

BANKRUPTCY & CORPORATE RESTRUCTURING

Cole Schotz is renowned throughout the mid-Atlantic region and beyond for our Bankruptcy & Corporate Restructuring department. We practice on a national platform with veteran attorneys based in Delaware, Maryland, New Jersey, New York and Texas, and have vast experience in complex corporate restructurings, state and federal insolvency proceedings and high stakes bankruptcy litigation.

The department has earned high marks and placed prominently for the past several years in *Chambers USA: America's Leading Lawyers for Business*, a well-respected legal directory. These rankings are based on in-depth interviews with key in-house counsel and private practice attorneys.

Due to the complexity of restructuring matters, we often collaborate with attorneys from our other highly regarded departments, such as Corporate, Tax, Real Estate, Environmental, and Litigation, leveraging their knowledge and skills and working together to meet our clients' needs in financially distressed situations.

Our clients include debtors, creditors' and other statutory committees, institutional creditors, asset purchasers, indenture trustees, bond insurers, venture capitalists, secured parties, lessors and contract parties, equity holders, directors, and court-appointed fiduciaries. Unlike many other bankruptcy practices, we do not represent major financial institutions, which enables us to be unquestionably and directly adverse to those entities, and to be retained as co-counsel or conflicts counsel on behalf of debtors or creditors' committees.

In addition to the high caliber of our representations, we have developed a substantial reputation for our economic efficiency in handling these complex matters and bringing them to a successful resolution.

Out-of-Court Restructurings and Chapter 11 Reorganizations

When confronted with emergent situations, our attorneys swiftly and efficiently assess our client's source of financial distress and work to devise and implement innovative alternatives to preserve enterprise value and fulfill our client's business objectives.

In analyzing our clients' circumstances, we strive to avoid a Chapter 11 filing and to provide creative out-of-court restructuring options through consensual debt restructurings and financial recapitalization. If we determine that bankruptcy is the most viable restructuring option, we leverage our extensive experience representing Chapter 11 debtors to achieve successful results for our clients.

BANKRUPTCY & CORPORATE RESTRUCTURING (Continued)

Business Sales

If we determine that the sale of a business and/or its assets is required, we assist our clients in disposing of its distressed business interests through asset or stock sales, and in instituting and processing orderly liquidations pursuant to federal and state law.

Bankruptcy Litigation

In addition to our depth of experience in complex corporate restructuring proceedings, many of our attorneys are also seasoned litigators. We regularly handle pre-bankruptcy litigation, and are well versed in litigation procedure, trial practice and all facets of the complex litigation that often arises in restructuring matters. We also are frequently retained as special litigation and/or conflicts counsel in bankruptcy proceedings.

We handle the full range of bankruptcy litigation, including plan confirmation, debtor-in-possession financing, cash collateral, relief from the automatic stay, asset sales, complex fraudulent transfer and preference litigation, equitable subordination and re-characterization of debt to equity, substantive consolidation and other litigation involving affiliates of debtors, Chapter 11 trustee and examiner matters, claims challenges and estimation, and lender liability.

Secured Creditors' Rights

In limited circumstances, we will undertake the representation of non-institutional secured lenders such as private equity firms, opportunity funds and note holder groups. We work with our clients to develop and implement innovative and practical solutions that maximize the value of their collateral and interests in and out of bankruptcy.

BANKRUPTCY & CORPORATE RESTRUCTURING (Continued)

REPRESENTATIVE MATTERS Chapter 11 Debtor

Industry

Adamar of New Jersey, Inc. (a/k/a/ Tropicana Casino and Resort-Atlantic City) Gaming
B. Moss Clothing Retail Bamboo Abbott, Inc. t/a Prestige® Window Fashions Manufacturing
Best Manufacturing Group LLC Manufacturing Beth Israel Hospital Association of Passaic
d/b/a PBI Regional Medical Center Healthcare Burke Industries, Inc. Manufacturing Cadence
Innovation LLC Auto Carretta Trucking, Inc. Trucking Fedders North America Manufacturing
Gemcraft Homes, Inc. et al. Real Estate Hit or Miss, Inc. Retail Integral PET Associates
Healthcare J.G. Wentworth LLC Financial Marcal Paper Mills, Inc. Manufacturing Owens
Corning Manufacturing Princeton Ski Shop, Inc. et al. Retail Ritz Camera Centers, Inc. Retail
Sagecrest Holdings Ltd. Financial Tarragon Corporation et al. Real Estate The Tribune
Company Publishing United Healthcare Systems, Inc. Healthcare

Creditors' and Other Statutory Committees

Industry CFM U.S. Corporation Distribution Drug Fair Group, Inc. Retail First Interregional
Advisors Corp. Financial Indalex Holdings Finance, Inc. Manufacturing Kara Homes, Inc. Real
Estate Linens 'N Things Retail Parmalat USA Corp. Manufacturing PHP Healthcare Corporation
Healthcare Semcrude, L.P. Energy Shapes/Arch Holdings, L.L.C. Manufacturing Treasure Island,
Inc. Retail