

Miller & Martin's Financial Services Group employs a cross-disciplinary, diverse team approach to representing companies based on the individual needs and goals of each business.

The Group consists of professionals drawn from many of the firm's practice areas, including, Securities, Corporate, Tax, Litigation, Real Estate, Intellectual Property, Employee Benefits & Executive Compensation and Labor & Employment, as well as other areas within the firm

Our Financial Services Group includes lawyers and other professionals who are focused on issues facing regulated financial services companies including:

- bank holding companies and financial holding companies
- · state and national commercial banks
- · regional banks
- broker-dealers and institutional investors
- · state and federal credit unions
- · non-depository trust companies
- business and industrial development corporations (BIDCOs)
- community development financial institutions
- · mortgage loan originators, servicers and lenders
- other regulated providers of financial services

Our team has also provided training to a number of state and federal banking agencies. Team members are named in *The Best Lawyers in America*©, Mid-South Super Lawyers and Georgia Super Lawyers who regularly publish and speak to financial services industry associations and professional organizations including the Tennessee Bankers Association and the Tennessee Credit Union League.

SELECTED EXPERIENCE

- Advisors to organizers of more than 25 de novo commercial banks and trust companies established in Tennessee between 1996 and 2008. Total initial capital raised by these companies exceeded \$450 million.
- Advisors to organizers of 26 de novo commercial banks established in Georgia between 1999 and 2008. Total initial capital raised by these companies exceeded \$250 million.
- Advisors to commercial banks in connection with the purchase and sale of bank branches.
- Advisors to client in connection with interstate merger of affiliated banks with assets totaling over \$1.97 million.
- Successfully assisted a private equity firm in security regulatory approval to operate as a bank holding company and acquire interests in financial institutions throughout the United States.
- Routinely assist commercial banks with bank holding company formations and regularly counsel bank management and boards on strategic opportunities using the bank holding company structure.
- Successfully assisted client with merger of a Georgia bank holding company with a Georgia-chartered bank and the subsequent merger of the surviving Georgia-chartered bank with a national banking association.
- Represented Tennessee bank holding company in its sale of a subsidiary bank to an investor group (deal value \$5.8 million).
- Assisted in the mergers of bank holding companies into bank subsidiaries.
- Advisor to commercial bank in establishing a dividend re-investment plan.
- Advisors to commercial banks in connection with federal stimulus initiatives, including the Troubled Asset Relief Program/Capital Purchase Program and the Asset Guarantee Program, including post-transaction limitations placed on participating companies.
- Counselors to Georgia, Tennessee and Kentucky banks operating under informal and formal supervisory actions issued by state and federal banking regulators.
- Advisors to commercial banks, credit unions, and non-depository financial institutions with respect to compliance with consumer protection laws and regulations.



- Obtained dismissal of client in class action suit on "NSF" funds, with the principal action against other institutions carried on for a number of years.
- Defended a number of financial institutions in lender liability matters.
- Successfully obtained enforcement of arbitration provision in widely disseminated form agreement for financial institution on appeal.
- · Obtained summary judgment in purported class action involving single interest insurance products.
- Successfully defended clients in alleged mortgage fraud litigation.
- Represent and counsel financial services companies with general employment matters such as employment agreements, compliance, protected class litigation, training, dismissals for cause and hiring.
- Successfully settled IRS-proposed \$1 million adjustment against commercial bank for less than 10% of original assessment.
- Advisors to commercial banks in "going private" transactions.
- Lender's counsel to commercial and regional banks in Tennessee and Georgia.
- Counsel to commercial banks, credit unions and non-depository financial institutions with respect to trademark selection and registration and in contentious proceedings involving bank names and trademark rights, software licenses and Internet and technology patents.
- Successfully defended commercial bank in hostile take-over attempt.

RELATED PRACTICES

- Bankruptcy & Creditors' Rights
- Commercial Finance
- Corporate
- Corporate Finance
- Intellectual Property
- Mergers & Acquisitions and Private Equity
- Privacy & Data Security
- Securities
- Tax



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