ONE LIBERTY PROPERTIES INC Form 10-Q May 09, 2012 Table of Contents

# **UNITED STATES**

## SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

# **FORM 10-Q**

### x Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended March 31, 2012

OR

### o Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Commission File Number 001-09279

# **ONE LIBERTY PROPERTIES, INC.**

(Exact name of registrant as specified in its charter)

MARYLAND (State or other jurisdiction of incorporation or organization) **13-3147497** (I.R.S. employer identification number)

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### 60 Cutter Mill Road, Great Neck, New York

(Address of principal executive offices)

### (516) 466-3100

(Registrant s telephone number, including area code)

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 x No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes x No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and small reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer o

Non-accelerated filer o

Smaller reporting company o

Accelerated filer x

11021

(Zip code)

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

Indicate the number of shares outstanding of each of the issuer s classes of common stock, as of the latest practicable date.

As of May 3, 2012, the registrant had 14,787,152 shares of common stock outstanding.

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#### One Liberty Properties, Inc. and Subsidiaries

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#### Part I FINANCIAL INFORMATION

Item 1. Financial Statements

#### ONE LIBERTY PROPERTIES, INC. AND SUBSIDIARIES

#### CONSOLIDATED BALANCE SHEETS

#### (Amounts in Thousands, Except Par Value)

Assets  8  134,815  \$  132,398    Buildings and improvements  334,767  328,918    Total real estate investments, at cost  469,582  461,316    Less accumulated depreciation  62,685  60,463    Real estate investments, net  406,897  400,853    Property contributed to joint venture  11,842  11,842    Investment in unconsolidated joint ventures  17,137  5,093    Cash and eash equivalents  17,177  12,666    Unamortized intangible lease assets  14,383  11,996    Escrow, deposits and other assets and receivables  3,084  3,232    Investment in BRT Realty Trust at market (related party)  259  235    Unamortized deferred financing costs  2,384  2,314    Total assets  \$  213,252  \$  205,849    Liabilities  5,905  5,166  5,065 <td< th=""><th></th><th></th><th>Aarch 31, 2012 Jnaudited)</th><th>December 31, 2011</th></td<>			Aarch 31, 2012 Jnaudited)	December 31, 2011
Land  \$ 134,815  \$ 132,398    Buildings and improvements  334,767  328,918    Total real estate investments, at cost  469,582  461,316    Less accumulated depreciation  62,685  60,463    Real estate investments, net  406,897  400,853    Property contributed to joint venture  11,842  11,842    Investment in unconsolidated joint ventures  17,137  5.093    Cash and cash equivalents  17,197  12,668    Unbilled rent receivable  12,860  12,483    Unamorrized intangible less assets  14,383  11,996    Escrow, deposits and other assets and receivables  3,084  3,252    Investment in BRT Realty Trust at market (related party)  259  235    Unamorrized deferred financing costs  2,384  2,314    Total assets  \$ 474,201  \$ 460,736    Liabilities  5,933  5,969    Mortgages and loan payable  4,862  4,805    Accrued expenses and other liabilities  5,933  5,969    Ortal liabilities  5,053  5,166    Total liabilitites  255,872  241,	Assets	(-		
Buildings and improvements    334,767    328,918      Total real estate investments, at cost    469,582    461,316      Less accumulated depreciation    62,685    60,463      Real estate investments, net    406,897    400,853      Property contributed to joint venture    11,842    Investment in unconsolidated joint ventures    17,137    5,003      Cash and cash equivalents    17,197    12,660    12,483      Unbilled rent receivable    18,842    3,084    3,252      Unamortized intangible lease assets    3,084    3,252    14,383    11,996      Escrow, deposits and other assets and receivables    3,084    3,252    14,383	Real estate investments, at cost			
Total real estate investments, at cost  469,582  461,316    Less accumulated depreciation  62,685  60,463    Real estate investments, net  406,897  400,853    Property contributed to joint venture  11,842  11,842    Investment in unconsolidated joint ventures  17,137  5.093    Cash and cash equivalents  17,197  12,668    Unamorized intangible lease assets  14,383  11.996    Escrow, deposits and other assets and receivables  3,084  3,252    Investment in BRT Realty Trust at market (related party)  259  235    Unamorized deferred financing costs  2,384  2,314    Total assets  \$  474,201<\$	Land	\$	134,815 \$	132,398
Less accumulated depreciation    62,685    60,463      Real estate investments, net    406,897    400,837      Property contributed to joint venture    11,842      Investment in unconsolidated joint ventures    17,137    5,093      Cash and cash equivalents    17,197    12,666      Unbilled rent receivable    12,860    12,483      Unamortized intangible lease assets    14,383    11,996      Escrow, deposits and other assets and receivables    3,084    3,252      Investment in BRT Realty Trust at market (related party)    259    235      Unamortized deferred financing costs    2,384    2,314      Total assets    \$    474,201    \$    460,736      Liabilities:    \$    271,100    20,000      Dividends payable    \$    213,252    \$    205,849      Liabilities    \$    5,533    5,969      Unamortized intangible lease liabilities    5,593    5,969    1,789      Liabilities    \$    5,593    5,969    1,789      Liabilities    \$    5,065	Buildings and improvements		334,767	328,918
Real estate investments, net    406,897    400,853      Property contributed to joint venture    11,842      Investment in unconsolidated joint ventures    17,137    5,093      Cash and cash equivalents    17,197    12,660    12,483      Unbilled rent receivable    12,860    12,483    11,996      Escrow, deposits and other assets and receivables    3,084    3,252      Investment in BRT Realty Trust at market (related party)    259    233      Unamortized deferred financing costs    2,384    2,314      Total assets    \$    474,201    \$    460,736      Liabilities and Equity    \$    213,252    \$    205,849      Liabilities    \$    474,201    \$    460,736      Accrued expenses and other liabilities    5,593    5,5949    2,5849    2,13,252    \$    205,849      Line of credit    27,100    20,000    20,000    2,593    5,5993    5,969      Unamortized intangible lease liabilities    5,065    5,166    5,166    5,593    5,969      Unamortiz	Total real estate investments, at cost		469,582	461,316
Property contributed to joint venture 11,37 5,093 Cash and cash equivalents 17,137 5,093 Cash and cash equivalents 17,197 12,668 Unbilled rent receivable 12,860 12,483 Unamortized intangible lease assets 14,383 11,996 Escrow, deposits and other assets and receivables 3,084 3,252 Investment in BRT Realty Trust at market (related party) 259 235 Unamortized deferred financing costs 2,384 2,314 Total assets \$ 474,201 \$ 460,736 Liabilities and Equity Liabilities: Mortgages and loan payable \$ 213,252 \$ 205,849 Line of credit 27,100 20,000 Dividends payable 4,862 4,805 Accrued expenses and other liabilities 5,593 5,969 Unamortized intangible lease liabilities 5,593 5,969 Unamortized intangible lease liabilities 2,5166 Total liabilities 2,5872 241,789 Commitments and contingencies	Less accumulated depreciation		62,685	60,463
Investment in unconsolidated joint ventures  17,137  5,093    Cash and cash equivalents  17,197  12,668    Unbilled rent receivable  12,860  12,483    Unamortized intangible lease assets  14,383  11,996    Escrow, deposits and other assets and receivables  3,084  3,252    Investment in BRT Realty Trust at market (related party)  259  235    Unamortized deferred financing costs  2,384  2,314    Total assets  \$  474,201  \$  460,736    Liabilities and Equity  -  -  -  -    Liabilities and Equity  27,100  20,000  20,000  20,000    Dividends payable  4,862  4,805  4,862  4,805    Accrued expenses and other liabilities  5,593  5,969  5,166    Unamortized intangible lease liabilities  255,872  241,789  241,789    Commitments and contingencies  -  -  -  -  -    Equity:  -  -  255,872  241,789  -  -  -  -  -  -  -  -  - <td>Real estate investments, net</td> <td></td> <td>406,897</td> <td>400,853</td>	Real estate investments, net		406,897	400,853
Cash and cash equivalents  17,197  12,668    Unabiled rent receivable  12,860  12,483    Unamortized intangible lease assets  14,383  11,996    Escrow, deposits and other assets and receivables  3,084  3,252    Investment in BRT Realty Trust at market (related party)  259  235    Unamortized deferred financing costs  2,384  2,314    Total assets  \$  474,201  \$  460,736    Liabilities and Equity	Property contributed to joint venture			11,842
Unbilled rent receivable  12,860  12,483    Unamortized intangible lease assets  14,383  11,996    Escrow, deposits and other assets and receivables  3,084  3,252    Investment in BRT Realty Trust at market (related party)  259  235    Unamortized deferred financing costs  2,384  2,314    Total assets  \$  474,201  \$  460,736    Liabilities and Equity	Investment in unconsolidated joint ventures		17,137	5,093
Unamortized intangible lease assets14,38311,996Excrow, deposits and other assets and receivables3,0843,252Investment in BRT Realty Trust at market (related party)259235Unamortized deferred financing costs2,3842,314Total assets\$474,201\$460,736Liabilities and EquityLiabilities:	Cash and cash equivalents		17,197	12,668
Escrow, deposits and other assets and receivables3,0843,252Investment in BRT Realty Trust at market (related party)259235Unamortized deferred financing costs2,3842,314Total assets\$474,201\$Habilities and Equity\$213,252\$Liabilities and Equity\$213,252\$Liabilities and Ican payable\$213,252\$Mortgages and Ican payable\$213,252\$Line of credit27,10020,00020,000Dividends payable4,8624,805Accrued expenses and other liabilities5,5935,969Unamortized intangible lease liabilities5,0655,166Total liabilities255,872241,789Commitments and contingencies	Unbilled rent receivable			
Investment in BRT Realty Trust at market (related party)259235Unamortized deferred financing costs2,3842,314Total assets\$474,201\$Liabilities and Equity\$213,252\$Liabilities:\$213,252\$205,849Mortgages and loan payable\$27,10020,000Dividends payable4,8624,8054,805Accrued expenses and other liabilities5,5935,969Unamortized intangible lease liabilities5,0655,166Total liabilities255,872241,789Commitments and contingencies255,872241,789Equity: One Liberty Properties, Inc. stockholders equity: Prefered stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;5			14,383	11,996
Unamortized deferred financing costs2,3842,314Total assets\$474,201\$460,736Liabilities and EquityLiabilities:213,252\$205,849Line of credit27,10020,00020,00020,000Dividends payable4,8624,8054,8624,805Accrued expenses and other liabilities5,5935,9695,5935,969Unamortized intangible lease liabilities5,0655,1665,166Total liabilities255,872241,789Commitments and contingenciesEquity:			3,084	
Total assets\$474,201\$460,736Liabilities and EquityLiabilities:Mortgages and loan payable\$213,252\$205,849Line of credit27,10020,00020,000Dividends payable4,8624,805Accrued expenses and other liabilities5,5935,969Unamortized intangible lease liabilities5,0655,166Total liabilities255,872241,789Commitments and contingencies			259	235
Liabilities and Equity Liabilities: Mortgages and loan payable \$ 213,252 \$ 205,849 Line of credit 27,100 20,000 Dividends payable 4,862 4,805 Accrued expenses and other liabilities 5,593 5,969 Unamortized intangible lease liabilities 5,065 5,166 Total liabilities 255,872 241,789 Commitments and contingencies Equity: One Liberty Properties, Inc. stockholders equity: Preferred stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;	Unamortized deferred financing costs		2,384	2,314
Liabilities: Mortgages and loan payable \$ 213,252 \$ 205,849 Line of credit 27,100 20,000 Dividends payable 4,862 4,805 Accrued expenses and other liabilities 5,593 5,969 Unamortized intangible lease liabilities 5,065 5,166 Total liabilities 255,872 241,789 Commitments and contingencies Equity: One Liberty Properties, Inc. stockholders equity: Preferred stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;	Total assets	\$	474,201 \$	460,736
Mortgages and loan payable\$ 213,252 \$ 205,849Line of credit27,10020,000Dividends payable4,8624,805Accrued expenses and other liabilities5,5935,969Unamortized intangible lease liabilities5,0655,166Total liabilities255,872241,789Commitments and contingenciesEquity:One Liberty Properties, Inc. stockholders equity:	Liabilities and Equity			
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Accrued expenses and other liabilities5,5935,969Unamortized intangible lease liabilities5,0655,166Total liabilities255,872241,789Commitments and contingencies250,000200,000Equity: One Liberty Properties, Inc. stockholders equity: Preferred stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;100,000	Line of credit			20,000
Unamortized intangible lease liabilities  5,065  5,166    Total liabilities  255,872  241,789    Commitments and contingencies  255,872  241,789    Equity:  0  2    One Liberty Properties, Inc. stockholders equity:  2  2    Preferred stock, \$1 par value; 12,500 shares authorized; none issued  2  2    Common stock, \$1 par value; 25,000 shares authorized;  2  2				,
Total liabilities  255,872  241,789    Commitments and contingencies  255,872  241,789    Equity:  255,872  241,789    One Liberty Properties, Inc. stockholders equity:  255,872  241,789    Preferred stock, \$1 par value; 12,500 shares authorized; none issued  255,872  241,789    Common stock, \$1 par value; 25,000 shares authorized;  255,872  241,789			,	- )
Commitments and contingencies Equity: One Liberty Properties, Inc. stockholders equity: Preferred stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;	Unamortized intangible lease liabilities		5,065	5,166
Equity: One Liberty Properties, Inc. stockholders equity: Preferred stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;	Total liabilities		255,872	241,789
One Liberty Properties, Inc. stockholders equity: Preferred stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;	Commitments and contingencies			
One Liberty Properties, Inc. stockholders equity: Preferred stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;	Equity:			
Preferred stock, \$1 par value; 12,500 shares authorized; none issued Common stock, \$1 par value; 25,000 shares authorized;				
Common stock, \$1 par value; 25,000 shares authorized;				
14,322 and 14,213 shares issued and outstanding 14,322 14,213				
	14,322 and 14,213 shares issued and outstanding		14,322	14,213

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190,630	189,486
(989)	(1,019)
13,966	15,605
217,929	218,285
400	662
218,329	218,947
474,201	\$ 460,736
	(989) 13,966 217,929 400 218,329

See accompanying notes to consolidated financial statements.

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#### ONE LIBERTY PROPERTIES, INC. AND SUBSIDIARIES

#### CONSOLIDATED STATEMENTS OF INCOME

#### (Amounts in Thousands, Except Per Share Data)

#### (Unaudited)

	Three Months Ended March 31,			
	2012		2011	
Revenues:				
Rental income, net	\$ 11,641	\$	11,103	
Operating expenses:				
Depreciation and amortization	2,509		2,325	
General and administrative (including \$572 and \$447, respectively, to related party)	1,890		1,600	
Real estate acquisition costs	43		27	
Real estate expenses (including \$150 in both periods to related party)	686		611	
Leasehold rent	77		77	