

O'NEILL & BORGES
AMERICAN INTERNATIONAL PLAZA
250 MUÑOZ RIVERA AVENUE, SUITE 800
SAN JUAN, PUERTO RICO 00918-1813
TELEPHONE (787) 764-8181
TELECOPIER (787) 753-8944

BANKRUPTCY, REORGANIZATION, AND CREDITORS' RIGHTS GROUP

O'Neill & Borges has the largest bankruptcy, creditors' rights, restructuring, and insolvency practice in Puerto Rico. Our practice involves the representation of a wide range of clients in dealing with complex, sophisticated, distressed financial situations. Our clients include banks and other financial institutions, secured and unsecured creditors, indenture trustees and bondholders, landlords, investment funds, shareholders, purchasers, vendors, and other interested parties.

Our group has extensive experience in numerous industries and we also draw on the knowledge and experience of the other attorneys in our firm in other practice areas including real estate, construction, environmental law, project finance, intellectual property, complex commercial litigation, financial institutions, corporate and securities, and others as needed to meet the needs of our insolvency clients. Where appropriate, we team with other lawyers in the firm with specialized knowledge of the industry of the distressed situation to enable us to provide sophisticated, yet practical and timely legal advice in all areas of bankruptcy, workouts and related commercial litigation.

In bankruptcy proceedings, we act for creditors, lessors, vendors, trustees and fiduciaries and other interested parties in some of the larger bankruptcy cases in Puerto Rico. By way of example, our practice includes: negotiating, formulating and confirmation of plans of reorganization; prepackaged bankruptcies; bankruptcy sales of stock and other assets; representation of indenture trustees; cash collateral stipulations and adequate protection; objections to disclosure statements and plans; cram-down litigation; all aspects regarding unexpired leases and executory contracts and intellectual property licenses; prosecution and defense of avoidance actions (fraudulent transfers, preferences, etc.); turnover actions; abstention and removal issues; bankruptcy discharge and nondischargeability actions; resolution of lien priority, intercreditor and subordination issues; assertion and allowance of clients' claims in bankruptcies; debtor-in-possession (DIP) financing; relief from stay litigation; and representation of estate fiduciaries and trustees.

The scope of the firm's bankruptcy, reorganization, and insolvency practice is by no means limited to the bankruptcy forum. Our attorneys have a solid body of experience in all areas of problem loan or credit workouts and creditors' rights litigation as well. For example, our non-bankruptcy forum practice involves the following areas, among others: developing, negotiating and documenting complex loan/credit workouts and restructures of loans/credit for creditors; legal and strategic advice to creditors before a problem credit enters the bankruptcy arena; merger and acquisition work including counseling investors seeking to acquire distressed companies or certain of their assets; non-bankruptcy fraudulent conveyance and other avoidance actions; writs of attachment, writs of possession and other pre-judgment remedies; judicial and non-judicial foreclosures; execution, garnishment, judgment debtor examinations and other methods of enforcement of judgments; and complex real estate and commercial litigation.

Some of our representative and recent engagements include:

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- Westernbank Puerto Rico, in its collection, foreclosure, and Racketeer, Influenced and Corrupt Organizations' Act (RICO) claims of over \$142 Million against various international entities and successful defense of counterclaims exceeding \$2 Billion.
- Westernbank Puerto Rico in FDIC matters relating to the closing of such institution.
- Westernbank Puerto Rico (and Banco Popular de Puerto Rico, as purchaser of certain of such loans) in numerous workouts, commercial litigation, foreclosure and collection actions, and bankruptcy cases including, among others, the successful workout and sale of Intercoffee, Inc. (d/b/a Yaucono) to a sister company of Coca Cola; the successful bankruptcy court sales of Mueblerias Mendoza, AA 10,000 Corp., Compresores & Equipos, Inc., and Quattro Corp (d/b/a ItalCeramica); and the bankruptcy cases of Farmacias El Amal, Flexible Packaging, Industrias Vasallo, Diamond Palace Hotel, and others.
- Banco Santander Puerto Rico and its related companies in numerous construction loan workouts, litigation and bankruptcy issues including, among others, the following real estate developments: Caguas Real, CLEMA Development, VDE Corporation, Iván Tort & Co., Las Quintas 957, Inc., Mansiones de Lomalinda, and Centro Renal de Santurce, Inc.
- Banco Popular de Puerto Rico in numerous commercial workouts and bankruptcy matters including, among others, the bankruptcy cases of Hospital de Damas, Inc., AAA Imports, Inc., Clendo, Inc., Carian Holdings, Inc., Grande Supermarkets, Seaview Development, Miramar Real Estate, Inc, A Plus HC Holdings, Praderas del Sur, Las Lomas, Inc, and others.
- Caribbean Property Group, in numerous commercial workouts, foreclosure, and bankruptcy matters including, among others, the bankruptcy cases of Swiss Chalet, Inc., GP West, Four Lions Corporation and Uranus Development, LLC.
- Puerto Rico Farm Credit (ACA) in foreclosure, workouts, and bankruptcy cases.
- The indenture trustee in the bank holding company bankruptcy filing of In re R&G Financial Corp., Case No. 10-04124.
- The Government Development Bank of Puerto Rico in its successful proposal and approval of a transfer of all assets to the bank in the bankruptcy case of Palmas del Mar Country Club, Inc.
- BMJ Foods Puerto Rico, Inc. in the opposition to confirmation of a proposed Plan of Reorganization in the Bankruptcy Court for the District of Delaware/
- Wells Fargo Bank, N.A., as Indenture Trustee for the bondholders of El Comandante group, in its successful proposal and confirmation of a plan of reorganization and exercise of its rights over a racetrack valued at over \$80 Million.
- The Puerto Rico Tourism Development Fund in the foreclosure, litigation, and successful work-out of a \$120 Million hotel and real estate development.
- PS Acquisition, Inc. (a sister company of Holsum de Puerto Rico, Inc.), in its successful bid for and purchase of the Pueblo International chain of supermarkets.
- The post-bankruptcy lender and purchaser of assets in the bankruptcy case of Newcomm (d/b/a Movistar).
- Numerous purchasers of assets in their acquisitions of portfolios of distressed assets/loans.
- SeaGate, Inc. in the acquisition of certain credit facilities and its subsequent foreclosure of a large bottle-manufacturing plant.

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- Toyota Credit and Ford Motor Credit in numerous workouts, repossessions, and bankruptcy cases.
- A large real estate investment trust that owns several shopping centers in Puerto Rico in enforcing their rights in several tenant bankruptcy cases, including, among others, Almacenes Linda and Bithorn Travel.
- A litigation trustee in its prosecution of various multi million dollar avoidance actions.
- Numerous banks and creditors in their restructuring of loans and credits in anticipation of a particular debtor's bankruptcy and, if applicable, enforcing their rights in the bankruptcy case.