



## Chattanooga, TN

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### Practices

Banking & Finance

Mergers & Acquisitions

Corporate

Intellectual Property

Real Estate & Development

## John K. Culpepper

### PARTNER

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John focuses his practice in the areas of finance and lending, mergers and acquisitions, and general corporate representation. He represents lenders and borrowers in commercial real estate financing transactions and commercial loans. John also provides corporate counsel and transactional representation to a number of middle-market companies in a variety of industries, including manufacturing, distribution, retail, insurance, construction, real estate development and information technology.

In finance and lending, John handles transactions secured by commercial real estate, including construction, interim and permanent loans, revolving credit facilities and acquisition financing. Such loans are used for the construction, redevelopment and acquisition or refinancing of a variety of commercial properties such as shopping centers, office buildings, condominium developments, apartment complexes, senior living facilities and manufacturing facilities.

He is experienced in representing borrowers in loans for commercial mortgage-backed securities and frequently serves as local counsel to borrowers in Tennessee and Georgia.

John represents commercial banks and companies in a broad range of commercial loans. He may advise borrowers on structuring ownership or forming special purpose entities; negotiate loan documents; prepare non-consolidation opinions or assist in closings. Additionally, he may represent borrowers in defeasance transactions.

His work with commercial banks and commercial loans includes revolving credit facilities based on receivables and/or inventory; loans backed by securities or equipment; and acquisition loans. He prepares and negotiates intercreditor and subordination agreements.

In his general corporate representation, John counsels clients on matters including capitalization, business management issues, transfers of ownership interests and protecting intellectual property such as trade secrets, confidential information and trademarks. He also assists with business succession planning, buy-sell and employment agreements, dissolutions and other corporate matters.

In addition, he provides counsel and transactional representation to companies in the areas of mergers and acquisitions. Representation in this area includes advice as to structuring the deal, preparation and negotiation of acquisition documents and closing the transaction.

### Representative Experience

- Represented life insurance company in loans secured by office tower in downtown Nashville, Tennessee and distribution facility near Nashville, Tennessee
- Represented bank in series of loans secured by senior living facilities in California and Mississippi
- Served as lender or borrower's counsel in several loans for construction of multi-story condominium developments in downtown Chattanooga, Tennessee
- Represented senior lender in financing for construction of mixed income multi-family residential developments in Little Rock, Arkansas

- Represented lead lender in financing construction of baseball stadium in downtown Chattanooga, Tennessee
- Served as Tennessee or Georgia counsel in numerous multi-state financing transactions secured by shopping centers, office buildings and senior living facilities

### **Professional Associations & Memberships**

- American Bar Association, Business Law Section
- Chattanooga Bar Association
- State Bar of Georgia, Business Law and Intellectual Property Sections
- Tennessee Bar Association, Business Law Section

### **Admissions**

- Tennessee, 1985
- Georgia, 1984

### **Education**

- J.D., University of Georgia School of Law, 1984
- B.S., Michigan State University, *cum laude*, 1981