



## Wayne H. Dawson [Inactive]

Of Counsel

[wayne.dawson@dinsmore.com](mailto:wayne.dawson@dinsmore.com)

Dayton, OH

Tel: (937) 449-6416

Wayne represents banking and financial services institutions in commercial and real estate lending transactions. He also represents manufacturing companies in mergers, contracts, real estate and bankruptcy transactions.

### Services

- Corporate & Transactional
- Private Client & Family Wealth Planning

### Education

- University of Cincinnati College of Law (J.D., 1967)
  - Order of the Coif
  - University of Cincinnati Law Review, Board of Editors
- Wittenberg University (B.A., 1964)

### Bar Admissions

- Ohio

### Court Admissions

- U.S. Court of Appeals for the Sixth Circuit
- Court of Appeals for the Armed Forces
- U.S. District Court for the Southern District of Ohio

### Affiliations/Memberships

- American Bar Association
- Ohio State Bar Association
- Dayton Bar Association
- YMCA Centerville, Ohio, Board of Trustees, past trustee

- Wright-Dunbar, Inc., Board of Trustees, past trustee
- Springboro-Franklin Club, Inc., president

## **Distinctions**

- Peer Review Rated AV in *Martindale-Hubbell*

## **Experience**

### **Bankruptcy Preference Claims**

Represented Standard Register in six (6) bankruptcy preference claims asserted against Standard Register in 2005 and 2006.

### **Health Care Facilities Group Purchasing Agreements**

Represented Standard Register in negotiating and preparing approximately ten (10) health care facilities group purchasing agreements in 2005 and 2006, wherein Standard Register provides business forms products and services to facilities purchasing members.

### **Joint Business Venture Agreements**

Represented Standard Register in negotiating and preparing approximately thirty (30) joint business venture agreements in 2005 and 2006, between Standard Register and various providers of business forms products and services in amounts ranging from \$750,000 to \$10,000,000.

### **Mergers and Acquisitions**

Represented Standard Register in mergers and acquisitions transactions, including Standard Register's acquisition of Uarco Incorporated in the sum of \$250,000,000.

### **Mortgage Loan Assumptions**

Represented KeyBank in negotiating and preparing loan documents for four (4) mortgage loan assumption transactions in 2005 and 2006 in loan amounts ranging from \$750,000 to \$1,400,000.

### **Participated Secured Credit Facilities Transactions**

Represented KeyBank in negotiating and preparing loan documents for four (4) participated secured credit facilities transactions in 2005 and 2006 in loan amounts ranging from \$1,200,000 to \$3,000,000, including preparing intercreditors and participation agreements.

### **Purchase Agreements**

Represented Standard Register in negotiating and preparing approximately 150 purchase agreements in 2005 and 2006, wherein Standard Register provides business forms products and services to large national account customers in amounts ranging from \$500,000 to \$50,000,000.

### **Referral Fee Agreements**

Represented Standard Register in negotiating and preparing ten (10) referral fee agreements in 2005 and 2006.

### **Reseller Agreements**

Represented Standard Register in negotiating and preparing approximately fifteen (15) reseller agreements in 2005 and 2006 for the resale of its business forms and products by authorized resellers in amounts ranging from \$1,000,000 to \$5,000,000.

#### **Sales Office Leases**

Represented Standard Register in negotiating and preparing twelve (12) sales office leases in 2005 and 2006 with annual rental rates from \$50,000 to \$250,000.

#### **Secured Commercial Construction Loans**

Represented Fifth Third Bank in negotiating and preparing loan documents for fourteen (14) secured commercial construction loan transactions in 2005 and 2006 in loan amounts ranging from \$1,200,000 to \$9,000,000.

#### **Secured Commercial Loans**

Represented KeyBank in negotiating and preparing loan documents for twenty-five (25) secured commercial loan transactions in 2005 and 2006 in loan amounts ranging from \$650,000 to \$40,000,000.

#### **Secured Land Development Loans**

Represented Fifth Third Bank in negotiating and preparing loan documents for seven (7) secured land development loan transactions in 2005 and 2006 in loan amounts ranging from \$2,000,000 to \$10,000,000.

#### **Secured Mortgage Loans**

Represented KeyBank in negotiating and preparing loan documents for eleven (11) secured mortgage loan transactions in 2005 and 2006 in loan amounts ranging from \$150,000 to \$3,000,000.

#### **Secured Real Estate Land Acquisition Transactions**

Represented Fifth Third Bank in negotiating and preparing loan documents for eight (8) secured real estate land acquisition transactions in 2005 and 2006 in loan amounts ranging from \$350,000 to \$9,000,000.

#### **Secured Refinancing Transactions**

Represented Fifth Third Bank in negotiating and preparing loan documents for fifteen (15) secured refinancing transactions of commercial real estate projects, including retail shopping centers, in 2005 and 2006 in loan amounts ranging from \$500,000 to \$4,500,000.

#### **Software Licensing and Use Agreements**

Represented Standard Register in negotiating and preparing approximately thirty (30) software licensing and use agreements in 2005 and 2006, between Standard Register and its customers to use software owned by Standard Register.

#### **Unsecured Revolving Line of Credit Transactions**

Represented Fifth Third Bank in negotiating and preparing loan documents for five (5) unsecured revolving line of credit transactions in 2005 and 2006 in loan amounts ranging from \$150,000 to \$2,000,000.

#### **Warehouse and Manufacturing Plant Leases and Subleases**

Represented Standard Register in negotiating and preparing six (6) warehouse and manufacturing plant leases and subleases with annual rental rates from \$100,000 to \$450,000.

