



Partner

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Practice Focus

Corporate
Entertainment, Media & The Arts

Education

Harvard Law School, J.D., *Cum Laude*
Cornell University, B.S., with Honors

Admitted

California
Massachusetts

Representative Experience

Brian represents companies across a wide range of industries, including real estate, hospitality, and technology, in mergers and acquisitions and other general corporate matters. He also represents borrowers and lenders in leveraged acquisition financings and other secured and unsecured senior, mezzanine, and subordinated loan transactions, second-lien financings, asset securitizations, and other financing transactions across a wide range of industries, including extensive experience in media and entertainment financing transactions. Brian also has substantial experience with troubled debt restructurings and pre-bankruptcy workouts, and in connection with equity and debt derivatives.

Selected representative matters include:

- Represents Parex USA, Inc., a subsidiary of the France company Financière Dry Mix Solutions SAS, in rolling up building products manufacturers and distributors.
- Represented Colony Capital in the acquisition of LodgeNet Interactive Corporation (now known as SONIFI Solutions, Inc.) and restructuring of its term loan facility, in a pre-packaged chapter 11 plan of reorganization.
- Represented Miramax in issuing its \$500 million film library asset backed notes.
- Represented Metro-Goldwyn-Mayer Studios Inc. in many film library acquisition transactions, and in many structured and corporate financing transactions, including the following transactions:
 - Restructuring of its \$2.4 billion credit facility, and in connection with structured production and distribution finance facilities.
 - Structured production and distribution finance credit facilities and second-lien production finance notes (JPMorgan Chase Bank, N.A. and Merrill Lynch Mortgage Capital Inc.).
 - \$1.75 billion term and revolving credit facilities (JPMorgan Chase Bank, N.A.).
- Represented privately-held homebuilder and heavy construction company in the restructuring of \$800 million credit facilities and \$600 million senior notes.
- Represented Tenet Healthcare Corporation in an \$800 million healthcare receivables secured revolving credit agreement (Bank of America, N.A.) and many senior notes offerings; and in its exchange offers for \$1.6 billion aggregate principal amount of the company's senior notes.
- Represented Green Equity Investors funds (Leonard Green & Partners) in many leveraged acquisition financings, including Green Equity Investors IV, L.P. in its \$475 million term and revolving credit facilities to finance the acquisition of The Sports Authority (Bank of America, N.A.).
- Represented Computer Sciences Corporation in its \$1.5 billion commercial paper backstop and liquidity credit facility (Citigroup).
- Represented Goldman Sachs & Co. in its \$400 million structured production and distribution finance facilities for Lionsgate Entertainment Corporation.

- Represented Allergan, Inc. in its \$1.1 billion credit facility to finance the acquisition of Inamed, a global healthcare company (Bank of America, N.A.).
- Represented HCP, Inc. (formerly known as Health Care Property Investors, Inc.) in its \$3.4 billion bridge, term and revolving credit facilities to finance the acquisition of CNL Retirement Properties, a real estate investment trust (Bank of America, N.A.).
- Represented Hilton Hotels Corporation in its \$5.75 billion term and revolving credit facilities to finance the acquisition of the international lodging assets of Hilton Group plc (Bank of America, N.A.).
- Represented TPG/Providence Equity Partners/Sony/Comcast in its \$2.4 billion term and revolving credit facilities to finance the acquisition of Metro-Goldwyn-Mayer Inc. (JPMorgan Chase Bank, N.A.).
- Represented Caesars Entertainment, Inc. in its \$1.4 billion term and revolving credit facilities (Bank of America, N.A.) and Rule 144A offering of high yield senior notes (Bank of America Securities LLC).

Honors and Awards

Selected as a Leading Lawyer, *Chambers USA: America's Leading Lawyers for Business*, Banking and Finance and Capital Markets

Selected as a Leading Lawyer, *IFLR 1000: The Guide to the World's Leading Financial Law Firms*, Banking

Selected for inclusion in *The Best Lawyers in America*®, Banking Law

Selected for inclusion in *Southern California Super Lawyers*, Banking Law

Recognized as a leading lawyer, *Who's Who Legal*, Banking Law