

## Finance

Regardless of the economic climate, the financial sector is one that is continually evolving - technology improves, regulations increase - but opportunities always exist. With extensive experience working with financial institutions, insurance companies, commercial finance companies and other institutions involved in the lending and borrowing of capital, the Finance Group is uniquely qualified to help clients navigate the challenges and opportunities they face.

Our lending experience includes:

- Commercial lending
- Asset-based financing
- Structured finance
- Restructuring and workout of troubled loans
- Real estate finance

We have also handled numerous letter-of-credit based and secured loans, loan modifications, loan syndications and participations representing lead lenders, co-lenders and participants in large corporate, real estate, asset-based and middle market financing matters.

We have extensive experience in financing of the purchase and sale of businesses and the purchase and sale of real estate, commercial leasing, entity formation and governance, title insurance coverage and claims, leasing, land development approvals and other entitlements, and condominium and other community associations. Our experience in these, and other areas, is often needed to effectively represent our financial institution clients and to help get the transaction done.

The hallmark of our practice is the close working relationship we have established with clients and our individualized attention to each of them. We approach each matter as a team, involving partners, associates and staff, and work with all levels of each client's internal organization. The team's depth enables us to handle matters expeditiously and efficiently without sacrificing attention to detail. We understand the issues, very often from prior transactions with the borrower parties and opposing counsels, but most importantly, we know our clients, how they underwrite, document and administer their loans.

We value the long-standing relationships we have built with our clients. As a result, we have been called on to help formulate internal policies and procedures. We have also played an integral part in helping our clients develop their training programs and often conduct workshops and seminars for them on various

### PRACTICE CONTACTS

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### RELATED PRACTICES

Commercial Litigation  
Construction and Surety  
Corporate and Securities  
Financial Restructuring and Bankruptcy  
Real Estate

### RELATED INDUSTRIES

Financial & Investment Services  
Technology

### PRACTICE HIGHLIGHTS

- Creative problem solvers and deal makers
- Advisers to financial institutions, insurance companies and commercial finance companies



subjects in the finance arena. Our clients rely on us, not only as lawyers documenting a complex transaction, but as advisors on structuring deals and as experienced problem solvers when new or unexpected issues arise. We pride ourselves on our ability to think creatively, to work effectively with opposing counsel and to implement win-win situations for clients in difficult transactions.

When needed, we call on lawyers in the firm's various practice groups to provide counsel in other matters, including entity formation and governance, mergers and acquisitions, commercial litigation, creditors' rights and bankruptcy, taxation, trust and probate law, environmental law, insurance underwriting, claims and coverage, intellectual property, white collar crime, international law and securities.

### **Commercial Finance**

We represent borrowers, lenders and other credit sources on a national, regional and local basis in all aspects of complex commercial finance matters. We routinely handle a variety of commercial finance transactions, including leveraged buy-outs and roll-up financings, cash flow and asset based financing, second lien and mezzanine financing, acquisition financing and construction and development financing.

Our lawyers are involved in all aspects of a transaction from structuring the credit, identifying the applicable borrower and guarantor parties, addressing various types of collateral and perfection methodologies, in addition to negotiating, documenting and closing the transaction. We understand the uniqueness and importance of each matter to our clients and strive to provide our clients with creative solutions, the highest quality work product, and a timely and cost-effective engagement.

### **Financial Services Litigation**

We have extensive experience litigating and trying complex commercial matters related to all aspects of a financial institution's business. We have tried numerous jury and non-jury cases in state and federal courts throughout the country, as well as complex commercial arbitration matters. Our trial skills, coupled with our willingness and ability to try matters to a verdict, enable us to zealously advocate our client's positions and obtain favorable results. We also have extensive experience with mediations and other modes of alternative dispute resolution.

We have represented financial institutions in numerous matters including:

- defending lender liability claims
- prosecuting claims arising out of loan fraud
- defending lawsuits alleging check fraud
- defending lawsuits alleging wrongful dishonor of items
- defending and prosecuting lawsuits alleging breach of presentment and transfer warranties
- defending and prosecuting lawsuits alleging late return of items
- prosecuting claims of a financial institution arising out of securitizations of loans
- filing lawsuits to obtain the appointment of receivers and injunctive relief to protect and enforce the rights of financial institutions in collateral
- defending lawsuits arising out of a financial institution's the alleged receipt of stolen funds

- defending lawsuits arising out of claims by real estate developers and other businesses for breach of loan obligations and alleged tortious acts by bank employees
- defending contested garnishment proceedings
- claims against financial institutions arising out of intra-company disputes by the owners for control of the borrower's business
- prosecuting contested commercial foreclosure and eviction proceedings
- prosecuting fidelity bond claims for a financial institution relating to the unlawful conduct of a bank officer

## REPRESENTATIVE MATTERS

Represented lender group in the multimillion dollar syndicated financing of a coal company involving inventory and receivables financing, real estate and equipment term loan financing and subordinated financing

Represented lender in inventory and receivables based financing for major ventilation fan company, including subsequent workout and full payoff after default

Represented lender in inventory, receivables, equipment and cash flow financing for major chemical company with operations in U.S. and Canada

Represented lender in revolving credit and term loan facilities extended to plastics manufacturer secured by all assets

Represented lender in revolving credit and term loan facilities extended to aircraft secured by all assets

Represented lender group in inventory and receivables financing for large fragrance company

Represented institutional lender in the receivables financing of a timeshare project, which was part of a master community development and was located in the southeastern U.S.; the exclusive sales and marketing agent for this project was an internationally recognized hotel and resort company; purchasers of timeshare interests in this project had the option to transfer their deeded timeshare interest in exchange for a membership in a points-based club; transaction included a complicated tri-party agreement addressing the purchase from the lender of delinquent pledged receivables

## CASES & DEALS

White and Williams Represents Investment Fund in \$68 Million Bridge Financing Mortgage Loan  
5.10.21

Nizao Real Estate Corp. Completes Sale and 1031 Exchange of Three Bronx Properties  
5.10.21

White and Williams Team Completes Complex Sale Leaseback of Seven Properties  
4.15.21

Real Estate Finance Team Assists Client in Extension of \$35.5 Million Mortgage Loan  
3.23.21

White and Williams Real Estate Finance Team Represents Brookfield Asset Management in \$107 Million Financing  
10.13.20

White and Williams Represents CRP Industries  
10.8.19

Real Estate Finance Team Secures Junior Mezzanine Financing for American Dream Meadowlands  
8.3.19

White and Williams Team Leads Corporate Restructuring and Financing for Transformation of Heating Plant into Luxury Residences  
7.24.19

Finance Team Executes Roll-Up of Multi-Entity Business into SPE  
4.17.19

White and Williams Secures \$195M CMBS Loan and Refinancing of Aruba Marriott  
1.26.18

## **NEWS**

White and Williams LLP Opens New Morristown, NJ Office  
12.23.25

White and Williams Announces Partner and Counsel Promotions  
*Press Release*, 1.17.24

Meredith Bieber Returns to White and Williams As Real Estate Finance Partner  
8.31.22

Chambers USA 2022 Ranks White and Williams as a Leading Law Firm  
6.1.22

White and Williams Announces 15 Lawyer Promotions  
1.3.22

White and Williams Welcomes Ten New Associates  
11.4.21

Best Lawyers® Recognizes 38 White and Williams Lawyers  
8.19.21

Chambers USA 2021 Ranks White and Williams as a Leading Law Firm  
5.20.21

Tim Davis Accepted as Fellow into the American College of Mortgage Attorneys  
2.24.17

## **PUBLICATIONS**

New York County Supreme Court Upholds Accommodation Pledges  
*Real Estate and Finance Alert*, 8.25.23

Commercial Lease Disputes and Renegotiation – A Look Back During the COVID-19 Pandemic  
*Corporate Disputes Magazine*, July - September, 2021

Commercial Lease Disputes and Renegotiation – A Look Back During the COVID-19 Pandemic  
*Corporate Disputes Magazine*, July - September 2021 Issue

The Powerful Power of Attorney: Changes Coming in New York State  
*Real Estate and Tax and Estates Alert*, 5.4.21

COVID-19 Pandemic Preference Amendments to Bankruptcy Code Benefiting Vendors, Customers, Commercial Landlords and Tenants  
*Financial Restructuring and Bankruptcy Alert*, 3.30.21

Commercial Real Estate Mezzanine Loan Foreclosures  
*LexisNexis: A Practical Guidance® Practice Note*, 1.21

Rental Assistance Program: Good News for Tenants and Possibly Landlords  
*Real Estate and Finance Alert*, 1.19.21

New York State Enacts Small Business Truth in Lending Law  
*Finance Alert*, 1.12.21

Selling and Purchasing Performing and Non-Performing Loans: Threshold Issues to Consider  
*Real Estate Alert*, 3.26.20

COVID-19: Loan Enforcement and Foreclosure-Related Actions  
*Real Estate Alert*, 3.25.20

Checklist for Lenders in Turbulent Times: Reviewing Your Portfolio  
*Real Estate Alert*, 3.24.20

Philadelphia Enacts Commercial Property Assessed Clean Energy (C-PACE) Program  
*Real Estate Alert*, 6.28.19

PACE Loan Considerations for Commercial Real Estate Lenders

*Real Estate Alert*, 2.5.19

Key Provisions to Focus on When Negotiating Senior/Subordinate Co-Lender Agreements

*Real Estate Finance Journal*, Spring 2018

Key Provisions to Focus on when Negotiating Intercreditor Agreements

*Finance Alert*, 10.5.17

Ten Considerations for Financing Medical Office Buildings

An Intersection of Real Estate and Healthcare

*Real Estate Alert*, 9.21.17

Assigning Loan Documents: Practical Reminders

*Real Estate Alert*, 4.28.17

"Bad Boy" Guarantees Reviewed by the IRS

*Tax and Finance Alert*, 3.22.16

## EVENTS

Mezzanine Financing & High Yield Debt Origination Trends

IMN Real Estate Mezzanine Financing & High Yield Debt Forum (New York, NY), 6.2.25

2024 Institutional Investment Outlook Breakfast

Mortgage Bankers Association of New York Breakfast (New York, NY), 1.25.24

Intercreditor and Subordination Agreements, Workouts and Associated Documentation

IMN Real Estate Mezzanine Financing & High-Yield Debt Forum (New York, NY), 5.16.23

Distressed Debt Opportunities and Loan Foreclosure Strategies

Mortgage Bankers Association of New York Breakfast (New York, NY), 4.19.23

Interest Rate Risk Management: Trends and a Refresher on the Basics

Webinar, 9.8.22

Borrowers' Perspective: Sourcing Debt in Today's Crowded Market

iGlobal Forum 12th Real Estate Mezzanine Financing Summit, 5.4.22

Focus on Deals - Where are the Key Opportunities in Mezzanine Lending?

iGlobal 11th Real Estate Mezzanine Financing Summit (Virtual), 9.28.21

Acquisitions, Due Diligence & Dispositions: What Are You Buying, Selling & The Tools You Are Using?

IMN U.S. Real Estate Opportunity & Private Funds Investing Forum (Newport, RI), 9.9.21

Adaptive Reuse & Best Practices in Repositioning Distressed Assets

IMN NYC Distressed CRE Virtual Forum, 1.27.21

The 3 R's of Mezzanine and Subordinate Financing: Risks, Rewards and Remedies  
American College of Mortgage Attorneys 2019 Annual Meeting (Monterey, California), 9.6.19

Real Estate Fundamentals: The Current State of the Property and Capital Markets  
iGlobal Forum 9th Real Estate Mezzanine Financing Summit (New York, NY), 5.7.19

Mezzanine Lending and Preferred Equity Panel  
Mortgage Bankers Association of New York Breakfast Program (New York, NY), 3.5.19

Debt Fund 2.0: New Players and Evolving Roles Changing the Face of Mezz  
iGlobal Forum 8th Real Estate Mezzanine Financing Summit (New York, NY), 6.7.18

IMN Real Estate Mezzanine Financing & High Yield Debt Forum: Bridge Loans Panel  
IMN Real Estate Mezzanine Financing & High Yield Debt Forum (New York, NY), 11.8.17

IMN Borrower & Investor Forum: Mezzanine Originator Panel  
IMN Borrower & Investor Forum (New York, NY), 11.1.16

The Changing Landscape of Commercial Loan Documents  
Philadelphia, PA, 4.7.16

Finance Forum: Cybersecurity in Financial Transactions  
Philadelphia, PA, 11.12.15

Bridge Loans: What Opportunities Does this Market Hold for Lenders/Borrowers in 2016?  
IMN Borrower & Investor Forum (New York, NY), 11.10.15

Finance Forum: Intercreditor and Subordination Agreements in Real Estate & Commercial Finance  
Philadelphia, PA, 4.23.15