SHEPPARD MULLIN
SHEPPARD MULLIN RICHTER & HAMPTON LLP

# Michael H. Ahrens

**Partner**

San Francisco
Four Embarcadero Center
Seventeenth Floor
San Francisco , CA 94111

Tel: 415.434.9100
Fax: 415.434.3947
mahrens@sheppardmullin.com

## PRACTICE AREAS

- Bankruptcy and Restructuring

## INDUSTRIES

- Mortgage Banking

## OVERVIEW

Michael H. Ahrens is a partner in the Finance and Bankruptcy Practice Group in the firm's San Francisco office.

### Areas of Practice

Mr. Ahrens represents clients throughout the country in all types of insolvency proceedings, including confirmation of plans, rejection and assumption of leases and other executory contracts, and bankruptcy litigation. Mr. Ahrens represents secured creditors, debtors, creditors' committees, trustees and receivers.

In addition, Mr. Ahrens has represented business clients in the purchase and sale of assets of troubled companies. Finally, he has substantial experience with loan workout problems of troubled companies, representing both financial institutions and borrowers.

## EDUCATION

- J.D., University of San Francisco, 1969
- B.A., University of San Francisco, 1967

## EXPERIENCE

### Representative Clients

Advanced Telcom Group, Committee of Western MacArthur, CommSouth Companies, Inc., Dillingham Construction Corporation, Francis Ford Coppola and Zoetrope Corporation, GWF Power Company, The Hillman Company, Louisville Gas & Electric Co., Joseph Magnin Company, Incorporated, McKesson Corporation, Prometheus Laboratories, Inc., Rusty Pelican Restaurants, Inc., US Bank, Vector Aerospace Corporation, Zomax Incorporated

### Representative Matters

Represented Arriva Pharmaceutical in its successful Chapter 11 reorganization

Represent The Billing Resource as Debtor in Chapter 11

Represent the Creditors Committee of William "Boots" Del Biaggio in Chapter 11

Represent Official Creditors Committee of Western MacArthur in successful confirmation of Plan of Reorganization which provides for over $2 Billion for creditors

Represent GWF Power, a member of the Official Creditors Committee in the Chapter 11 bankruptcy case of Pacific Gas & Electric

Represent Dillingham Construction Corporation and affiliates in Chapter 11 and confirmation of plan

Represent Advanced Telcom Group, Inc., and affiliates in Chapter 11

Represent CommSouth Companies, Inc. in Chapter 11

Represent Zomax Incorporated s prospective purchaser of assets in Chapter 11 of Software Logistics Corporation

Represent equity holders of Chapter 11 debtor Tower Records

Represented Prometheus Laboratories, Inc., in the purchase of assets from Chapter 11 debtor DNA Sciences, Inc.

Represent Natural Wonders, Inc., as a Chapter 11 debtor

Represent Fry's Electronics as purchaser of assets in the Chapter 11 bankruptcy case of Egghead.com

Represent iSyndicate, as a Chapter 11 Debtor in its successful sale of its business

Represent Wells Fargo Bank in the Chapter 11 bankruptcy case of Finova

Represent certain members of the official unsecured creditors committee in the Chapter 11 bankruptcy case of Metricom, Inc.

Represent Andros, Inc. in its successful reorganization outside of bankruptcy

Represent Comerica Bank in a workout of a $60 million loan

Represent McKesson Corporation in the Chapter 11 bankruptcy cases

Represent General Electric Credit Corporation as a secured creditor in the Chapter 11 bankruptcy case of Hawthorne Plaza

Represent Irwin Home Equity as a purchaser of assets in the Chapter 11 bankruptcy case of Tri Valley Growers

Represent Vector Aerospace Corporation in the purchase of assets out of Chapter 11 by Vector of a repair maintenance and overhaul facility for aviation components

Represent Tanon Manufacturing, Chapter 11 debtor, in successful sale of its contract manufacturing business out of bankruptcy

Represented the creditors' committee of NetSource Telecommunications

Represented Qwest Communications, formerly LCI International, major creditor and creditors' committee chair in Chapter 11 of Touch 1, Inc.

Represented a secured creditor and holder of intellectual rights in the Chapter 11 of Superstill Technology

Represented US Bank in Chapter 11 bankruptcy case of Lyon's Restaurants

Represented Vista Properties, Chapter 11 debtor, in the confirmation of a plan of reorganization involving 24-story office building on Park Avenue, New York

Represented Clark Construction in the acquisition of assets of Guy F. Atkinson out of Chapter 11

Represented Louisville Gas & Electric Co. as a major creditor and creditors' committee chair in the Chapter 11 of Kenetech Windpower, Inc.

Represented Media Vision Technology Inc. in Chapter 11. The company successfully confirmed a major Chapter 11 plan and emerged from Chapter 11 in five months

Represented Paul Shoen in a 14-day confirmation trial concerning control of U-Haul and successfully defeated a plan proposed by his brother, debtor Edward Shoen

Represented the creditors' committee in the Chapter 11 of Everex

Represented the creditors' committee in the Chapter 11 of Transcisco, resulting in a successful plan

Represented the major shareholder and plan proponent in the Chapter 11 case of Trailways Bus Lines filed in the Northern District of Texas. After an extended confirmation trial, the plan was successfully confirmed

Represented secured creditors holding secured claims in the bankruptcy cases of Knudsen Foods and Foremost Dairies in the Central District of California, resulting in a successful plan

Represented Federal Express in successfully bringing an involuntary Chapter 11 case and obtaining the appointment of a trustee in a Hamilton-Taft case filed in the Northern District of California, a case involving the diversion of millions of dollars of funds

Represented Francis Ford Coppola and Zoetrope Corporation in their Chapter 11 cases, which resulted in a successful settlement and eventual dismissal

Represented Jo-In Corporation, a real estate developer, in the confirmation of its plan in a Chapter 11 case filed in the Territory of Guam

Represented the sole shareholder in proposing a railroad reorganization plan for Eureka Southern Railroad under Subchapter IV of Chapter 11

Represented a group of insurance companies in disputes with Johns-Manville in a bankruptcy case pending in New York. The settlement led to the financing of a Johns-Manville Chapter 11 plan

Litigated issues relating to insurance coverage in the A.H. Robins Chapter 11 case, pending in Virginia

Litigated issues relating to insurance coverage in the Chapter 11 case of UNARCO, pending in Chicago

Represented debtor-in-possession Joseph Magnin Co., Inc. in a Chapter 11 case filed in the Northern District of California. A successful plan of reorganization was proposed by Joseph Magnin, which has paid all unsecured creditors 100 cents on the dollar, with interest. Leases were assumed and assigned by this debtor in connection with consummation of the confirmed plan

Represented a line bank in connection with negotiations with the United States Department of the Treasury and with Chrysler Corporation in Chrysler loan workouts

Represented Roberts Farms, Inc., one of the largest privately held farms in the state of California, in its Chapter 11 case filed in the Eastern District of California. A plan of reorganization was confirmed after a cramdown trial commenced

Acted as special bankruptcy counsel for Consolidated Capital Equities Corporation in a Chapter 11 case filed in Dallas, Texas. After litigation, a successful Chapter 11 plan was confirmed

Represented defendants in connection with fraudulent conveyance actions instituted in the Chapter 11 of Itel filed in the Northern District of California

Represented EONS Corporation, a Chapter 11 real estate developer that owns condominiums and other real estate, in its Chapter 11 case filed in the Territory of Guam, resulting in a confirmed plan

Represented MicroVest in a dispute with a Chapter 11 debtor concerning the stock of Computerland Corporation. Adversary proceedings were won and MicroVest obtained the stock

Represented a secured creditor in the Yellow Cab bankruptcy case filed in the United States Bankruptcy Court, Southern District of California

Represented FDIC as a secured creditor of Westgate-California Corporation in its Chapter X proceedings

Represented two banks which were the substantial creditors of George I. Benny in his Chapter 11 case filed in the United States Bankruptcy Court, Northern District of California

Represented the owner of the Monterey Plaza Hotel regarding workout problems outside of bankruptcy

Represented banks and financial institutions in a loan workout with numerous debtors short of bankruptcies, preparing revision agreements where the debt was secured by various assets, including shopping centers, office buildings, airplanes, helicopters and hotels

## HONORS

- Which Lawyer?, Restructuring & Insolvency, Practical Law Company, 2009
- Northern California Super Lawyers, *San Francisco Magazine*, 2007 - present
- Top 100 Northern California Super Lawyers, *San Francisco Magazine*, 2007 - present
- Leading Bankruptcy Lawyer, Chambers USA, 2004 - present
- Top Northern California Bankruptcy Lawyer, Northern California Super Lawyers
- Best Lawyers in America, 2003 - present

## MEMBERSHIPS

- Fellow, American College of Bankruptcy
- Resolution Advocate, appointed by United States Bankruptcy Court, Northern District of California, under the Bankruptcy Dispute Resolution Program, 1994-present
- Director, Bay Area Bankruptcy Forum, 1997-2000
- Member, Committee of Lawyer Representatives to the Ninth Circuit Court of Appeals for the Northern District, 1997-2000
- Member, Bankruptcy Advisory Committee (appointed 1984) United States District Court, Northern District of California
- Director, California Bankruptcy Forum, 1992-1993 Member of the Committee of Lawyer Representatives of the Bankruptcy Court, Northern District of California, 1990-1993
- Member, American Bar Association
- Member, American Bankruptcy Institute
- Member, Bay Area Bankrupcty Forum
- Member, California Bankruptcy Forum
- Member, California Bar Association
- Member, Bar Association of San Francisco

## SPEECHES

- Speaker of the use of real estate as the "Indubitable Equivalent" in a cramdown plan, 1989
- Speaker on issues involving "Fraudulent Conveyances" 1990
- Speaker on issues of "New Value" in a cramdown plan, l991
- "Confirmation Valuation Issues" presented to the Association of Insolvency Accountants on December 6, 1995 at the ANA Hotel, San Francisco, panelist
- Speaker on Plan Confirmation issues, 1997, 1998
- "203 N. LaSalle and 'New Value'" presented to the Bar Association of San Francisco, Commercial Law and Bankruptcy Section, on July 13, 1999 at the Sheraton Palace, panelist
- "Opportunities & Pitfalls with Troubled High Tech & Internet Companies" presented to the Directors Roundtable on June 15, 2000 at the Sheraton Palace, San Francisco, panelist
- "Crossing the Bankruptcy Threshold: Avoiding Disqualification and Disgorgement" presented to the Northern California Chapter of the Turnaround Management Association on April 25, 2000 at the City Club, San Francisco, panelist
- "Asset Sales in Bankruptcy" presented to the Bay Area Bankruptcy Forum and the Turnaround Management Association on May 1, 2001, panelist

- "Bankruptcy Code Section 363 Sales" presented to professionals on January 18, 2002, co presenter
- "A Conference on Financially Distressed Businesses Opportunities for Buyers and Alternatives for Potential Sellers" presented to the Directors Roundtable, February 28, 2002 at the Omni Hotel in Los Angeles and March 12, 2002 at the Palace Hotel in San Francisco, panelist
- "Conference Regarding Sale of Assets in Bankruptcy" presented to the United States Law Firm Group, Creditors Rights Subcommittee on May 17, 2002 in Indianapolis, Indiana, presenter

## EVENTS

- MCLE Credit Crunch 2009