Buchalter

Anthony J. Napolitano

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Senior Counsel

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Areas of Practice & Industry Specialties
Insolvency & Financial Law Group; Alternative Lenders; Hospitality, Food and Beverage Industry Law; Wine Industry Law

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Anthony J. Napolitano represents financial institutions, creditor committees, debtors, lessors and unsecured creditors in various aspects of corporate restructuring, finance, distressed M&A, and litigation matters. Mr. Napolitano has provided legal counsel to executive and senior management and in-house counsel in the following industries: commercial real estate, retail, financial services, manufacturing, technology, energy, hospitality, and transportation.

As an attorney and a Certified Public Accountant, Mr. Napolitano has a broad understanding of not just the legal issues related to corporate restructuring, finance, M&A, and litigation, but also the financial and operational issues facing his clients. Moreover, as a restructuring attorney Mr. Napolitano is accustomed to dealing with crisis situations involving little or no notice and implementing quick solutions to address those challenges.

Representative Matters
Corporate Restructuring & Insolvency
Representation of Financial Institutions

- Government Sponsored Entity as secured lender in over 35 restructuring and insolvency matters totaling over $100 million involving its multifamily housing portfolio in California & Nevada.
- California bank as secured lender in over 25 matters in various insolvency cases involving real estate development, multifamily housing, operating companies, and a church.
- Hedge fund as lender to the debtor in the *Advantage Rent-a-Car* chapter 11 bankruptcy case resulting in sale of all assets to The Hertz Corporation.
- Mezzanine lender in chapter 11 case of regional grocery chain involving over 50 locations resulting a confirmed plan of reorganization. (*In re C&K Markets, Inc*.)
- Syndicate lender and agent of pre-petition facility in chapter 11 case of provider of technology company focused on commercial testing equipment. (*In re Telogy, Inc*.)

Representation of Corporate Debtors

- Four affiliated entities in chapter 11 cases involving over $180 million in debt secured by nine multifamily complexes in Texas, Florida, and South Carolina. (*In re GTS Property Portfolios, LLC*)
- National wholesale importer of food and consumer products in pre-bankruptcy workout.
- Regional 140,000 square foot mall in chapter 11 case. (*In re Golden State Mall, LLC*)

Representation of Creditor and Equity Committees

- Committee of equity holders representing $55 million in claims in real estate Ponzi scheme. (*In re Real*

Estate Partners, Inc. and seven affiliated cases)

- Committee of unsecured creditors in real estate development bankruptcy involving over twenty commercial and multi-family residential projects. (*In re Catlin*)

Representation of Bond Trustees

- Indenture trustee of bonds secured by a 1,300 acre, Madera County, $100 million real estate development in state court and bankruptcy court matters. (*In re Property Development Group*)
- Indenture trustee of secured bonds in a chapter 11 case of charter schools. (*In re Omega Academy, Inc. & In re Desert Technology, Inc.*)

Corporate Finance & Distressed M&A

M&A and Corporate Transactions

- Energy company in proceedings before California State Lands Commission in connection with pre-bankruptcy acquisition of oil and gas assets from the debtor. (*In re Calpine Corp*.)
- Private equity fund in acquisition of assets of automotive parts manufacturer. (*In re Delphi Corp.*)
- Lender in financing the acquisition of coal mines in a section 363 sale. (*In re Bowie Resources, Ltd.*)
- Financial institution involved in the acquisition of account receivable pools. *(In re Friedman's Inc.; In re Weld Wheel Industries, Inc.; In re Brook Mays Music Co.)*
- Provided true sale opinions for financial institution with respect to various transactions.

Corporate Finance

- Lender of pre-petition and post-petition lending facility in the restructuring of a Sonoma, California winery. (*In re DeLoach Vineyards, Inc.*)
- Lender of post-petition and exit financing facilities in the restructuring of a health food company. (*In re Gardenburger, Inc*.)
- Lender of post-petition and exit financing facilities in the restructuring of a national candy manufacturer. (*In re Innovative Candy Concepts, Inc*.)

Commercial Real Estate

- Real estate investment funds and other entities as lessors in lease restructurings. (*Wickes Furniture, Levitz Furniture, Orchard Supply Hardware, & Hometown Buffet*)
- Represent lenders in documentation and restructuring of lending facilities secured by commercial real estate projects.

General Litigation

- Financial institution as syndicate agent for $2.2 billion secured lending facility in fraudulent transfer litigation arising out of the *Adelphia* bankruptcy case.
- Real estate investment fund as owner in construction defect litigation for 250,000 sq. ft. mall (*CLPF West Hollywood, L.P. v. Swinerton Builders, et al.*).
- Global consumer electronics company in over 15 patent prosecution actions. (*In re KM Digital, Inc.; In re Cyberhome, Inc.; In re Power Media, Inc.*)
- Developed standardized licensing agreements and settlement forms for global consumer electronics company for its patent license program.
- National test preparation provider in antitrust litigation brought by chapter 7 trustee. (*In re Mark's CPA Review Course, Inc.*)

Appellate

- Briefed and argued immigration appeal in United States Court of Appeals for the Ninth Circuit. (*Herrera v. Gonzales*)
- Briefed and argued various appeals in the Bankruptcy Appellate Panel for the U.S. Court of Appeals for the Ninth Circuit. (*In re Fawn Ridge, L.P. & In re Bay Vista Apartments, LLC*)

Pro Bono

- Represented twenty indigent families in adoption cases for the Alliance for Children's Rights.
- Represented taxpayer before the IRS and Franchise Tax Board in disputed tax assessment.

Reported Decisions

- *Licursi v. Cal. Bank & Trust (In re Licursi),* 2014 Bankr. LEXIS 234 (Bankr. C.D. Cal. Jan. 17, 2014)
- *AP Servs., LLC v. McKesson Corp. (In re CRC Parent Corp.),* 2013 Bankr. LEXIS 2006 (Bankr. D. Del. May 16, 2013)
- *In re Real Estate Partners, Inc.,* 2012 U.S. Dist. LEXIS 188805 (C.D. Cal. Nov. 8, 2012).
- *Bay Vista Apts., LLC v. Fed. Nat'l Mortg. Ass'n (In re Bay Vista Apts.),* 2011 Bankr. LEXIS 5292 (B.A.P. 9th Cir. Dec. 19, 2011)
- *March v. In re 450 S. Burlington Partners, LLC (In re 450 S. Burlington Partners, LLC),* 2011 U.S. Dist. LEXIS 66075 (C.D. Cal. June 20, 2011)
- *Fawn Ridge Partners, LP v. BAC Home Loans Servicing, LP (In re Fawn Ridge Partners, LP),* 2010 Bankr. LEXIS 5082 (B.A.P. 9th Cir. Mar. 29, 2010)
- *In re 450 S. Burlington Partners LLC,* 2009 U.S. Dist. LEXIS 126750 (C.D. Cal. Aug. 5, 2009).
- *Herrera v. Mukasey,* 305 Fed. Appx. 352 (9th Cir. 2008)

Publications

- Buchalter Client Alert COVID-19: The Impact of COVID-19 on the Bankruptcy Court System, March 27, 2020
- Commentary: American Apparel's second bankruptcy filing could further impact its retail presence, *The Real Deal*, October 2016
- Dealing with Restaurant and Retail Leases in Bankruptcy, *Buchalter Nemer Hospitality, Food and Beverage Industry Newsletter*, November 9, 2015
- The Supreme Court Prohibits Chapter 7 Debtors From Stripping Off Wholly Underwater Liens in Bankruptcy, *Buchalter Nemer Lender Alert*, June 2, 2015
- Did I Leave My Estate To My Child's Creditors?, *Los Angeles Daily Journal*, June 24, 2014
- Motor City Cruises Into Bankruptcy, *Buchalter Nemer Client Alert*, July 2013
- Dodd-Frank and Bankruptcy Law, *BNA's Bankruptcy Law Reporter*, August 10, 2012

Presentations

- Panelist, "Banking and Lending Solutions, Finance Considerations and Risks," Cannabis Business Law Conference, October 25, 2019
- Panelist, "Zigzagging Through the Complex World of Medical Marijuana," California Receivers Forum Education Program , July 24, 2013

- Co speaker, "Restructuring TICs: Strategies for Troubled Loans Secured by Tenant-In-Common Interests," Financial Lawyers Conference Dinner Program, December 13, 2012
- Speaker, "Bankruptcy Issues," Trigild Lender Conference in San Diego, CA, October 19, 2011

Education
Mr. Napolitano graduated in 2003 from Loyola Law School in the Top 10% of his class and was awarded the Order of the Coif honors at graduation. Mr. Napolitano graduated in 1997 from Loyola Marymount University with a Bachelor of Science degree in Accounting and a Bachelor of Science degree in Economics. He is also a Certified Public Accountant.

Bar Admissions

- California

Court Admissions

- U.S. Court of Appeals for the Ninth Circuit
- U.S. District Court for the Central District of California
- U.S. District Court for the Eastern District of California
- U.S. District Court for the Northern District of California
- U.S. District Court for the Southern District of California

Community

- Board of Governors, Loyola Law School (President, 2011; Member, 2006 – Present)
- Board of Directors, Loyola Marymount University (President, 2010-12; Member, 2006-12)
- Board of Directors, Los Angeles Bankruptcy Forum (Member, 2006-10 and 2014-2018)