



## Geraldine Ann Freeman

Partner

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### OVERVIEW

Geraldine Freeman is a partner in the San Francisco office and co-chair of the Finance and Bankruptcy Practice Group where she specializes in bankruptcy, workouts, enforcement of creditors' rights and remedies, finance and real estate.

### Areas of Practice

Ms. Freeman represents a wide range of clients in connection with the acquisition, disposition and resolution of troubled assets, both inside and outside of court proceedings.

### EDUCATION

- J.D., University of California, Berkeley, 1983
- A.B., Economics, University of California, Berkeley, 1979, *with distinction in general scholarship*

### ADMISSIONS

- United States Court of Appeals, Ninth Circuit
- United States District Court for the Northern, Eastern, Central and Southern Districts of California

### EXPERIENCE

#### Representative Matters

- Represented agent bank as lead counsel in the workout, bankruptcy, enforcement of creditors' rights and lien priority litigation, involving multiple loans made to a large residential home builder with partially completed housing projects throughout the Central Valley of California.
- Represented a public REIT in connection with the funding of a cram down plan of reorganization pursuant to which it acquired a majority and controlling interest in a Chapter 11 debtor, which owned a 12-acre parcel located in Silicon Valley and suitable for development as a multi-family residential and retail project.
- Represented Chapter 11 Trustee as lead counsel in the bankruptcy of a national art gallery, including in the successful appeal of the order approving the Trustee's plan of reorganization.

### PRACTICE AREAS

- Finance
- Troubled Assets
- Bankruptcy and Restructuring
- Real Estate

### INDUSTRIES

- Automotive
- Digital Business
- Financial Services
- Food and Beverage
- Healthcare
- Hospitality
- Retail
- Wine

- Represented a public REIT as lender and investor in the documentation and workout (leading to a change in control) of a mezzanine loan and equity investment made to finance a multi-use development project in downtown Los Angeles, also financed with multiple bond issuances.
- Represented the lender in a workout and eventual mixed collateral foreclosure sale of a time-share resort located in Napa Valley.
- Represented Chapter 11 debtor home health care provider with facilities located throughout the Western United States, including in the bankruptcy sale of all assets of the debtor as a going concern.
- Represented a group of equipment lessors in the Chapter 11 case of *Excite At Home*, including as lead counsel in an action filed by the equipment lessors against the bondholders to enforce subordination provisions in the trust indenture, and in an action filed against the equipment lessors challenging their status as equipment lessors under the Bankruptcy Code. Also served as lead counsel to the equipment lessors in the negotiation of a plan of reorganization with multiple constituencies, and in the preparation and implementation of a distribution agreement among the equipment lessors to govern distribution among the group of \$100 million in plan payments received by the equipment lessors and the distribution of all the leased equipment of *Excite At Home* located in hundreds of sites across Canada and the U.S. which was abandoned to the equipment lessors pursuant to the plan.
- Represented the independent members of the board of directors of a large international automotive parts company in connection with the insolvency and Chapter 11 bankruptcy of the company.

#### ARTICLES

- "Prying Jurisdiction Away From Bankruptcy Courts," *Law360*, June 28, 2011
- "Anna Nicole Smith – The Continuation of the Legal Saga and Its Impact on Federal Jurisdiction," *Bloomberg Law Reports*, April 11, 2011
- "Top 10 Best Practices for Lenders on Problem Loans," *Law360*, April 6, 2010
- "U.S. Amends Bankruptcy Code," *Turnaround & Workouts Europe*, May 1, 1995
- "Contract, Lease -- Non-Debtor Protection Isn't Broad," *The National Law Journal*, November 30, 1993
- "Unexpired Leases and Executory Contracts," *San Francisco Barrister Law Journal*, May, 1986