



John R. Rhorer, Jr.

Of Counsel
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Lexington, KY
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John has extensive experience in real estate law, having learned the nuts and bolts of real property by examining titles to properties in more than 40 of Kentucky's counties. His hands-on understanding of title issues arising from poor descriptions, boundary disputes, adverse possession, lost courthouse records, overlapping patents, conflicting ownership, etc., enables John to bring a unique perspective to his practice and taught him the importance of precision, clarity and thoroughness in negotiating and drafting real estate-related documents. To solve a problem, one has to fully understand the problem, and John's "from the ground up" knowledge of real property has allowed him to successfully advise clients in the real estate arena for more than 40 years.

He has substantial experience consulting clients in the buying, selling and leasing of all types of real property interests, from thousands of acres of coal properties to urban commercial properties; from beautiful Bluegrass horse farms to single family residences; from a large shopping center in Eastern Kentucky to an abandoned higher education campus in South Central Kentucky. He has particular experience in mineral transactions, having assisted dozens of mineral companies with buying, selling and leasing mineral reserves and surface interests as well as the financing of those transactions. On numerous occasions, John has acted as counsel to out-of-state lenders or law firms who are seeking the special local knowledge of mineral and real estate law that he and Dinsmore can provide.

John also has significant experience in representing not-for-profit entities, including the owner of the largest sports arena in Kentucky, the largest Kentucky-based social services organization and a much-admired Lexington food bank which has served Central and Eastern Kentucky for more than 65 years.

John is a lifelong and loyal resident of Central Kentucky, having been born and raised in Frankfort, educated at Centre College in Danville, Kentucky and the University of Kentucky and resided in Lexington for more than 45 years. He has blended his legal experience with his love and appreciation of Kentucky history with his service on the Board of the Bluegrass Trust For Historic Preservation (serving as president for a term) and as chair of the Historic Preservation Commission, an agency of the Lexington-Fayette Urban County Government.

Services

- Corporate & Transactional

- Real Estate
- Acquisitions & Dispositions
- Development & Zoning
- Financing & Economic Incentives
- Leasing & Property Management
- Eminent Domain & Valuation
- Natural Resources Industry
- Real Estate Construction
- Mineral Rights
- Equine Industry

Education

- University of Kentucky College of Law (J.D., 1981)
 - Order of the Coif
- Centre College (B.A., *with high distinction*, 1978)

Bar Admissions

- Kentucky

Court Admissions

- U.S. District Court for the Eastern District of Kentucky

Affiliations/Memberships

- Kentucky Coal Association
- Lexington Coal Exchange
- Fayette County Bar Association, past president
- Energy and Mineral Law Foundation, past trustee
- Centre College Alumni Association, past board member
- Gods Pantry Foodbank, Inc., past president
- Good Shepherd Day School, past president
- Leadership Kentucky, Class of 1994
- Leadership Lexington, Class of 1983
- Fayette County Pro Bono Program, past board member
- The Blue Grass Trust for Historic Preservation, past president
- Lexington-Fayette County Historic Preservation Commission, past chair

Distinctions

- Peer Review Rated AV in *Martindale-Hubbell*
- *Best Lawyers*® (1999 - present)
 - "Lawyer of the Year" in Lexington for Energy Law (2020)
 - "Lawyer of the Year" in Lexington for Natural Resources Law (2021, 2024)
 - Energy Law (2022-2024)
 - Mining Law (2022-2024)
 - Natural Resource Law (2022-2024)
 - Real Estate Law (2022-2024)
- Kentucky *Super Lawyers*®
 - For Energy & Resources (2021-2023)
- *Chambers USA*®: *America's Leading Lawyers for Business*, Environment, Natural Resources & Utilities: Natural Resources
- Centre College Distinguished Alumnus (2015)

Experience

Urban Development

Assisted owner of 17 acre urban site with negotiations on long-term general lease to a national commercial developer which will construct multi-use facilities on the site.

Assisted same client with long-term lease of 9 acre site to non-profit organization which will construct an urban park and amphitheater on the site.

Land Use Resolution

Assisted the owners of Patchen Wilkes Farm with the approval of a single-family residential development of a portion of the farm; with the townhouse development adjoining Patchen Lake; with the leasing of the majority of the remainder of the farm to tenants involved in the breeding and boarding of thoroughbreds; and with day-to-day issues arising from the owners' oversight of the residential and townhouse development and the tenant's farm operations.

Purchase and Sale of Sport Horse and Thoroughbred Farms

The Firm routinely represents buyers and sellers in the purchase and sale of sport horse and thoroughbred horse farms in Central Kentucky, including Split Rock Farm; a 150 acre farm adjoining Claiborne Farm in Bourbon County; a 385 acre farm in Woodford County; Maplecrest Farm, Take The High Road, Oasis Stables North and a carriage horse training and boarding farm located in Scott County.

Counsel to Private Equity Firm in \$150 Million Dollar Financing of Kentucky Downs

Kentucky lender's counsel and specialty (gaming and regulatory) counsel to private equity firm in \$150 Million Dollar financing of purchase and redevelopment of Kentucky Downs racetrack and gaming operation. Review of corporate operating documents, term sheet, commitment letter, deposit account control agreements, credit agreements, guarantees, Kentucky mortgages and title work. Representation before the Kentucky Horse Racing Commission for regulatory approval of financing and securitization of gaming assets. Advised on the content and interpretation of Kentucky horse racing, pari-mutuel wagering, historical horse racing laws, and gaming changes, with regard to statutes and regulations.

Purchase Agreement and Financing for Jewelry Manufacturing Facility

When one of the world's best known jewelry companies was looking for a location to house their new manufacturing plant, they enlisted Dinsmore to guide them through the process. Working with counsel for and representatives of the local Chamber of Commerce, who owned the land, we negotiated and drafted the purchase agreements and closed the purchase of the property. As part of the purchase, we also worked with state officials to secure significant tax incentives for our client. Our client was able to open their new facility to meet their operating and production goals, and the new facility has also provided new jobs to boost the surrounding economy.

Sale of Family-Owned Coal Company

When Pine Branch Coal Sales was presented with the opportunity to sell their operating assets, they turned to Dinsmore for counsel. A family-operated coal company, Pine Branch was approached by Blackhawk Mining, LLC about the potential transaction, which would allow Blackhawk to more than double its production. We worked with Pine Branch to facilitate the deal, including conducting due diligence analysis and preparing and drafting the appropriate documentation. We also assisted the client with the complex financial aspects of the deal, which included a component of seller financing and a multi party intercreditor arrangement with a consortium of lenders headed by Deutsche Bank. We then counseled the client through the closing and execution of the sale, which was completed efficiently and to the satisfaction of the client.