



Jeffrey E. Wallace

Partner

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Location

500 West Jefferson Street
Suite 2800
Louisville, KY 40202

120 West Spring Street
Suite 300
New Albany, IN 47150

Honors



Woodward/White's *The Best Lawyers in America*® Real Estate Law, 2013 - present

Recognized by his peers as one of the *Kentucky Super Lawyers*®

Fellow of the Kentucky Bar Foundation

Patron Fellow of the Louisville Bar Foundation

Fellow of the Indiana Bar Foundation

Life Patron of Valparaiso University Law Review

Forty Under Forty: Metro Louisville's Foremost Young Business Leaders (inaugural class Business First 1996)

AV rated by *Martindale-Hubbell Law Directory*

Recognized as one of the "Top Lawyers" in the area of International Trade Law by *Louisville Magazine*, March 2014

Education

1987 - J.D., Valparaiso University School of Law; Associate Editor of *The Valparaiso University Law Review*

1984 - B.A., Purdue University

Admissions

Indiana

Kentucky

Jeff Wallace is a member of the Firm's Real Estate & Lending Service Team and is the leader of the International Services area of the Firm. He formerly served as the Firm's Partner-in-Charge of Client Relations. He concentrates his practice in the areas of international, corporate, finance, venture capital, entertainment and real estate law and development.

Representative Matters

Real Estate Development, Finance and Leasing

Represented numerous clients throughout all stages of the acquisition, development, finance, lease and disposition of their real estate projects and mortgage and commercial lending transactions, including the following representative matters:

- Represented a large hospital client in all stages of various property acquisitions, development and construction contract negotiations.
- Represented various large hospital clients in the drafting and negotiation of medical office building leases and time-share arrangements to physician tenants.
- Negotiated unique air rights transaction for large, mixed use commercial real estate project.
- Negotiated on behalf of a large United States developer a joint venture relationship with numerous Asian investors for the construction of a \$110,000,000 office building.
- Assisted client in connection with the structuring, site acquisition, governmental approval and lease of a "tall tower" communications facility.
- Represented numerous out-of-state commercial and mortgage lending institutions in connection with various syndicated mortgage loan transactions.
- Represented numerous financial institutions and developers in the acquisition and construction financing of specialty commercial real estate developments.
- Counseled large motel owner, operator and management company relating to the structuring of its real estate assets in connection with a public offering of securities.
- Negotiated the structure and terms of various build-to-suit, triple net lease agreements for large commercial clients.
- Represented various mortgage lenders in connection with their defaulted loan portfolios, workout and loan restructurings, forbearance agreements and pre-bankruptcy negotiations.
- Represented various owners, developers and management companies in connection with the acquisition, development and financing of several high-profile golf course and country club developments, equity and non-equity membership structures and related high-end amenities.
- Represented restaurant industry franchisee in connection with multi-state mortgage lending transaction.
- Counseled public-traded assisted living company relating to various real estate secured finance transactions.
- Acted as local counsel to numerous mortgage lending institutions in connection with various real estate secured, mortgage lending transactions.
- Represented large Canadian airport management services and logistics company in connection with its negotiation of management and development contracts for various airports throughout the United States.

Commercial Lending and Finance

Represented various clients in connection with asset-backed commercial lending transactions, workouts of defaulted commercial loans, master finance lease

Louisville Bar Association,
Member

Indiana Bar Association, Member

Kentucky Bar Association,
Member

American Bar Association,
Member

U.S. Court of Appeals, Sixth
Circuit

transactions, and secured and unsecured commercial and corporate indebtedness, including the following representative transactions:

- Represented various lenders in connection with the multi-jurisdictional finance products for commercial aircraft and similar specialty assets.
- Negotiated on behalf of large tobacco conglomerate a \$1,900,000,000.00 acquisition loan and subsequent line of credit transaction.
- Represented a consortium of international companies and lenders in connection with restructuring of the National Debt of the Republic of Trinidad and Tobago.
- Counseled multi-national franchisor in connection with the lease financing of specialty assets for 5,000 franchisee locations.
- Representation of high-tech company in connection with its working line-of-credit and intellectually property secured loans.
- Counseled and negotiated on behalf of one of the world's largest financial institutions based in Amsterdam numerous international structured financing and leveraged lease transactions for commercial jet aircraft in the United States, Canada, United Kingdom, Australia and Amsterdam totaling over \$2,500,000,000.
- Negotiated and structured numerous insurance receivables, asset-backed specialty finance transactions.
- Acted as local counsel to numerous commercial lending institutions in connection with various asset-backed, commercial lending transactions.
- Represented a large insurance company in connection with the structuring and documentation relating to several issuances of multi-million dollar trust preferred securities transactions.

International Trade

Counseled numerous multinational clients regarding the business and legal considerations relating to, and negotiated on behalf of various domestic and international clients, numerous joint ventures and distribution relationships, international financing transactions and acquisitions, divestitures and other investments totaling over \$5,000,000,000, and together with local counsel managed litigation, in North America (United States, Canada, Mexico, Cayman Islands, British West Indies, Republic of Trinidad and Tobago), United Kingdom, Europe and Eastern Europe (Germany, France, Brussels, Holland, Netherland Antilles), Asia Pacific (Japan, Hong Kong, Korea), Southeast Asia (Singapore, Thailand, Malaysia) and South Pacific (Australia, New Zealand, Indonesia), including the following specific representative transactions:

- Represented large world-wide distilled spirits manufacturer and multi-business holding company headquartered in the United Kingdom regarding its distribution relationships in Japan and Hong Kong and its overall business and operational concerns regarding transacting business in Hong Kong.
- Negotiated worldwide distribution agreement for the territories of the United States, the United Kingdom, France and Australia on behalf of one of the largest golf equipment manufacturers in the world.
- Structured the organization of a multi-national Joint Venture in Hong Kong and China for the establishment of a retail hardware distribution and supply business.
- Negotiated a world-wide International Distribution Agreement for a start-up specialty manufacturer of a patented healthcare products.
- Structured and negotiated on behalf of a Midwest electronics manufacturer having \$35,000,000 in annual sales a distribution agreement for the territories of Hong Kong and Singapore.
- Negotiated on behalf of a large United States developer a joint venture relationship with numerous Asian investors for the construction of a \$110,000,000 office building.
- Represented a large telecommunications company based in Belgium in connection with the establishment of a \$160,000,000 joint venture and distribution relationship with a Japanese telecommunications conglomerate.
- Counseled and advised a German manufacturer of expensive automobiles concerning the establishment of a joint venture relationship with a large Japanese distributor and subsequently negotiated country-wide distribution and development agreements.
- Negotiated worldwide license agreements for manufacturer of rubber products based in Japan.
- Counseled large United States computer manufacturer concerning numerous license, technology and manufacturing relationships in Asia, Southeast Asia and the South Pacific.
- Represented large California entertainment conglomerate regarding structured

finance and license matters in Japan.

- Advised large consumer beauty products manufacturer concerning establishment of business operations in Singapore and Japan.
- Negotiated on behalf of a large international securities and finance company a \$750,000,000 equity investment in large United States entertainment company.
- Counseled and negotiated on behalf of one of the world's largest financial institutions based in Amsterdam numerous international structured financing and leveraged lease transactions for commercial jet aircraft in the United States, Canada, United Kingdom, Australia and Amsterdam totaling over \$2,500,000,000.
- Special Advisor to Board of Directors of large Japanese sports products manufacturer regarding business operations in the United States, the United Kingdom and Indonesia, including Player Endorsement Contracts and Manufacturing and Distribution Relationships.
- Represented a consortium of international companies and lenders in connection with restructuring of the National Debt of the Republic of Trinidad and Tobago.
- Negotiated various international license and trademark agreements with several United States, Asian and Australian companies.
- Advised large French and Canadian conglomerate in connection with the re-domestication and reorganization of its entire United States business and operations.
- Generally managed relationships with outside legal counsel for various United States and foreign clients in the United Kingdom, Japan, Hong Kong, China, Singapore, Korea, Philippines, Australia, Indonesia, Bermuda, Bahamas, Cayman Islands, Mexico and Canada.

Professional Experience

- Judicial Extern for the Hon. Michael Kanne of the U.S. Court of Appeals 7th Circuit (1986-87)
- Associate with the Japanese firm of Anderson, Mori & Rabinowitz

Presentations

Mr. Wallace has lectured on a variety of real estate, finance and international law topics including International Compliance Programs, Trade and Customs Practices, Title III Requirements of the Americans with Disabilities Act, Real Estate and Commercial Lending Kentucky Law Update and International Finance Transactions.

Professional Activities and Memberships

- Floyd County, Louisville, Indiana State, Kentucky and American Bar Associations
- Louisville Bar Foundation Inc.
- Legal Aid Association of Louisville
- Focus Louisville, 1989
- Leadership Louisville, 1998
- Legal Aid Society
- Board of Advisors of The Wellesley Capital Group, LLC

Publications

- "Contextual Regulation of Cable Television," 21 No. 1 Valparaiso University Law Review, 1987
- "Purchases and Sales of Real Estate," Kentucky Forms and Transactions, Chapter 43 (Banks Baldwin 1991)

Civic Involvement

- Board of Directors for Junior Achievement of Kentuckiana, Inc.
- Japan/America Society of Kentucky, Inc.
- Greater Louisville Sports Commission, Inc.
- Trustee and Elder at St. John United Presbyterian Church

- Board of Trustees of Friends of the Waterfront, Inc.
- Past President of Louisville Bar Foundation, Inc.
- Board of Directors for Louisville Bar Association, Inc.
- Chairman and Organizer for Play Strong for Cancer

Languages

- Conversant in Japanese and Spanish