

Anthony J. Zeoli

Chicago, IL

He/Him

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About Anthony

Anthony concentrates his national practice on commercial finance, securities, real estate, and general corporate law. He represents borrowers and lenders in secured and unsecured lending transactions, corporate reorganizations and restructurings, syndicated commercial financing transactions, and loan workouts. He also has a vibrant securities and general corporate practice, including initial and subsequent private debt and equity offerings, mergers and acquisitions (M&A), company formation and governance, and general contract drafting and negotiation.

In addition, Anthony is experienced in negotiating and documenting cannabis-related transactions, including in relation to licensing, M&A, and ancillary service providers. He also negotiates and documents transactions involving the acquisition, sale, construction, development, leasing/subleasing, or financing of real estate, having represented parties on both sides of such matters.

Previously, Anthony dedicated a portion of his practice to blockchain technology, cryptocurrencies, decentralized finance (DeFi), decentralized autonomous organizations and (DAOs).

Anthony's Affiliations

- Illinois State Bar
- Illinois Small Business Advocacy Council, Board of Directors
- Crowdfunding Professional Association

Areas of Focus

Industries: Banking & Financial Institutions; Cannabis; Construction; Financial Services; Fintech; Insurance Transactions; Private Equity & Private Fund Formation; Real Estate

Services: Bankruptcy, Workout Strategic Planning & Restructuring; Business Formation, Governance & Commercial Contracts; Commercial Finance; Complex Tort & General Casualty; Corporate & Transactions; Data Privacy, AI & Cybersecurity; Due Diligence; Employee Stock Ownership Plans (ESOPs); Financial Services Litigation; Litigation & Trial; Mergers & Acquisitions; Securities

Experience

- Represents various bank clients, such as The PrivateBank, Fifth Third Bank, and MB Financial, in the extension of asset- and receivable-based middle market (\$10 to \$100 million) term/revolving credit facilities to health care and assisted living borrower entities; this includes the negotiation and drafting of loan agreements, security agreements, promissory notes, and inter-creditor agreements.
- Represented multiple privately held companies in the documentation of Regulation D offerings (under Rules 504, 505, and 506(b) and (c)) of privately held securities, drafting prospectuses, offering memoranda and Form D, and other required federal and state disclosures.
- Represented crowdfunding internet portal owners in connection with the structuring of crowdfunding websites and drafted required federal, state, and other disclosures.
- Represented Title III (Reg. CF) “funding portal” owners in connection with structuring websites and drafted related SEC/FINRA qualification materials, including qualifying applications, procedural handbooks, educational materials, and other disclosure materials.
- Drafted the Illinois Intrastate Crowdfunding Exemption (HB 3429), passed unanimously in the Illinois House of Representatives and the Illinois Senate, and worked with new and existing clients concerning potential offerings under the newly revised Regulation A (Regulation A+).
- Represented the issuer in structuring two-tiered, securities-based token and cryptocurrency coin offerings related to the cannabis industry.
- Represented the issuer in connection with structuring a securities-based token equity offering related to the oil and gas industry.
- Represented multiple issuers in connection with securities-based tokens and equity offerings related to the oil and gas industry.
- Works with new and existing clients on potential offerings under the newly revised Regulation A (i.e., “Regulation A+”).

- Represented multiple issuers in connection with the offering of securities-based tokens and cryptocurrency coins via Regulation D Rule 506(c) and Regulation A and the drafting of related prospectuses, offering documents (including Form 1-A), and required federal and state disclosures.
- Represented the lead lender in connection with the negotiation and documentation of a \$32 million syndicated loan made to a multi-borrower group and secured by multiple parcels of real estate located in several states and a collateral assignment of stock in a banking corporation.
- Represented the lead lender in connection with the negotiation and documentation of \$180 million syndicated secured financing made to a 65-member borrower group.
- Represents various sellers and purchasers in connection with purchasing and selling properties (ranging in aggregate value up to \$100 million) throughout the country, negotiating and drafting purchase and sale agreements, and reviewing related title commitments/ALTA surveys and all underlying documents.
- Represents various landlords and tenants in lease/sublease of commercial properties, including negotiating and drafting gross/percentage/net (single, double, and triple) lease agreements, sublease agreements, and amendments and extensions to existing lease/sublease agreements.
- Represented the purchaser in a \$97 million acquisition and transfer of five parcels of real estate across three states.
- Drafted documents and required filings on behalf of property owners in real estate tax exemption and tax pin repartition applications.
- Represents multiple purchasers and private equity funds in negotiating and documenting middle market (\$50 to \$200 million) acquisitions and buyout transactions, including negotiating transaction and payout terms, drafting transaction documentation, and analyzing capitalization issues.
- Represented privately held companies in connection with the negotiation and documentation of merger and acquisition divestiture transactions (ranging in aggregate value from \$1 to \$75 million).
- Represented purchaser in connection with acquiring a \$75 million secured acquisition financing made to a San Francisco-based private equity fund.
- Chaired the negotiation and documentation of multiple deeds in lieu and forbearance transactions for various middle market bank clients.
- Representation of various purchasing entities in connection with the acquisition and transfer of certain real estate secured loan portfolios/promissory notes.
- Represented a loan portfolio acquirer in negotiating and documenting a multi-loan restructure and related deed in lieu of escrow transactions.

Recognition

- *Illinois Super Lawyers*, 2015 – 2017
- *National Law Journal*, inaugural list of Cryptocurrency, Blockchain and FinTech Trailblazers, 2018

Credentials

Education

University of Illinois, MBA, *summa cum laude*

Northwestern University School of Law, JD, *cum laude*

SUNY at Albany, BS, *summa cum laude*

Bar Admissions

Illinois

Interests

Did you know...

When not in the office, you can find Anthony engaging with his family and friends.

Community/Civic Activities

- University of Illinois at Chicago, Business Alumni Association, Board of Directors
- People Church, Chicago, Pro bono counsel

Thought Leadership

Presentations

- “The Corporate Transparency Act,” Hinshaw’s 28th Annual Labor & Employment Seminar, Hoffman Estates, Illinois, November 13, 2024
- Co-Presenter, “Corporate Transparency Act: Reporting Beneficial Ownership to FinCEN, Filing Requirements and Exceptions,” Strafford, CPE Webinar, October 18, 2024
- Co-Presenter, “‘Look Through My Window’ by The Mamas & the Papas: Corporate Transparency Act,” Hinshaw University, CLE Webinar, February 8, 2024
- Moderator, “Deal Maker: 2023 Mid-Year Deal Analysis and Outlook,” Hinshaw & Culbertson LLP, Chicago, Illinois, May 24, 2023
- “How Blockchain is Reshaping Business,” ITA CEO Leadership Exchange, Chicago, Illinois, October 2018
- Moderator, “Invest in Midwest: The Future of Investment,” Bisnow’s Big Midwest Office Event, Chicago, Illinois, June 14, 2017

Publications

Anthony is frequently interviewed by *Real Estate Capital USA*, *Law360*, and *Crain's Chicago Business* on cannabis Real Estate Investment Trusts (REIT), patents, and non-fungible tokens (NFTs).

He has written numerous client alerts and white papers covering myriad topics, including COVID-19 loan programs, the PPP, and SEC rules and guidance.

- Chapter 2, "State Regulation of Securities," IICLE's *Business Law: Miscellaneous Operating Issues*, 2024 Edition

Events

- U.S. Trade, Tariffs, and State of the Economy Forum, Jul 24, 2025
- Anthony Zeoli to Present Strafford CPE Webinar on Corporate Transparency Act Reporting Requirements, Oct 18, 2024
- Deal Maker: 2023 Mid-Year Deal Analysis and Outlook, May 24, 2023

Hinshaw Alerts

- UPDATE: FinCEN Confirms U.S. Companies and U.S. Persons are Exempt from CTA Compliance, Mar 24, 2025
- UPDATE: U.S. Department of the Treasury Terminates Enforcement of the Corporate Transparency Act, Mar 4, 2025
- UPDATE: FinCEN Pauses Penalties for CTA Reporting Noncompliance, Feb 28, 2025
- URGENT UPDATE: Corporate Transparency Act Reporting Requirements Back in Effect, Feb 20, 2025
- SCOTUS Stayed a CTA Injunction Under the "Texas Top Cop Shop" Action, BUT the CTA is Still NOT Back in Effect, Jan 24, 2025

In The News

- Tim Sullivan, Kyle Fonjemie, and Anthony Zeoli Author Chapters in the 2024 Edition of the "Business Law: Miscellaneous Operating Issues" IICLE Handbook, Sep 30, 2024

[View all of Anthony's Insights](#)