

#### Practice Areas

- Corporate, Securities & Finance
- Energy and Oil and Gas Law

#### Education

- Vanderbilt University, B.A., 1975
- Vanderbilt University, J.D., 1982

#### Bar Admissions

- Texas

## C. Thomas Scott

Shareholder

Houston

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C. Thomas Scott is among the most experienced debt financing attorneys in the city of Houston. Over the course of his 25-year practice, Mr. Scott has represented clients in debt transactions having an aggregate value of well in excess of \$1 billion.

Mr. Scott previously worked as a bank regulatory lawyer during the savings and loan crisis in the mid-80's. Subsequently he gained experience as a corporate generalist with primary emphasis on debt financing, M&A, and matters related to the Uniform Commercial Code, such as secured financing, letters of credit, negotiable instruments and equipment leasing. He has also developed strong expertise regarding legal opinions customarily rendered in business transactions.

The following are Mr. Scott's areas of particular experience and focus:

- Acquisition and sale of publicly and privately-held businesses (in stock or asset transactions or by merger or consolidation)
- Asset-based lending
- Asset securitizations (structuring and implementation)
- Banking law and regulation (state and federal)
- Secured and unsecured commercial loan documentation (borrower and lender representation)
- Debt financing of corporate acquisitions (buyer and seller representation)
- Equipment leasing
- General corporate representation
- Real and personal property foreclosures
- Real estate acquisition and financing transactions
- Restructuring of troubled debt (borrower and lender representation)
- Taxable and tax-exempt bond financing for public and private entities
- Secondary purchases and sales of residential mortgage loan portfolios

## C. Thomas Scott, *Continued*

- Securities offerings and placements (public and private; debt and equity)
- Uniform Commercial Code (esp. Articles 2, 3, 4, 5, 8, and 9)

Mr. Scott has a distinguished history of military service, as a Lieutenant (junior grade) in the U.S. Navy (1975-1979); Gunnery and Fire Control Officer (1975-1977); Communications and Classified Materials Officer (1977-1979); and Qualified Surface Warfare Officer (1979).

### Significant Matters

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- Assisted oil and gas client with establishment of a \$125 Million senior secured term and revolving credit facility with Bank of Texas to provide funds with which to acquire an oil company and to provide working capital
- Assisted real estate development client with negotiation and implementation of \$100 Million credit facility with Wells Fargo Bank
- Assisted investment company client with the negotiation and implementation of workout of approximately \$80 Million of debt and preferred stock
- Assisted public company client in oil services industry with the negotiation and implementation of \$75 Million credit facility with Enron Corporation
- Assisted salt/brine production client with successful \$65 Million project finance transactions with Prudential Insurance Company of America to build a salt production facility to supply salt and brine to an unaffiliated chemical plant
- Assisted natural gas transmission client with successful \$65 Million project finance transaction with General Electric Capital Corporation for the construction of natural gas storage facility
- Assisted steel fabrication client with negotiation and implementation of \$57 Million senior secured credit facility and \$30 Million placement of senior subordinated notes

### Professional Affiliations

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- American Bar Association
  - Houston Bar Association
  - Board Member, South Campus Sports Association, a non-profit organization developing a 60+ acre youth sports complex at the corner of Stella Link and the South Loop using only private donations
  - Former President, West University Soccer Club, a youth soccer club with approximately 1800 players in ages from 5 years old to 18 years old
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