

## GABRIEL L. MATHLESS

*Member, Financial Restructuring*

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Gabriel Mathless advises both creditor and company-side clients in corporate bankruptcies, out-of-court restructurings, M&A transactions involving troubled companies, and other distressed situations. He also routinely represents financial institutions, as lenders and agents, in connection with secured lending transactions and intercreditor issues.

Gabriel has represented clients in a broad array of industries, including retail, healthcare, restaurant, manufacturing, technology, agriculture, and transportation. He routinely represents financial institutions in the restructuring of troubled credits, both in and out of court, and has extensive experience negotiating and documenting loan workout agreements, including amendments to troubled credit facilities, forbearance agreements, debt-for-equity swaps, and master restructuring agreements, as well as post-petition financing facilities. Gabriel also has considerable experience representing strategic investors and key stakeholders in connection with sales of distressed companies and other assets—both in and out of court.

Gabriel received his J.D. from the University of Chicago Law School and his B.A. from the University of Michigan.

### Notable

- *Best Lawyers in America*, Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law "Ones to Watch," 2021-2023
- *Charlotte Business Journal's* "40 Under 40," 2020
- One of eight individuals selected nationally as a Frank Family Fellow by the Jewish Council for Public Affairs, 2019-2020 cohort
- North Carolina Pro Bono Honor Society, 2017-2021
- Recipient of the President's Cup and Executive Director's Award from the Sandra and Leon Levine Jewish Community Center, 2017

### Capabilities

Bankruptcy & Financial Restructuring

Special Situations

### Education

J.D., University of Chicago, 2011

B.A., University of Michigan, 2006

### Admissions

North Carolina, 2015

Western District of North Carolina, 2015

Northern District of Illinois, 2013

Illinois, 2011

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## Community Involvement:

- Member, Mecklenburg Board of County Commissioners, Citizen's Capital Budget Advisory Committee
- Vice-President, Sandra and Leon Levine Jewish Community Center
- Board Member, The Foundation of Shalom Park
- Leadership Charlotte, Class 41
- JCPA Frank Family Fellow, 2019-2020 cohort
- Bernstein Leadership Group, Class X

## Representative Experience

### Representative Out of Court Restructuring Matters

- Represented group of funds in connection with last out loan facility to chemical testing equipment manufacturer. Representation included the negotiation of forbearance agreements, agreements among lenders, and multiple amendments to the underlying credit facility documentation and culminated in a debt for equity restructuring
- Represented administrative agent under credit facilities extended to franchisee of approximately 160 quick serve restaurants. Representation includes negotiation and documentation of various amendments to the credit facility, negotiations with franchisor, sales of certain groups of restaurants in various markets, and addressing the impacts of the COVID-19 pandemic on the borrower's operations and liquidity
- Represented lender and equipment lessor affiliate in connection with restructuring of \$67.5 million of loan exposure and \$35 million of leasing exposure to family-owned grower, packer, and marketer of produce
- Represented one of the country's top privately-held automotive chemical product producers in connection with a successful global out-of-court restructuring, which addressed substantial legacy liabilities, preserved significant and well-known intellectual property assets, and positioned the operating businesses for future growth
- Represented business development company as the senior secured lender to a Washington State-based software company. Representation included navigating an extended sale process, board governance challenges, and significant liquidity issues and culminated with a liquidation of assets and state court receivership

### Representative Bankruptcy Matters

- *In re Perkins & Marie Callender's, LLC*. Chapter 11 representation of administrative agent of \$152 million senior secured prepetition credit facility and \$7.75 million post-petition financing facility. Representation included negotiating and documenting the post-petition financing facility, negotiating the terms of and participating in three bankruptcy auctions for the sale of substantially all of the debtors' assets, and negotiating the combined chapter 11 plan of liquidation
- *In re FTD Companies, Inc.* Chapter 11 representation of administrative agent of senior secured credit facility in connection with \$95 million post-petition financing facility

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- *In re Southern Foods Group, LLC (formerly d/b/a Dean Foods)*. Chapter 11 representation of lender and arranger for Farm Credit System lending institutions in connection with \$425 million post-petition financing facility and multiple amendments thereto
- *In re SD-Charlotte, LLC*. Chapter 11 debtor-side representation of large franchise restaurant operator. Representation included negotiating post-petition financing, cash collateral usage, and the successful sale of 73 Sonic Drive-In Restaurants and 14 MOD Pizza Restaurants in the midst of the COVID-19 pandemic
- *In re Tidewater Inc.* Chapter 11 representation of equipment lessor with over \$100 million of leasing exposure. Representation included negotiating a favorable resolution to claims objection that avoided the need for an expensive trial and led to a significant recovery