



S. Nathan Gordon

Shareholder

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Nathan Gordon is an attorney in the Birmingham office and is a shareholder in the Firm's Corporate Group.

Mr. Gordon's practice includes representing publicly traded companies and closely-held businesses in connection with a wide variety of corporate and real estate matters.

He frequently represents REITs with sale-leaseback transactions, joint ventures, real estate developments and other complex transactions that regularly range from \$10 million to in excess of \$1 billion.

He also advises clients in the multifamily housing industry in connection with capital raises, joint ventures, acquisitions, and similar transactions.

Mr. Gordon's practice also includes representing clients in numerous industries as outside general counsel in connection with general corporate matters, commercial agreements, mergers and acquisitions, tax issues, and securities laws. Mr. Gordon also works with individuals and family businesses on a regular basis in their business succession planning, estate planning, and estate administration.

Representative Matters

- Represented a publicly traded REIT in connection with a \$1.4 billion sale-leaseback transaction involving hospital properties all over the United States.
- Represented an operator of multifamily apartments with the acquisition of a \$47 million, 274-unit apartment complex that included a private offering and joint venture financing.
- Represented numerous family-owned and closely-held businesses in connection with business planning, restructurings, acquisitions, and sale transactions, including veterinary clinics, urgent care clinics, physician groups, manufacturing companies, mining companies, and technology companies.
- Represented a publicly traded REIT in a \$200 million sale-leaseback transaction involving the purchase of a hospital property in the western United States.
- Represented a Fortune 500 car rental company in connection with the negotiation of a multi-million-dollar global distribution agreement as well as commercial agreements and rental car terms and conditions.
- Represented a multi-family apartment developer in connection with a complex joint venture arrangement with a prominent opportunity zone investor for purposes of redevelopment of a multi-family apartment complex.
- Represented a waste management company in connection with the sale of the company to a large waste management company for in excess of \$40 million.
- Represented a commercial real estate developer in connection with the negotiation of a joint venture agreement for development of a large mixed use development project involving 114 multi-family apartments and 27,000 square feet of commercial space.
- Represented a publicly traded REIT in a \$900 million sale-leaseback transaction involving two hospital properties in the mid-western United States.
- Represented a publicly traded construction company in connection with construction licensing across the United States.

- Represented a well-established family veterinary practice in connection with a sale to a corporate veterinary practice.
- Represented a publicly traded \$114 million REIT in connection with a sale-leaseback transaction involving properties in multiple states.
- Represented a multi-family apartment developer in connection with numerous capital raises, joint venture arrangements, and development projects.



Professional Honors & Activities

- Listed in *Best Lawyers: Ones to Watch® in America* for Mergers and Acquisitions Law (2021 – 2024); Securities/Capital Markets Law (2022 – 2024)
- Former Board Member – Legal Services Alabama (LSA)



Publications

- "Here's What You Need to Know About Private Offerings," *Commercial Property Executive* (April 2023)
- "REITs: Use in Commercial Real Estate Transactions," LexisNexis (January 2022)
- "Purchase Price Negotiations: Maximizing Your Sale Proceeds," *Dental Economics* (August 2015)
- "Classifying Physicians - Employees vs. Independent Contractors: Know the Difference," *Executive Insight* (March 2015)



Speaking Engagements

- "Creating a Smooth Transition of Wealth Across Generations," Legacy Leaders Podcast (April 2024)
- "Conservation Easements A-Z," Birmingham Bar Association Continuing Legal Education Seminar (August 2017)
- "1031 is Back! Post-Recession Trades with Tax Deferrals," Trends in Commercial Real Estate Law seminar sponsored by the Cumberland School of Law, Samford University (November 21, 2014)
- "Implementation of the General Solicitation Rules Under the JOBS Act," November 2013 networking event for the Central Alabama Angel Network sponsored by Haskell, Slaughter Young & Rediker, LLC



Education

- Samford University Cumberland School of Law, J.D., 2012
- Auburn University, MAcc, 2009
- Auburn University, B.S.B.A., 2008, summa cum laude



Admissions

- Alabama, 2012
- Certified Public Accountant, 2009 (inactive)