



LENDING LAW

Throughout Riker Danzig's long history, representation of lending institutions has been a core practice area for the firm. For many years, our Lending Law Group served as general counsel to one of the largest bank holding companies in New Jersey and its subsidiary institutions and provided virtually all that institution's legal services, including regulatory and corporate advice, litigation, and negotiating and documenting transactional matters. After that institution merged with another, we continued to represent it. Our lawyers also represent many other major lending institutions in New Jersey, as well as a number of out-of-state financial institutions that are involved in litigation or transactions in New Jersey.

For these institutions, we have handled a broad variety of financings. Our credit documentation work is performed by a group of experienced attorneys under the direction of Mark Rattner, Of Counsel and partner Nicholas Racioppi. These attorneys work with a team of associate attorneys, each having substantial experience in commercial lending matters. The attorneys in the group are able to effectively and efficiently provide quality services at competitive rates to our lending clients.

Our lending law group attorneys handle all types of financings, including secured and unsecured working capital lines of credit, term loans, letter-of-credit and bankers' acceptance transactions, asset-based and real estate related loans. In recent years, the representation of issuers of direct pay letters of credit as enhancement for industrial revenue bonds has become an important part of the lending law group's activities, as has the representation of institutions providing secured financing products to the health care industry. The firm is frequently asked to represent the agent or lead bank and has extensive experience in drafting and negotiating agency and participation agreements and addressing the various concerns raised by multibank lending relationships. Swap agreements and 'cap and collar' arrangements have become an integral part of many financings and the firm has a strong appreciation of the documentation issues raised by these matters. All attorneys within the lending law group have considerable understanding of the insolvency and litigation (lender liability) issues which often arise in the loan documentation process, an understanding gained through active involvement in many workouts and restructurings over the years.

It is often the case that a financing transaction will require consideration of environmental, tax, pension, corporate,

securities, public finance, bankruptcy or litigation concerns, and the lending law group attorneys avail themselves of the full resources of the firm in those areas. In certain transactions, such as loans to or involving employee stock option plans, tax and other considerations predominate and the firm has the necessary depth in these ancillary areas to properly support the needs of the lending law group attorneys. The firm has extensive experience in acquisition financings. With assistance of attorneys from the corporate, tax, environmental and bankruptcy groups of the firm, the lending law group attorneys have guided lending clients through a large number of these complex transactions in recent years.

Through many years of experience, the lending law group attorneys have been exposed to virtually every imaginable type of financing transaction. This deep background translates into efficient and economic service to the firm's lending clients. The firm is well aware that attorneys' fees are often paid by the borrower and is sensitive to the concerns of borrowers in this regard. Every effort is made to have the work performed at the most cost-efficient level without sacrificing the quality of the representation. The firm is receptive to fee arrangements other than straight hourly rates, such as blended rates, caps and the like, either on a case-by-case basis or upon an assured volume of transactions.

Riker Danzig offers experience and service in the representation of lending institutions in financing transactions and finance law that is second to none in New Jersey.

Representative Financing Transactions

- \$20,000,000 working capital line of credit to National Football League franchise.
- \$8,000,000 construction/permanent mortgage loan to operator of 3-sheet ice-skating facility constructed in Hackensack, New Jersey.
- \$3,700,000 leveraged ESOP transaction to environmental technology firm to finance stock purchases by employee stock option plan.
- \$112,000,000 mortgage loan to major developer to finance purchase of 1,000,000 square foot multi-tenant commercial office tower in Jersey City, New Jersey.
- \$6,160,000 direct pay letter of credit to graphic design firm to back tax-exempt bonds issued by New Jersey Economic Development Authority ("NJEDA") secured by all real and personal property assets of the borrower.
- \$95,500,000 purchase money mortgage loan to major developer to finance purchase from lender of largest office building in St. Louis, Missouri.
- \$2,800,000 direct pay letter of credit to spice and food wholesaler to back tax-exempt bonds issued by NJEDA secured by all real and personal property assets of the borrower.
- \$15,000,000 secured working capital and acquisition facility to publicly traded hi-technology firm, secured by all intangible assets of borrowers.

- \$4,905,000 direct pay letter of credit for account of packaging company to back tax-exempt bonds issued by NJEDA.
- \$8,000,000 working capital, acquisition and mezzanine financing to steel cable company secured by all assets of borrower and warrants for stock of borrower.
- \$7,200,000 loan to aircraft leasing company to finance purchase of corporate jet, secured by lien on aircraft.
- \$4,500,000 acquisition mortgage loan and \$8,600,000 construction loan to major developer to finance purchase and rehabilitation of shopping center in Hamilton Township, New Jersey.
- \$3,968,640 direct pay letter of credit to New Jersey manufacturer to back tax-exempt bonds issued by Henderson County, Kentucky, to finance purchase of Kentucky manufacturing facility secured by all real and personal property assets of borrower in Kentucky.
- \$35,000,000 construction/permanent loan to New Jersey governmental entity to finance the construction of luxury boxes and club seats at Giants Stadium secured by project revenues.
- \$85,000,000 asset-based revolving credit facility to New Jersey wholesale liquor distributor secured by all personal property assets of borrower.
- \$7,329,000 revolving credit, term and mezzanine financing for acquisition of machine tool company and working capital needs. Credit facilities secured by all assets of borrower.
- \$11,000,000 of direct pay letters of credit (3) for account of several businesses in Paterson, New Jersey to back "composite" tax exempt bonds of NJEDA, secured by all real and personal property of borrowers.
- \$1,800,000 standby letter of credit issued for account of New Jersey hospital as credit enhancement for hospital's loan from New Jersey Health Care Facilities Financing Authority, secured by certain real and personal property assets of hospital.
- \$23,400,000 letter of credit and revolving credit facility to performing arts center in Newark, New Jersey, secured by charitable pledges and foundation grants.
- \$40,000,000 automobile leasing facility to automobile leasing company secured by individual leases and motor vehicles.
- \$8,000,000 direct pay letter of credit to New York City private school to back tax-exempt bonds issued by the New York City Industrial Development Agency to finance an expansion of the school secured by the real property assets of the borrower.
- \$17,000,000 letter of credit to New Jersey health care services corporation to back taxable bonds issued by the corporation to finance the acquisition and contribution of additional facilities in Atlantic County, New Jersey secured by the real property assets of the borrower.