



## Matthew B. Lunn

PARTNER

mlunn@ycst.com

Wilmington P: 302.571.6646

Matt's background is unusually well-rounded, with a wide range of experience as counsel to debtors, ad hoc lender and noteholder committees, purchasers, and independent directors in chapter 11 proceedings and out of court restructurings, as well as the representation of foreign companies and foreign representatives in chapter 15 proceedings. In addition, Matt addresses the unique and often complex needs of portfolio companies, their fund sponsors and directors in a variety of transactional, governance, distress and other crisis situations. This extensive experience gives him a balanced perspective in connection with multi-faceted and complex restructurings.

Known for his practical approaches, Matt uses his extensive experience gained through the representation of various types of entities under different scenarios to advance client goals in complex restructurings, whether it be through consensual resolutions or litigation.

### FOCUS:

- Representation of debtors, lenders, purchasers, ad hoc lender and noteholder committees, directors and other parties in interest in out-of-court restructurings and Chapter 11 and Chapter 15 proceedings.
- Representation of portfolio companies, their fund sponsors, and directors in a variety of transactional, governance, distress and other crisis situations.

### Practices

- Debtor/Corporate Restructuring
- Committee Practice
- Cross-Border Insolvencies
- Portfolio Company Specialty Group

### Education

- Widener University Delaware Law School (J.D., *cum laude*)
- Muhlenberg College (B.A., *cum laude*)

### **Bar Admissions**

- Delaware
- New York
- District of Columbia

### **Court Admissions**

- U.S. District Court for the District of Delaware
- U.S. District Court for the Southern District of New York
- U.S. Court of Appeals for the Third Circuit
- U.S. Court of Appeals for the Second Circuit

### **Memberships and Affiliations**

- Delaware State Bar Association, Member
- American Bar Association, Member
- American Bankruptcy Institute
- Turnaround Management Association

## **Representative Matters**

Matt's strong relationships with law firms, financial advisory groups, investment bankers and restructuring firms have led to representations in some of Delaware's biggest matters including:

- American Home Mortgage, Inc.
- Arctic Glacier, Inc.
- Aventine Renewable Energy, Inc.
- Brookstone, Inc.
- CCS Medical, Inc.
- KB Toys, Inc.
- OCZ Technology Group, Inc.
- Smurfit-Stone Container Corporation
- Trump Entertainment Resorts, Inc.
- Special counsel to Irving Picard, Trustee in connection with the liquidation of Bernard L. Madoff Investment Securities LLC

## Experience

### **Velocity Holding Company**

#### **PES Holdings, LLC**

#### **Rentech WP U.S., Inc.**

Young Conaway served as co-counsel to Rentech, Inc. and its affiliated debtors in their chapter 11 bankruptcy proceedings. Prior to the Petition Date, Rentech was a large international wood fibre processing company, focusing primarily on the manufacture and sale of wood pellets. Young Conaway helped Rentech strategically navigate the bankruptcy process, leading to the consummation and court approval of sales of two of Rentech's primary business units that did not seek chapter 11 protection, and accomplishing the successful confirmation of the company's chapter 11 plan.

#### **Rentech WP U.S., Inc.**

#### **Appvion, Inc.**

#### **Panda Temple Power**

#### **Panda Temple Power**

#### **Mad Catz**

#### **Mad Catz**

#### **Catalyst Paper Corp.**

#### **American Gilsonite Co**

#### **IMX Acquisition Corp**

#### **IMX Acquisition Corp.**

#### **Verengo, Inc.**

#### **Altos Hornos de Mexico, S.A.B.**

#### **Highlands**

#### **Defined Diagnostics, LLC**

#### **Defined Diagnostics, LLC**

#### **Horsehead Holding Corp**

#### **SFX Entertainment**

#### **Swift Energy Co.**

#### **Landauer Healthcare Holdings, Inc.**

Young Conaway acted as co-counsel to Landauer Healthcare Holdings, Inc. and certain of its affiliates in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The debtors are a provider of home medical equipment and related products and services to customers located in the northeast United States.

#### **Haggen**

#### **Haggen**

#### **NewSat**

#### **Allied Nevada Gold**

#### **Trump Entertainment Resorts**

#### **Brookstone Holdings Corp**

#### **OCZ Technology Group, Inc.**

Young Conaway served as counsel to OCZ Technology Group, Inc. and its affiliated debtors in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. These debtors were formed in 2002 and were a global leader in the design, manufacturing and distribution of high-performance solid-state storage solutions and premium computer components.

**Carey Limousine L.A., Inc.**

Young Conaway acts as co-counsel, with Willkie Farr & Gallagher LLP, Carey Limousine L.A., Inc. in its chapter 11 proceeding currently pending in the United States Bankruptcy Court for the District of Delaware. The Debtor is one of the largest chauffeured transportation services companies in Southern California.

**MTB Bridgeport-NY Operating LLC**

Young Conway served as counsel for Fortress Value Recovery Fund I LLC in the chapter 11 proceedings of MTB Bridgeport-NY Operating LLC and its affiliates pending before the United States Bankruptcy Court for the District of Delaware.

**Solar Trust of America, LLC**

Young Conaway serves as lead counsel for Solar Trust of America and certain of its affiliates in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtors were founded to develop utility-scale solar-energy projects in the American Southwest. With Young Conaway's assistance, the Debtors successfully sold the rights to certain of these projects and currently have a liquidating plan pending confirmation.

**Crystallex International Corporation**

Young Conaway acted as co-counsel, with Willkie Farr & Gallagher LLP, to Crystallex International Corporation in its Chapter 15 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtor historically developed and operated gold mines in Venezuela and elsewhere in South America.

**Indianapolis Downs, LLC**

Young Conway served as co-counsel to Fortress Investment Group, LLC. holders of senior subordinated secured notes of Indianapolis Downs, LLC and certain of its affiliates, debtors in a chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware

**Angiotech Pharmaceuticals, Inc.**

Young Conaway acted as co-counsel, with Willkie Farr & Gallagher LLP, to Angiotech Pharmaceuticals, Inc. and certain of its affiliates, in their chapter 15 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtors are a specialty pharmaceutical and medical device company that develops, manufactures and markets innovative technologies with acute and surgical applications.

**Madoff, Bernard L. / Irving H. Picard, Trustee**

Young Conaway serves as special counsel for Irving H. Picard, as trustee for the substantively consolidated liquidation of Bernard L. Madoff Investment Securities LLC and the estate of Bernard L. Madoff in the SIPA Liquidation pending in the United States Bankruptcy Court for the Southern District of New York.

**CCS Medical, Inc.**

Young Conaway acted as co-counsel, with Willkie Farr & Gallagher LLP, to CCS Medical, Inc. and certain of its affiliates in their pre-negotiated chapter 11 proceeding before the United States Bankruptcy Court for the District of Delaware. The Debtors comprise two of the leading chronic care and diabetes supply companies in the United States. With the assistance of Young Conaway, the Debtors successfully confirmed their chapter 11 plan of reorganization and emerged from bankruptcy protection on March 31, 2010.

**Aventine Renewable Energy Holdings, Inc.**

Young Conaway served as lead counsel to Aventine Renewable Energy Holdings, Inc. and certain of its affiliates, in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtors are a leading producer and marketer of ethanol, an alcohol derived principally from corn in the United States. With Young Conaway's guidance, the Debtors successfully confirmed their joint plan of reorganization and emerged from bankruptcy protection on March 15, 2010.

**FormTech Industries, LLC**

Young Conaway served as co-counsel for Silver Point Finance, LLC in the chapter 11 cases of FormTech Industries, LLC

**Spheris Inc.**

Young Conaway served as co-counsel to Spheris and certain of its affiliates in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtors provide clinical documentation technology and services to health systems, hospitals, and group medical practices located through the United States. With Young Conaway's assistance, the Debtors successfully sold substantially all of their assets in a 363 sale and confirmed a plan of liquidation in 2010.

**GWLS Holdings, Inc.**

Young Conaway served as co-counsel with Willkie Farr & Gallagher LLP to GWLS Holdings, Inc. and certain of its affiliates in their chapter 11 proceedings. Prior to the petition date, the Debtors were non-asset based logistics providers focused on ground transportation and related services within the trucking and third-party logistics services. The Debtors provided these services through 6,000 independent contractor owner-operators, 20,000 independent third-party carriers, 380 independent commissions-based sales agents, and leased equipment and warehouses. With the assistance of Young Conaway, the Debtors confirmed their plan of liquidation and emerged from bankruptcy in 2009.

**RathGibson, Inc.**

Young Conaway acted as co-counsel, along with Willkie Farr & Gallagher, to RathGibson, Inc. and its affiliates in their chapter 11 proceedings in the United States Bankruptcy Court for the District of Delaware. The Debtors were one of the world's leading manufacturers of highly engineered premium stainless steel and alloy tubular products. With Young Conaway's help, the Debtors successfully confirmed a plan resulting in the sale of substantially all the Debtors' assets.

**Proliance International, Inc.**

Young Conaway served as co-counsel for Silver Point Finance, LLC in the chapter 11 cases of Proliance International, Inc.

**Smurfit-Stone Container Corporation**

Young Conaway acted as co-counsel to Smurfit-Stone Container and certain of its affiliates in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtors were one of the leading integrated manufacturers of paperboard and paper-based packaging in North America and one of the world's largest paper recyclers, selling a broad range of paper-based packaging products to manufacturers of both industrial and consumer products. With the assistance of Young Conaway, the Debtors successfully sold certain real property and timberlands and confirmed a plan of reorganization in 2010.

**KB Toys, Inc. II**

Young Conaway acted as co-counsel, along with Wilmer Cutler Pickering Hale and Dorr LLP, to KB Toys, Inc. and certain of its direct and indirect subsidiaries in their chapter 11 proceedings in the United States Bankruptcy Court for the District of Delaware. The Debtors were, at the time of the chapter 11 proceedings, the nation's leading mall-based specialty toy retailer, with approximately \$480 million in annual sales. With the assistance of Young Conaway and Wilmer, the Debtors successfully sold substantially all of their assets to CE Stores, LLC in a 363 sale.

**GW Limited 51, Inc., f/k/a GWLS Holdings, Inc.**

Young Conaway served as co-counsel with Willkie Farr & Gallagher LLP to GWLS Holdings, Inc. and certain of its affiliates in their chapter 11 proceedings. Prior to the petition date, the Debtors were non-asset based logistics providers focused on ground transportation and related services within the trucking and third-party logistics services. The Debtors provided these services through 6,000 independent contractor owner-operators, 20,000 independent third-party carriers, 380 independent commissions-based sales agents, and leased equipment and warehouses. With the assistance of Young Conaway, the Debtors confirmed their plan of liquidation and emerged from bankruptcy in 2009.

**Pierre Foods, Inc.**

Young Conaway served as co-counsel to the Official Committee of Unsecured Creditors of Pierre Foods, Inc., et al., a leading manufacturer and marketer of high quality convenient food products which are sold to school systems and colleges, the U.S. military, national restaurant chains, convenience stores and other food retailers.

**National Dry Cleaners Inc.**

Young Conaway acted as lead counsel to National Dry Cleaners, Inc. and certain of its affiliates in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. At the time of the bankruptcy, the Debtors owned and operated the largest group of affiliated dry cleaners in the United States. With Young Conaway's help, the Debtors successfully sold substantially all of their assets through several 363 sales.

**DVI, Inc.**

Young Conaway served as counsel for Defendants Merrill Lynch & Co., Inc. & Merrill Lynch Mortgage Capital, Inc. in an adversary proceeding in the chapter 11 cases of DVI, Inc.

**Calpine Corporation**

Young Conaway acted as counsel for Manufactures & Traders Trust Company, successor indenture trustee, in the chapter 11 proceeding of Calpine Corporation in the United States Bankruptcy Court for the Southern District of New York.

**Werner Holding Co. (DE), Inc.**

Young Conaway served as co-counsel to Werner Holding Co. (DE) and certain of its affiliates in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtors comprised the nation's largest manufacturer and marketer of ladders and other climbing products, producing five principal categories of climbing equipment: (i) single and twin stepladders; (ii) extension, fixed, and multipurpose ladders; (iii) attic ladders; (iv) stages, planks, work platforms, and scaffolds; and (v) assorted climbing product accessories. Young Conaway assisted the Debtors with the successful sale of substantially all of their assets and guided the Debtors through confirmation of a liquidating plan in 2007.

**Pharmaceutical Formulations, Inc.**

Young Conaway served as lead counsel to Pharmaceutical Formulations, Inc. in its chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtor was a publicly-traded private label manufacturer and distributor of nonprescription over-the-counter solid dose generic pharmaceutical products in the United States. With Young Conaway's guidance, the Debtor successfully confirmed its plan of reorganization and emerged from bankruptcy protection in 2006.

**American Home Mortgage Holdings Inc.**

Young Conaway served as lead counsel to American Home Mortgage Holdings, Inc. and certain of its affiliates, in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. Prior to the bankruptcy filing, the Debtors had engaged in the origination of residential mortgage loans through their retail business and their indirect business. The Debtors' intention was to sell many of the loans they originated, either by transfer into securitization transactions or through whole loan sales to institutional purchasers. With Young Conaway's guidance, the Debtors successfully confirmed their chapter 11 plan of liquidation and emerged from bankruptcy protection in 2010.

**FLYi, Inc.**

Young Conaway acted as co-counsel, with Jones Day, to FLYi, Inc. and certain of its affiliates in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtors operated a premier low-fare airline providing all-jet service to 38 destinations in 23 states, with approximately 200 scheduled non-stop flights system-wide every weekday. With the assistance of Young Conaway, the Debtors successfully sold substantially all of their assets, confirmed their joint plan of liquidation, and emerged from bankruptcy protection on March 30, 2007.

**Medifacts International, Inc.**

Young Conaway acted as lead counsel to Medifacts International, Inc. in its chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtor was in the business of providing clinical trial services to pharmaceutical, biotech and medical device companies that are developing therapeutic drugs and products. The Debtor was also a global leader in cardiac safety monitoring services, including ambulatory blood pressure monitoring, ECG and Holder. With Young Conaway's assistance, the Debtor successfully confirmed its chapter 11 plan of reorganization and emerged from bankruptcy in 2007.

**Freedom Rings, LLC**

Young Conaway served as lead counsel to Freedom Rings in its chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtor operated a number of Krispy Kreme Doughnut franchises and was the exclusive Krispy Kreme area developer for the geographic region encompassing parts of

Delaware, Pennsylvania, and New Jersey. With the assistance of Young Conaway, the Debtor successfully sold substantially all of its assets and confirmed a liquidating plan in 2006.

**Budget Group, Inc.**

Young Conaway acted as co-counsel to Budget Group, Inc. and its affiliated debtors, which operated one of the world's largest car and truck rental businesses. With the assistance of Young Conaway, the Debtors successfully sold substantially all of their assets in a 363 sale, confirmed a joint plan of liquidation, and emerged from bankruptcy protection on May 3, 2004.

**KB Toys, Inc.**

Young Conaway acted as co-counsel, along with Hale and Dorr LLP, to KB Toys, Inc. and substantially all of its direct and indirect subsidiaries in their chapter 11 proceedings in the United States Bankruptcy Court for the District of Delaware. The Debtors were, at the time of the chapter 11 proceedings, the nation's leading mall-based and online specialty toy retailer, with approximately \$1.5 billion in annual sales. Young Conaway and Hale and Dorr helped the Debtors successfully confirm a chapter 11 plan of reorganization and emerge from bankruptcy in 2005.

**Micro Warehouse, Inc. / Bridgeport Holdings, Inc.**

Young Conaway acted as co-counsel, along with Kramer Levin, to Mirco Warehouse, Inc. and certain of its affiliates in their chapter 11 proceedings in the United States Bankruptcy Court for the District of Delaware. At the time of the bankruptcy, the Debtors were a specialty catalog and online retailer and direct marketer of brand name personal computers, computer software, accessories, peripherals and networking products to commercial and consumer customers. With the assistance of Young Conaway and Kramer Levin, the Debtors successfully sold substantially all of their assets to Gores Services LLC in a 363 sale.

**Magnatrx Corporation**

**Maxxim Medical Group, Inc**

Young Conaway acted as co-counsel, along with Willkie Farr & Gallagher, to Maxxim Medical Group, Inc. and certain of its affiliates in their chapter 11 proceedings in the United States Bankruptcy Court for the District of Delaware. At the time of the bankruptcy, the Debtors were leading developers, manufacturers, distributors, and marketers of a broad range of single-use specialty medical products primarily used in the operating rooms of hospitals and surgery centers. With the assistance of Young Conaway and Willkie, the Debtors successfully sold substantially all of their assets to MaxMed Acquisition, LLC in a 363 sale and confirmed a plan of liquidation.

**Globalstar, L.P.**

Young Conaway served as co-counsel to Globalstar, L.P., along with three of its affiliates, which operate a worldwide low-earth orbit satellite-based digital telecommunications system that provides communications-related services, including voice telephony, data, rescue assistance, disaster relief and environmental and industrial monitoring and control services. Young Conaway has assisted Globalstar



in the negotiation and consummation of a sale of substantially all its assets to Thermo Capital Partners, LLC.

### **Classic Cable Communications**

Young Conaway served as co-counsel to Classic Cable and its affiliates, which provided cable television services to markets in Texas, Oklahoma, Missouri, Nebraska, Louisiana, New Mexico, Arkansas, Ohio, Kansas, and Colorado. As of the chapter 11 filing, Classic Cable's consolidated cable television operations served over 350,000 cable subscribers.

### **US Office Products**

Young Conaway served as co-counsel to US Office Products and certain of its affiliates in their chapter 11 proceeding in the United States Bankruptcy Court for the District of Delaware. The Debtors constituted one of the world's leading suppliers of office products and business services to corporate customers. US Office Products was also the parent company of non-debtor Mail Boxes Etc., the world's largest franchisor of retail business, communications, and postal service centers, which was sold to United Parcel Service outside of bankruptcy. With the assistance of Young Conaway, the Debtors successfully sold substantially all of their assets and confirmed a liquidating plan in 2001.

## **Publications**

March 28, 2013

### **Indianapolis Downs - A Flexible Approach to Consensual Releases**

*Bloomberg BNA Bankruptcy Law Reporter*

## **Events**

November 13, 2013

### **"Get In, Get Paid"**