

## Financial Services

The pace of change presents unique challenges to every financial services institution, whether large or small. This environment often requires legal counsel with nationwide experience in national trends and an understanding of specific regional issues. Winstead's legal team utilizes a collaborative and interdisciplinary approach to draw on the right resources at the right time, using the firm's broad experience to address legal issues across a full range of business needs.

### Regional and Community Banks

Legal counsel plays important roles in the operational and business platforms of regional and community banks. In a bank's lending activities, this includes providing guidance in loan originations, servicing, workouts and related litigation. In day-to-day operations, challenges are inherent in corporate workspace and can impact regional and community banks' bottom lines. Examples include the areas of technology, regulation, risk management, human resources and executive compensation and benefits, where experienced outside legal counsel can furnish valuable advice in response to current issues.

### National Banks

In contrast to many regional and community banks, we recognize that large national banks rely upon their in-house legal department for many operational tasks. Winstead provides support and guidance in those areas as needed, as well as for discrete topics such as syndicated lending, middle market finance, commercial real estate lending, and litigation. In the area of syndicated finance, Winstead is ranked 22nd on the 2011 LPC Legal League Table for lead arranger representations. We are active in the syndicated lending market across many industries, including energy finance, healthcare finance, media and telecommunications finance and real estate finance.

Information about the broad scope of Winstead's services in the financial industry can be found by using the following Winstead practice group links:

- [Business Restructuring/Bankruptcy](#)
- [Business Litigation](#)
- [Corporate, Securities/Mergers & Acquisitions](#)
- [Energy](#)
- [Environmental](#)
- [Finance & Banking](#)
- [Government Enforcement & Regulated Industries Litigation](#)
- [Insurance](#)
- [Intellectual Property](#)
- [Public Finance](#)
- [Real Estate Finance](#)
- [Securities Litigation & Enforcement](#)
- [Syndicated Finance](#)
- [Tax](#)
- [Turnaround & Workout](#)

## Experience

### Representative Transactions:

- Engaged by a life insurance company as its sole outside counsel for the company's new capital markets group. Initial deals include mortgage note purchase, participation in a \$350 million loan to a real estate fund; and A/B/C loan structure secured by 26 senior living facilities in multiple states
- Represented a life insurance company in the design and implementation of the new "construction to perm" loan program. Initial deals include a \$15 million loan to build an apartment project in Oregon; and an \$85 million loan to build a high-rise apartment project in Jersey City, New Jersey
- Served as sole outside general counsel, nationwide, for all workouts and foreclosures of lender's apartment portfolio. The engagement included creating a technology solution focused on better risk-management of local counsel
- Represented the agent bank in a nearly \$98 million syndicated real estate construction loan, which involved the construction of five buildings containing approximately 329,322 net rentable square feet of residential space, approximately 47,809 net rentable space of retail and commercial space, and a parking garage with approximately 1,273 stalls
- Represented the agent bank in an \$87 million syndicated real estate construction loan for the construction of a retail shopping center involving demolition of existing improvements, construction of multiple buildings for the new shopping center, and construction of tenant improvements to the newly constructed buildings
- Represented a national bank to provide \$70 million for a construction facility on a design-build project, which is slated to be the first silver certified LEED office building in Houston, Texas
- Representation of one of Texas' largest financial institutions in its nationwide lending program to large regional home builders; this engagement includes acting as its sole outside general counsel (nationwide) for all workouts and foreclosures
- Represented an investment advisory service client in its capital market lending in the real estate sector
- Representation of FDIC in complex litigation involving sanctions
- Placement of \$5 million trust preferred securities
- \$1.2 billion syndicated revolving credit facility to a major energy company
- \$2.2 million tax assessment set-aside for the nation's largest financial services and insurance company in connection with a premium tax dispute with the Texas Comptroller of Public Accounts
- \$950 million in bonds, Winstead represented two New York bond insurers in their insurance of financing for the new Yankee Stadium, recognized as a leading deal of 2006
- \$600 million syndicated revolving credit facility to an insurance holding company specializing in life and supplemental health insurance
- \$140 million acquisition of a division by a global insurance company, Winstead represented the insurance holding company
- \$250 million syndicated revolving credit facility to a national financial services company
- \$40 million secured revolving credit facility to a financial provider in the consumer loan and pawn shop industries
- \$400 million syndicated revolving credit facility to a national title insurance holding company
- \$89 million construction and term loan facility to construct a greenfield biodiesel production plant
- \$700 million syndicated credit facility and DIP financing for a contracting services company
- \$310 million mortgage loan evidenced by 5 notes and secured by office buildings in Kentucky and Texas
- \$193 million syndicated loan structure (with 5 different notes) secured by 19 office buildings located in 4 states; followed by a \$20 million increase to the loan; and summaries of 285 space leases utilizing a lease review database created by a Winstead affiliate
- \$97 million syndicated senior secured construction and term loan financing to support a 50 million gallon per year fuel-grade ethanol plant and to enhance an existing corn mill by adding dry fractionation and corn fiber gasification systems
- \$75 million secured term equipment financing to a joint venture entity for the purchase of land drilling rigs with additional credit enhancements provided by the financial sponsors
- \$200 million secured mezzanine loan program for multifamily and student housing properties throughout the United States
- \$110 million acquisition of a portfolio of 36 industrial properties by a private equity fund, together with associated debt financing

- \$750 million syndicated unsecured revolving line of credit to a reinsurance holding company with standby letter of credit and swing line sub-facilities, an accordion feature and provision for multicurrency borrowings
- \$350 million syndicated revolving line of credit, secured and unsecured tranches, proceeds used to acquire and remodel multi-tenant and single-tenant offices, industrial and research and development properties throughout the United States
- Representative transactions that included foreign lenders where we represented the administrative agent:
  - \$1.750 billion facility to media, communications and entertainment company
  - \$300 million facility to plastics manufacturer
  - \$850 million facility to home builder and land development company
  - \$1 billion facility to media company
  - \$300 million facility to global transportation company
  - \$800 million facility to radio broadcasting company
  - \$100 million facility to worldwide food production company
  - \$400 million facility to steel manufacturing company