

KIRKLAND & ELLIS

LAWYER SEARCH

Edward O. Sassower - Partner



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PRACTICE AREAS

Restructuring

ADMISSIONS & QUALIFICATIONS

2000, New York

EDUCATION

Duke University School of Law, J.D.,
1998

Duke University, B.A., 1995

Professional Profile

Edward is one of the most accomplished restructuring attorneys in the country. His practice involves representing debtors, creditors and distressed or special situation investors in bankruptcy cases, out-of-court restructurings and acquisitions. Edward was recently selected as a leading lawyer in Restructuring and Insolvency in the 2011 edition of IFLR1000: The Guide to the World's Leading Financial Law Firms. In April 2008, Edward was selected by Turnarounds & Workouts as an "Outstanding Young Restructuring Lawyer." Edward was also one of the lead restructuring partners for Calpine, which was selected by multiple organizations (Turnarounds & Workouts, M&A Atlas) as restructuring of the year for 2008, Leiner Health Products, which was selected by Turnaround & Workouts as one of the top 10 restructurings of 2008, and Muzak, which was selected by M&A Atlas as Media & Entertainment restructuring of the year for 2009. Some of Edward's other significant company-side representations include Sbarro, MSR Resorts, The Majestic Star Casino, Insight Health Services, Constellation Energy, and NRG Energy, Inc. Edward has also represented *ad hoc* committees in the restructurings of Capmark Financial Group, Lyondell Chemical Company, AbitibiBowater, Mirant, Avecia and numerous other high-profile chapter 11 cases. In addition, Edward has represented many private equity and hedge funds in connection with asset acquisitions from companies in distress.

Representative Matters

Debtor/Company Representations

- One of the lead partners representing **Sbarro Inc.** and 27 of its affiliates in its chapter 11 cases. Sbarro is the world's premier owner, operator, and franchisor of Italian quick service restaurants and the largest mall-focused restaurant concept in the world, with more than 5,000 employees and 1,000 restaurants in 42 countries. The company is intending to use chapter 11 to implement a prenegotiated plan that will reduce its total funded debt by approximately \$195 million from approximately \$368 million to approximately \$173 million as well as secure an approximately \$30 million equity capital infusion.
- One of the lead partners representing **MSR Resort Golf Course LLC** and 29 affiliated entities ("MS Resorts") in all aspects of their chapter 11 reorganization. MS Resorts is a business enterprise that invests in, owns, and operates five iconic luxury resort properties with related real estate properties and amenities, including: the Grand Wailea Resort Hotel & Spa in Maui, Hawaii; the La Quinta Resort & Club and PGA West in La Quinta, California; the Arizona Biltmore Resort & Spa in Phoenix, Arizona; the Doral Golf Resort & Spa in Miami, Florida; and the Claremont Hotel Club & Spa in Berkeley, California. As of the February 1, 2011 commencement of its chapter 11 cases, MS Resorts reported approximately \$2.2 billion in consolidated assets and \$1.9 billion in consolidated liabilities, including a \$1.0 billion securitized mortgage loan and \$525 million in aggregate principal of mezzanine loans.
- Lead restructuring partner for **The Majestic Star Casino** and its affiliates in their chapter 11 cases, which involved approximately \$650 million of debt obligations. A strong player in the casino

industry since 1993, Majestic owns and operates two riverboat casinos in Indiana as well as land-based casinos in Tunica, Mississippi and Black Hawk, Colorado.

- One of the lead partners representing **InSight Health Services Holdings Corp.** and its 16 subsidiaries, a leading provider of diagnostic imaging services, in connection with InSight's prepackaged chapter 11 cases in the U.S. Bankruptcy Court for the Southern District of New York.
- One of the lead partners representing **Archstone**, a leading national apartment REIT, with more than \$10 billion in debt, owned by multiple sponsors, requiring the restructuring of several billion dollars of corporate and real estate-related debt. The representation includes negotiating a debt-to-equity conversion among existing debt and equity holders, the management team, and other stakeholders, while working closely with project-level lenders to ensure the preservation of the company's other debt facilities.
- One of the lead partners representing **Spirit**, a \$4 billion REIT in connection with restructuring activities, including negotiations among equityholders, debtholders and other stakeholders.
- Lead restructuring partner for **Muzak** and its affiliates in their chapter 11 cases, which involved approximately \$500MM of debt obligations, commenced on February 10, 2009 and were confirmed on January 12, 2010. A leading provider of business music since 1934, Muzak designs and installs professional sound systems and creates custom on-hold and in-store voice messages for over 500,000 client locations. Virtually all of Muzak's funded debt obligations matured in the midst of the credit crisis. Unable to refinance its debt obligations, Muzak was forced to file for chapter 11. In less than one year, Muzak negotiated and implemented a global financial restructuring that cut its debt obligations in half while paying Muzak's secured creditors and trade creditors in full in cash. Muzak's plan of reorganization was unanimously approved by all creditors that were entitled to vote on the plan.
- Lead restructuring partner for **SVP Worldwide**, the world's largest sewing machine company and the maker of the Singer sewing machine, in an amendment of its \$280 million U.S. credit facility and the refinancing of a SEK 108,000,000 (approx. \$13,781,124 USD) Swedish term facility and SEK 90,000,000 (approx. \$11,484,270 USD) Swedish factoring facility. SVP Worldwide is a portfolio company of Kohlberg & Co.
- Lead restructuring partner for **Constellation Energy** in connection with its proposed \$4.8 billion merger with MidAmerican Energy Holdings Company, which was terminated by agreement, and subsequent \$4.5 billion sale of 49.99% of its nuclear generation business to Électricité de France SA.
- Lead restructuring partner for **Leiner Health Products** and its affiliates in their chapter 11 cases, which involved approximately \$500 million of debt obligations, commenced on March 10, 2008 and were confirmed on October 15, 2009. A leading manufacturer of store brand vitamins, minerals and nutritional supplements (VMS), Leiner filed for chapter 11 in the midst of a federal criminal investigation and the very real prospect of administrative insolvency. Within seven months, Leiner reached a plea agreement with the DOJ that resolved all criminal liabilities and facilitated the highly successful sale of substantially all of its assets. The purchase price of \$371 million of cash plus the assumption of certain liabilities paid the banks in full and doubled their expected recovery and provided a distribution to general unsecured creditors. As a result, Leiner's chapter 11 cases were selected by *Turnarounds & Workouts* as one of the top 10 restructurings of 2008.

- One of the lead restructuring partners for **Calpine Corporation** and its affiliates in their chapter 11 cases, which involved more than 400 entities and \$17 billion of funded debt, commenced on December 20, 2005 and were confirmed two years later. At the time of filing, this was the sixth largest chapter 11 case in history. Calpine operated the largest fleet of natural gas-fired power plants in North America and was the world's largest producer of renewable geothermal energy, with 25,000 MW of capacity or enough capacity to meet the electricity needs of almost 27 million households or produce approximately 3.5% of the electricity consumed in the United States. Specifically, Calpine had 92 plants in 21 states in the United States and three provinces in Canada and had interests in five plants under construction, including a plant in Mexico. During the cases, Calpine sold its interests in more than 10 plants, several sets of turbines and various other assets, reducing its outstanding debt by over \$1 billion and generating approximately \$1 billion in net sale proceeds. At the outset of the cases, Calpine obtained approval for a \$2.0 billion DIP facility, which was at that time the largest in history and then subsequently obtained approval for a \$5.0 billion replacement DIP facility, which again was the largest ever at the time. A large portion of the proceeds of the replacement DIP repaid (over strenuous creditor objections) higher interest-rate secured debt, which reduced Calpine's annual debt service obligations by over \$100 million. Finally, the replacement DIP facility included a "rollover" feature that allowed Calpine to convert the DIP facility into exit financing and emerge from chapter 11 in the midst of a tumultuous credit market that left many other large chapter 11 debtors stranded in bankruptcy. As a result, Calpine's chapter 11 cases were selected by multiple organizations (*Turnarounds & Workouts, M&A Atlas*) as restructuring of the year for 2008.
- One of the lead restructuring attorneys for **NRG Energy, Inc.** and its affiliates in their chapter 11 cases, which involved more than \$11 billion in debt, commenced on May 13, 2003 and were confirmed approximately six months later. NRG was the second largest bankruptcy filing in 2003. At the time of filing, NRG owned interests in 180 power generation projects in 29 states in the United States as well as in England, Germany, Australia, Taiwan, India, Bolivia, Brazil and Peru with 36,000 MW of capacity.
- One of the lead restructuring attorneys for **Westchester Medical Center**, an academic medical center serving 3.5 million people in the seven county Hudson Valley region, southern Connecticut and northern New Jersey, in its financial restructuring efforts, including strategic advice to the board of directors regarding its negotiations with Westchester County and the State of New York.
- Prior to joining Kirkland, Edward also represented the following debtors/companies: **AG Industries, Inc., AMF Bowling Inc., Atlantic Express Transportation Corp., Epic Resorts, Inc., Page America Group, Inc.** and **Trism Trucking, Inc.**

Creditor/Committee Representations

- Ad Hoc Committee of Prepetition Secured Lenders of **Capmark Financial Group Inc.**
- Ad Hoc Committee of CAM Holders of **Lyondell Chemical Company**
- Ad Hoc Committee of Senior Noteholders of **AbitibiBowater**
- Representation of **Davidson Kempner** and **Halcyon** in connection with numerous transactions, including the chapter 11 cases of ASARCO LLC.
- **Warner Bros. Television** as co-chair of the Official Committee of Unsecured Creditors of **Tribune Company**

Kirkland & Ellis LLP > Sassower, Edward O.

- **Blackstone Holdings** as the chair of the official committee of unsecured creditors of **Heartland Automotive**
- Ad Hoc Committee of Bondholders of **Mirant Americas Generation, LLC**
- Ad Hoc Committee of Bondholders of **Avecia Group plc**
- Ad Hoc Committee of Non-Agent Secured Lenders of **Adelphia Communications Corporation.**
- **Bain Capital** in the chapter 11 cases of **WorldCom, Inc.**
- Prior to joining Kirkland, Edward also represented the official unsecured creditors' committees of the following chapter 11 debtors: **Northwestern Steel and Wire Co., Nutritional Sourcing Corporation, Republic Technologies International LLC, The Resort at Summerlin, Inc.** and **U.S. Gypsum Corporation**

Distressed/Special Situation Investor Representations

- Representation of **Apollo Investment Corporation, BlackRock Kelso Capital Corporation, MidOcean Partners,** and **Wasserstein Partners** in connection with the prepackaged chapter 11 cases of Penton Business Media Holdings, Inc.
- **Thomas H. Lee Partners** in the chapter 11 cases of **Simmons Bedding Company** and its affiliates
- **Perry Capital** in the acquisition of the assets of **Republic Engineered Products**
- **Kinderhook Capital** in the acquisition of the assets of the home health services business of **HealthEssentials**
- **Sun Capital** in the acquisition of the assets of **Horsehead Industries**
- **Sun Capital** in the acquisition of the assets of **Owens Corning Metal Systems**
- **Arsenal Capital** in the acquisition of the assets of **Fleming Packaging Corporation**

Pro Bono

- Edward represented the tenants of 737 Riverside Drive in the bankruptcy case of their landlord for which The Legal Aid Society bestowed on him the Outstanding Pro Bono Service Award in 2002

Courts

United States Bankruptcy Court for the Southern District of New York

United States Bankruptcy Court for the Eastern District of New York