.W. MAYS, INC.**  
**FORM 10-K FOR THE FISCAL YEAR ENDED JULY 31, 2007**  
**TABLE OF CONTENTS**

<b><u>Part I</u></b>	<b>Page</b>
<u>Item 1. Business</u>	1
<u>Item 1A. Risk Factors</u>	1
<u>Item 2. Properties</u>	3
<u>Item 3. Legal Proceedings</u>	7
<u>Item 4. Submission of Matters to a Vote of Security Holders</u>	7
<u>Executive Officers of the Registrant</u>	8
<b><u>Part II</u></b>	
<u>Item 5. Market for Registrant's Common Stock and Related Shareholder Matters</u>	8
<u>Item 6. Selected Financial Data</u>	9
<u>Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	10
<u>Item 7A. Quantitative and Qualitative Disclosures About Market Risk</u>	10
<u>Item 8. Financial Statements and Supplementary Data</u>	10
<u>Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure</u>	10
<u>Item 9A. Controls and Procedures</u>	10
<b><u>Part III</u></b>	
<u>Item 10. Directors and Executive Officers of the Registrant</u>	11
<u>Item 11. Executive Compensation</u>	11
<u>Item 12. Security Ownership of Certain Beneficial Owners and Management</u>	11
<u>Item 13. Certain Relationships and Related Transactions</u>	11
<u>Item 14. Principal Accounting Fees and Services</u>	11
<b><u>Part IV</u></b>	
<u>Item 15. Exhibits, Financial Statement Schedules, and Reports on Form 8-K</u>	11

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## PART I

### **Item 1. Business.**

J.W. Mays, Inc. (the Company or Registrant ) with executive offices at 9 Bond Street, Brooklyn, New York 11201, operates a number of commercial real estate properties, which are described in Item 2 Properties . The Company s business was founded in 1924 and incorporated under the laws of the State of New York on July 6, 1927.

The Company discontinued its department store business which operated under the name of MAYS , in the year ended July 31, 1989, and has continued the leasing of real estate. The Company has no foreign operations.

The Company employs approximately 29 employees and has a contract, expiring November 30, 2007, with a union covering rates of pay, hours of employment and other conditions of employment for approximately 24% of its employees. The Company intends to renew the union contract on a timely basis. The Company considers that its labor relations with its employees and union are good.

### **Cautionary Statement Regarding Forward-Looking Statements**

This Annual Report on Form 10-K may contain forward-looking statements which include assumptions about future market conditions, operations and financial results. These statements are based on current expectations and are subject to risks and uncertainties. They are made pursuant to safe harbor provisions of the Private Securities Litigation Reform Act of 1995. The Company s actual results, performance or achievements in the future could differ significantly from the results, performance or achievements discussed or implied in such forward-looking statements herein and in prior Securities and Exchange Commission filings by the Company. The Company assumes no obligation to update these forward-looking statements or to advise of changes in the assumptions on which they were based.

Factors that could cause or contribute to such differences include, but are not limited to, changes in the competitive environment of the Company, general economic and business conditions, industry trends, changes in government rules and regulations and environmental rules and regulations. Statements concerning interest rates and other financial instrument fair values and their estimated contribution to the Company s future results of operations are based upon market information as of a specific date. This market information is often a function of significant judgment and estimation. Further, market interest rates are subject to significant volatility.

### **Item 1A. Risk Factors.**

#### **Risks Relating to Ownership Structure**

The controlling shareholder group may be able to vote its shares in favor of its interests that may not always coincide with the interests of shareholders not part of such group. This risk may be counter-balanced to a degree by the actions of the Board of Directors whose composition is made up of a majority of independent directors.

The controlling shareholder group includes a corporation that owns a significant percentage of the Company s common stock and which does business with the Company, as further described in the Notes to the Consolidated Financial Statements. In theory, this could result in a conflict of interest; nevertheless, the Company and its largest shareholder have put in place some controls to reduce the effects of any perceived conflict of interest.

Certain conflicts of interest may be perceived by the relationship between the Company and its largest shareholder. Both entities use the same outside auditors and other professionals, both entities have the same Chief Executive Officer, and certain management personnel work for both entities. Nevertheless, the Company s Board of Directors is composed of a majority of independent directors. As recently as 2005, in a case involving both entities, the Delaware

Supreme Court in connection with an attempt to obtain books and records of the Company through a proceeding against the Company's significant shareholder, held that the actions of the Company's Board were proper.

## **Risks Related to Our Business**

We are a part of the communities in which we do business. Accordingly, like other businesses in our communities, we are subject to the following risks:

the continued  
threat of  
terrorism;

economic  
downturns,  
both on a  
national and  
on local  
scales;

loss of key  
personnel;

the  
availability, if  
needed, of  
additional  
financing;

the continued  
availability of  
insurance (in  
different types  
of policies) at  
reasonably  
acceptable  
rates; and

the general  
burdens of  
governmental  
regulation, at  
the local,  
State and  
Federal levels.

## **Risks Related to Real Estate Operations**

Our investment in property development may be limited by increasing costs required to fit up property to be leased to tenants. Also, as the cost of fitting up properties increases, we may be required to wait and forsake opportunities that would be revenue producing until such time that we obtain the necessary financing of such ventures. This risk may be mitigated by our obtaining of lines of credit and other financing vehicles, although such have significant limitations on the amounts that may be borrowed at any point in time.

We also may be subject to environmental liability as an owner or operator of properties. Many of our properties are old and when we need to fit up a property for a new tenant, we may find materials and the like that could be deemed to contain hazardous elements requiring remediation or encapsulation.

There are also risks associated with non-renewals of leases by the Company's landlords and the loss of major tenants. The Company is trying to mitigate the latter by leasing our properties to multiple tenants where applicable in order to diversify the tenant base.

### **Risks Related to our Investments**

Excess cash and cash equivalents may be invested from time to time. We seek to earn rates of return that will help us finance our business operations. These investments may be subject to significant uncertainties and may not be successful for many reasons, including, but not limited to the following:

fluctuations in  
interest rates;

worsening of  
general  
economic and  
market  
conditions;  
and

adverse legal  
and regulatory  
developments  
that may  
affect a  
particular  
business.

### **Risk Factors Summary**

These are some of the Risk Factors that could affect the Company's business. The Company endeavors to take actions and do business in a way that reduces these Risk Factors or, at least, takes them into account when conducting its business. Nevertheless, some of these Risk Factors cannot be avoided so that the Company must also take actions and do business that negates the adverse effects that these may have on the ongoing business of the Company.

**Item 2. Properties.**

The table below sets forth certain information as to each of the properties currently operated by the Company:

<b>Location</b>	<b>Approximate Square Feet</b>
1. Brooklyn, New York Fulton Street at Bond Street	380,000
2. Brooklyn, New York Jowein building Fulton Street at Elm Place	430,000
3. Jamaica, New York Jamaica Avenue at 169th Street	297,000
4. Fishkill, New York Route 9 at Interstate Highway 84	203,000 (located on 14.6 acres)
5. Levittown, New York Hempstead Turnpike	15,243 (located on 70,557 square feet of land)
6. Massapequa, New York Sunrise Highway	133,400
7. Circleville, Ohio Tarlton Road	193,350 (located on 11.6 acres)
8. Brooklyn, New York Truck bays, passage facilities and tunnel-Schermerhorn Street	17,000
Building-Livingston Street	10,500

Properties leased are under long-term leases for varying periods, the longest of which extends to 2073, and in most instances renewal options are included. Reference is made to Note 5 to the Consolidated Financial Statements contained in the 2007 Annual Report to Shareholders, incorporated herein by reference. The properties owned which are held subject to mortgage are the Brooklyn Bond Street building, the Jowein building, the Jamaica building and the Fishkill property.

*1. Brooklyn, New York Fulton Street at Bond Street*

13% of the property is leased by the Company under six separate leases. Expiration dates are as follows: 4/30/2011 (1 lease); 6/30/2011 (1 lease); 12/8/2013 (1 lease) which lease has two thirty-year renewal options through 12/8/2073; 4/30/2021 (2 leases) which leases previously had expiration dates of April 30, 2011 and were extended for an additional ten years; and 4/30/31 (1 lease) which lease previously had an expiration date of April 30, 2011 and was extended for an additional twenty years. The Company is adding two new elevators to its lobby at 9 Bond Street. The work is anticipated to be completed in the fiscal year 2008. There are plans to renovate vacant space for office use upon the execution of future leases to tenants, although no assurances can be made as to when or if such leases will be entered into.



The property is currently leased to nineteen tenants of which fourteen are retail tenants and five occupy office space. One tenant occupies in excess of 10% of the rentable square footage (26.11%). This tenant sub- leases to a flea market, department store, shoe store, fast food restaurant and various other retail shops. The lease expires April 30, 2011 with no renewal options. Approximately 110,000 square feet of the building are available for lease.

Occupancy		Lease Expiration		
Year Ended	Rate	Year Ended	Number of Leases	Area Sq. Ft.
7/31/03	38.52 %	7/31/2008	1	63
7/31/04	42.70 %	7/31/2009	2	4,220
7/31/05	51.62 %	7/31/2011	13	161,184
7/31/06	56.68 %	7/31/2013	1	25,423
7/31/07	61.50 %	7/31/2015	1	7,160
		7/31/2016	1	13,451
			19	211,501

As of July 31, 2007 the federal tax basis is \$20,687,226 with accumulated depreciation of \$7,078,976 for a net carrying value of \$13,608,250. The lives taken for depreciation vary between 18-40 years and the methods used are the straight-line and the declining balance.

The real estate taxes for this property are \$1,000,606 per year and the rate used is averaged at \$12.222 per \$100 of assessed valuation.

2. *Brooklyn, New York Jowein building, Fulton St. & Elm Place*

Approximately 47% of the property is owned and 53% is leased. The leases with two landlords expire on April 30, 2010. There are no renewal options. There are plans to renovate vacant space for office use upon the execution of future leases to tenants, although no assurances can be made as to when or if such leases will be entered into. The property is currently leased to nineteen tenants of which seven are retail stores, two are fast food restaurants and ten leases are for office space. Approximately 150,000 square feet of the building are available for lease.

Occupancy		Lease Expiration		
Year Ended	Rate	Year Ended	Number of Leases	Area Sq. Ft.
7/31/03	68.65 %	7/31/2010	8	116,807
7/31/04	64.08 %	7/31/2011	6	69,664
7/31/05	40.86 %	7/31/2012	1	15,000
7/31/06	49.20 %	7/31/2013	1	10,000
7/31/07	50.75 %	7/31/2014	1	5,000
		7/31/2017	1	5,500
		7/31/2018	1	15,900
			19	237,871

As of July 31, 2007 the federal tax basis is \$15,778,619 with accumulated depreciation of \$7,210,373 for a net carrying value of \$8,568,246. The lives taken for depreciation vary between 18-40 years and the methods used are the straight-line and the declining balance.

The real estate taxes for this property are \$1,435,676 per year and the rate used is averaged at \$11.778 per \$100 of assessed valuation.

*3. Jamaica, New York Jamaica Avenue at 169th Street*

The building is owned and the land is leased from an affiliated company. The lease expires July 31, 2027. The property is currently leased to eleven tenants: six are retail tenants and five for office space. Three tenants each occupy in excess of 10% of the rentable square footage: a major retail store occupies 15.86%; and two tenants occupy office space one occupies 14.23% and the other 11.07% of the rentable space. Approximately 27,000 square feet of the building are available for lease. There are plans to renovate vacant space for office use upon the execution of future leases to tenants, although no assurances can be made as to when or if such leases will be entered into.

Occupancy		Lease Expiration		
Year Ended	Rate	Year Ended	Number of Leases	Area Sq. Ft.
7/31/03	60.37 %	7/31/2009	1	2,000
7/31/04	70.70 %	7/31/2011	1	42,250
7/31/05	76.00 %	7/31/2012	2	26,625
7/31/06	71.98 %	7/31/2014	2	58,844
7/31/07	66.03 %	7/31/2015	1	24,109
		7/31/2016	1	6,021
		7/31/2017	3	75,907
			11	235,756

As of July 31, 2007 the federal tax basis is \$18,074,336 with accumulated depreciation of \$7,991,551 for a net carrying value of \$10,082,785. The lives taken for depreciation vary between 18-40 years and the methods used are the straight-line and the declining balance.

The real estate taxes for this property are \$360,720 per year and the rate used is averaged at \$12.124 per \$100 of assessed valuation.

#### 4. Fishkill, New York Route 9 at Interstate Highway 84

The Company owns the entire property. There are plans to renovate vacant space to tenants upon the execution of future leases to tenants, although no assurances can be made as to when or if such leases will be entered into. There are approximately 203,000 square feet of the building available for lease.

Occupancy		Lease Expiration		
Year Ended	Rate	Year Ended	Number of Leases	Area Sq. Ft.
7/31/03	12.28 %			
7/31/04	12.28 %			
7/31/05	12.28 %			
7/31/06	4.09 %			
7/31/07				

As of July 31, 2007 the federal tax basis is \$9,608,448 with accumulated depreciation of \$7,174,511 for a net carrying value of \$2,433,937. The lives taken for depreciation vary between 18-40 years and the methods used are the straight-line and the declining balance.

The real estate taxes for this property are \$130,127 per year and the rate used is averaged at \$4.30 per \$100 of assessed valuation.

#### 5. Levittown, New York Hempstead Turnpike

The Company owns the entire property. In October 2006, the Company entered into a lease agreement with a restaurant. The restaurant will construct a new building. The tenant expects to open the restaurant in fiscal 2008.

Occupancy		Lease Expiration		
Year Ended	Rate	Year Ended	Number of Leases	Area Sq. Ft.
7/31/03	100 %	7/31/2018	Building	15,243
7/31/04	100 %		Land	70,557
7/31/05	16.67 %		1	85,800

7/31/06

7/31/07

As of July 31, 2007 the federal tax basis is \$298,860 with accumulated depreciation of \$274,800 for a net carrying value of \$24,060. The lives taken for depreciation vary between 18-40 years and the methods used are the straight-line and the declining balance.

The real estate taxes for this property are \$135,451 per year and the rate used is averaged at \$737.15 per \$100 of assessed valuation.

6. *Massapequa, New York Sunrise Highway*

The Company is the prime tenant of this leasehold. The lease expires May 14, 2009 and there is one renewal option. There are no present plans for additional improvements of this property. The entire leasehold is currently sub-leased to two tenants; one, to a gasoline service station and the other for use as a bank. Each of these tenants occupies in excess of 10% of the rentable square footage. The gasoline service station sub-lease expires April 29, 2009 with no renewal options. The sub-sub-lease to the bank expires May 14, 2009 with one renewal option, which was exercised in May 2007.

Occupancy		Lease Expiration		
Year Ended	Rate	Year Ended	Number of Leases	Area Sq. Ft.
7/31/03	100 %	7/31/2009	2	133,400
7/31/04	100 %			
7/31/05	100 %			
7/31/06	100 %			
7/31/07	100 %			

The real estate taxes for this property are \$142,271 per year and the rate used is averaged at \$732.15 per \$100 of assessed valuation.

The Company does not own this property. Improvements to the property, if any, are made by tenants.

7. *Circleville, Ohio Tarlton Road*

The Company owns the entire property. There are plans to renovate vacant space to tenants upon the execution of future leases to tenants, although no assurances can be made as to when or if such leases will be entered into. The property is currently leased to one tenant. The tenant is a manufacturer and uses these premises as a warehouse and distribution facility. The lease expired September 30, 2002. An extension and modification of lease for the entire premises was executed for a three-year period to September 30, 2005. A further extension and modification of lease agreement was executed for a five year period, with a right to cancel after three years, for 75,000 square feet to November 11, 2010. There are approximately 118,000 square feet of the building available for lease.

Occupancy		Lease Expiration		
Year Ended	Rate	Year Ended	Number of Leases	Area Sq. Ft.
7/31/03	100 %	7/31/2011	1	75,000
7/31/04	100 %			
7/31/05	100 %			
7/31/06	55.77 %			