LENDING AND CORPORATE FINANCE

Experience distinguishes our Lending and Corporate Finance practice group. Our attorneys average more than 20 years of practice working on every type of financial transaction, and they provide the practical advice needed to complete transactions in a quick and efficient manner.

We work with national, regional, local and community banks and lending institutions on all types of loan transactions, including single-lender, real estate-secured, unsecured and asset-backed loans, multi-lender and syndicated credit facilities, international and multi-currency facilities, tax-credit transactions and tax-leveraged financing. Our team also represents individual, joint venture and corporate borrowers in obtaining, negotiating and closing of commercial, industrial, multi-family and residential loans. As with all of our practice groups, we provide these services within a new model for law firms—one that provides sophisticated legal counsel in an efficient and cost-effective manner.

REAL ESTATE LENDING

We represent national, regional, local, and community banks and lending institutions in all manner of real estate loan transactions – from the drafting and negotiation of the loan documents, to due diligence on the properties and other collateral securing the loan, to loan closing. Our group brings legal and business experience gained from years of working on financing transactions at top national firms and as in-house counsel at some of the country’s largest corporations.

ASSET-BASED LENDING AND CORPORATE AND ENTITY FINANCING

As companies look to fund growing businesses with loans secured by corporate assets, we assist lenders in activities related to financing, including the drafting and negotiation of complex loan documents, conducting due diligence on the collateral securing the loans, crafting structured agreements, and in the closing of revolving credit facilities and term loans secured by the business assets of corporate borrowers.

BOND AND TAX-EXEMPT FINANCING

We have extensive experience guiding lenders and borrowers through the complexities of bond financing, including in dealing with various governmental authorities in complying with the applicable laws and regulations, analyzing the tax implications, and structuring the bond and loan documentation.

SECURITIZED LOANS

Our attorneys structure the securitization and warehousing of debt (including capital markets transactions) with a focus on vacation ownership receivables, accounts receivable sales, hypothecation/loan transactions, real estate and related asset-secured loans and securitizations, other complex credit facility transactions, and private debt and equity transactions.

ESOP LENDING

Our attorneys regularly represent lenders in ESOP financing transactions, including coordination with ESOP trustees and ESOP sponsors. Such representation also includes negotiation with subordinated debt holders such as sellers of ESOP stock. Documentation of such transactions would include inter-creditor agreements, subordination agreements and related ancillary documents.

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WORKOUT AND FORECLOSURE

Our team has extensive experience in working with troubled loans and guiding financial institutions through the workout and foreclosure process. In the event of a default or other issue with a troubled loan, we bring together our transactional and litigation team members to provide strategy and guidance to help financial institutions determine whether foreclosure, litigation or workout – or a combination of these approaches – is the right strategy. We can craft and negotiate forbearance agreements, loan modification documents and collateral substitution documents.

We also can move beyond the workout, and have extensive experience in efficiently handling all of the steps in foreclosure sales and proceedings. Throughout the process, we can manage all aspects of litigation, including foreclosure sale confirmations, deficiency suits against borrowers and guarantors and bankruptcy representation.

FINANCIAL INSTITUTIONS AND REGULATORY

Specific legal and regulatory requirements govern financing and other corporate transactions undertaken by financial institutions. To structure transactions in today’s complex, evolving regulatory environment, financial institutions need not only savvy corporate counsel, specific insight into the current regulatory requirements. We help these institutions navigate the legal and regulatory landscape by evaluating financing alternatives; confirming the desired regulatory capital treatment of various capital instruments; obtaining appropriate regulatory approvals; communicating with federal and state regulatory authorities; analyzing issues relating to trust preferred, TARP and SBLF securities; and managing a variety of transactions, including private placements and public offerings of equity and debt and mergers and acquisitions. Our attorneys have formed de novo banks and assisted banks with their initial public offerings. Our attorneys have also taken banks private and assisted banks with restructuring, including conversion of corporate form.

ADDITIONAL SERVICES

In addition to providing the above services, the Lending and Corporate Finance group is part of an integrated team at Taylor English that can provide legal counsel on all other areas that may impact financial transactions including: aviation lending, environmental analysis, financial litigation, ERISA, and tax.

PRACTICE HIGHLIGHTS

National, regional and local financial institution lending. Represented numerous national, regional and local financial institutions in hundreds of loans secured by collateral of all types, including real estate, receivables, and personal property.

Library facility joint venture between two nationally recognized universities. Represented a joint venture of two nationally recognized State universities in the acquisition and development of a unique shared library facility, and in the closing of a large million bond transaction to finance the construction and operation of the facility.

Workouts and foreclosures valued at $1 billion+ for a global bank. Represented a global bank in the workout of more than $1 billion in loans and real estate, including loan modifications, collateral foreclosures,
and the sale of owned real estate.

**Nationally-recognized university's development of a technology research park.** Represented a nationally-recognized State university in the acquisition, development, financing and operation of a technology research park located in downtown Atlanta, including in the negotiation and completion of numerous complex lease agreements with technology and medical research companies.

**Closed large bond refinancing for nationally-recognized university.** Represented a nationally recognized university in the closing of a large bond refinancing transaction on a downtown Atlanta tower, including extensive real estate lease restructuring.

**Hotel company loan renewal and extension.** $4,300,000 loan renewal and extension of hotel company.

**Real estate investment company loan renewal.** $2,378,000 loan renewal of real estate investment company.

**Regional bank loan for alcohol distribution company.** Mid-size regional bank $1,069,000 loan for alcohol distribution company.

**Outdoor advertising company acquisitions of fee properties and easements.** Represented one of the largest outdoor advertising companies in the world in the acquisition of hundreds of fee properties and billboard easements throughout the United States and in the complex financing of billboard and office locations.

**Sale of majority ownership and recapitalization of private receivables management firm.** Represented a receivables management and purchasing firm in connection with all senior and subordinated financings/credit facilities with combined transaction values in excess of $50 million. An example of a recent representation for this client includes a recapitalization transaction in which we served as lead counsel in all aspects of structuring, negotiating and documenting a senior and mezzanine debt refinance and a concurrent third party equity investment. This matter represents the most significant liquidity event to date for this client and the reorganized structure is anticipated to provide an entirely new platform for this client's future growth.