



# Secondary Offerings

Our experience in public offerings includes acting as counsel to issuers and underwriters in connection with offerings of a variety of equity and debt securities, including common and preferred equity, trust preferred securities, and all types of debt securities, including auction rate securities and medium term notes. Our securities offering experience also includes exchange offers and stock business combinations.

## Representative Transactions

### Underwriters' Counsel Representative Transactions

- JPMorgan - \$220 million senior note offering for Oklahoma Gas and Electric Company
- Lehman Brothers, JPMorgan - \$100 million flexible cumulative redeemable preferred shares of CenterPoint Properties Trust
- UBS Securities, Edward Jones & Co., A.G. Edwards & Sons - \$150 million medium-term note program for South Jersey Gas Company
- Lehman Brothers, ABN AMRO - \$500 million medium-term note program for CenterPoint Properties Trust
- Citigroup, Lehman Brothers, RBS Greenwich Capital, Goldman Sachs, JPMorgan, UBS Securities - \$100 million senior note offering for OGE Energy Corp.
- JPMorgan - \$140 million senior note offering for Oklahoma Gas and Electric Company
- Lehman Brothers, Goldman Sachs, A.G. Edwards & Sons, Stephens - \$110 million common stock offering for OGE Energy Corp.
- Howe Barnes Investments, Inc. - trust preferred offerings for:
  - MegaBank Financial Corporation
  - Old Second Bancorp, Inc.
  - Midwest Bank Holdings, Inc.
  - Baylake Corp.

### Related Practices

- Asset-Based Lending
- Certified Capital Company Finance (CAPCOs)
- Conventional Secured and Unsecured Debt Finance
- Corporate Finance and Securities
- Corporate Trustee Transactions
- Credit and Liquidity Enhancement of Securities
- Credit Tenant Loan Finance
- Cross-Border Institutional Private Placements
- Derivative Transactions
- Federal Government Finance
- Mezzanine Finance
- Private High Yield
- Private Investment in Public Entities (PIPEs)
- Project Finance
- Public-Private Partnerships
- Real Estate Finance
- Real Estate Investment Trusts (REITs)
- Rule 144A and Other Exempt Offerings
- SEC and Stock Exchange Compliance
- SEC Registered Offerings (Debt and Equity)
- Second Lien Financings

- Spectrum Bancorporation
- Team Financial, Inc.
- Front Range Capital Corporation
- Credit Suisse First Boston - debt securities exchange offer by Peoples Energy Corporation
- A.G. Edwards & Sons - common stock offerings for California Water Service Company
- Edward Jones & Co. - common and convertible preferred stock offerings for Weingarten Properties Trust
- A.G. Edwards & Sons - simultaneous common stock offerings of 16 NYSE-traded REITs, deposited into a unit investment trust
- Designated Underwriters' Counsel for Publicly Traded Companies:
- OGE Energy Corp. (and subsidiaries)
- CenterPoint Properties Trust
- Peoples Energy Corporation (and subsidiaries)
- California Water Service Group (and subsidiaries)
- South Jersey Gas Company

Secondary Market  
Transactions

Sports Finance

Utility Finance

#### **Issuer's Counsel Representative Transactions**

- Bank of Montreal - stock/cash acquisition of First National Bancorp, Inc.
- Harris Preferred Capital Corporation (special purpose REIT) - preferred securities offering
- First Midwest Bancorp, Inc. - trust preferred securities exchange offer
- SpeedFam International, Inc. - initial public and follow-on common stock offerings and stock business combination with IPEC
- First Busey Corporation - stock/cash acquisition of Tarpon Coast Bancorp, Inc.
- First Busey Corporation - trust preferred securities offering
- Mahaska Investment Company - stock acquisition of Midwest Bancshares, Inc.
- Energy Income & Growth Fund - initial public offering and auction rate notes offering
- Northern Border Pipeline Company - debt securities exchange offer
- First Trust/Four Corners Senior Floating Rate Income Fund - initial public offering and auction rate preferred securities offering