

# KANE RUSSELL COLEMAN LOGAN

One Mission. Your Mission.



## Michael A. Attaway

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### **Michael Attaway counsels clients in various corporate transactions, commercial financing transactions, and other business-related matters.**

He represents private equity firms and strategic buyers and sellers in connection with both acquisitions and divestitures. Chair of the Business Transaction Practice Group, Michael also assists startups and mature businesses with their capital raise efforts, governance, and other corporate issues.

Michael works with financial institutions, credit funds, and borrowers to structure, draft, and negotiate loan documentation for syndicated and bi-lateral asset-based and cash-flow financings, real estate financings, and other secured and unsecured credit facilities. In addition, he advises financial institutions and distressed asset funds in the resolution of distressed loans and real and personal property foreclosures.

With a broad and diverse corporate practice that includes handling several aspects of both transactions and financings, Michael contributes a wide-angle perspective to his clients' concerns and is readily available to help them in many different capacities. He takes a keen interest in the various businesses he advises across many industries. His educational background in accounting gives him an in-depth understanding of the numbers and how they fit into his clients' commercial strategies.

Michael particularly enjoys shepherding clients through mergers and acquisitions because these deals sit at the intersection of many different disciplines and always require a great deal of critical thinking. Each transaction large or small brings its own set of unique obstacles that need to be overcome. Michael finds it gratifying to help resolve these problems for his clients and support them in setting their companies and organizations on the path to greater success.

### **Away from the Office**

Michael is a co-founder of the Mississippi Sports Law Society, which has become one of the largest student organizations at the University of Mississippi School of Law. He is active with Big Brothers Big Sisters and in his free time enjoys watching sports, being active outside, and spending time with friends.

## Bar Admissions

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- State Bar of Texas (2012)
- State Bar of Mississippi (inactive) (2014)

## Education

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University of Mississippi School of Law, J.D., *summa cum laude*, 2012

- Associate Articles Editor, Mississippi Law Journal
- Recipient of James Oliver Eastland Scholarship in Law
- Recipient of Outstanding Student Award for Contracts II, Civil Procedure II, Corporate Finance Law and Conflict of Laws
- Co-Founder and Treasurer of the Mississippi Sports Law Society
- 3L Senator for the Law School Student Body
- Phi Delta Phi Honor Society

Mississippi State University, B.A., *summa cum laude*, 2009

## Practice Focus

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- Business & Corporate
- Financial Services
- Mergers and Acquisitions
- Corporate Finance

## Experience

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### Mergers & Acquisitions

- Represented equity owners in connection with the sale of a group of US, UK, and Canadian specialty manufacturing companies valued at \$439,000,000.
- Represented Canadian manufacturing company in connection with \$84,000,000 cross-border acquisition of U.S. manufacturing operations and related financing.
- Represented co-sponsor in connection with approximately \$200,000,000 joint venture focused on the acquisition, development and operation of fulfillment centers in the US and Mexico.
- Represented stockholders in connection with the sale of a specialty engineering company valued at \$90,000,000 (including deferred purchase price).
- Represented Canadian food products company in connection with \$22,500,000 cross-border acquisition of U.S. growing and production operations and related \$100,000,000 CAD financing.
- Represented equity owners in connection with the sale of a group of US and Mexican transportation and logistics companies valued at \$75,000,000.
- Represented equity owners in connection with the sale of a natural stone and tile distribution company valued at approximately \$55,000,000 (including deferred purchase price).
- Represented customs brokerage firm in connection with \$75,000,000 disposition of U.S. and Mexican companies.
- Represented plywood door distributor in connection with \$30,000,000 disposition of assets.

- Represented portfolio companies of private equity firms in connection with the disposition of approximately \$100,000,000 of oil and gas assets and the acquisition of an oilfield services and manufacturing company.
- Represented numerous independent sponsors and strategic acquirers in connection with acquisitions across all industries.

## Finance

- Represented administrative agent in connection with \$150,000,000 syndicated credit facility to private equity sponsored developer of natural gas and fiber optic distribution systems.
- Represented company in connection with its borrowing of \$100,000,000 ABL facility used for working capital.
- Represented administrative agent in connection with \$100,000,000 syndicated credit facility to private equity sponsored developer of natural gas distribution systems.
- Represented administrative agent in connection with \$95,000,000 credit facility used by private equity sponsored company to acquire cell tower, billboard and solar leases and easements and other income-producing assets.
- Represented company in connection with its borrowing of \$100,000,000 ABL facility used for working capital and to finance ESOP repurchase obligations.
- Represented private equity sponsored oil and gas production company in connection with its borrowing of \$500,000,000 RBL facility.
- Represented administrative agent in connection with its notes receivable portfolio totaling more than \$1 billion.
- Represented financial institution in connection with a \$50,000,000 revolving credit facility to fund projects and investments of a family office.
- Represented financial institution in connection with a \$50,000,000 ABL facility used for working capital.
- Represented financial institution in connection with \$43,000,000 senior debt financing for the acquisition and development of multi-family housing and negotiation of inter-creditor agreement with mezzanine lender.
- Represented company in connection with \$35,000,000 ABL facility used for working capital.
- Represented credit fund in connection with various special situations loans primarily secured by real estate.
- Represented financial institutions in connection with the workout of distressed real estate and asset-based lending loans, including syndicated credit facilities involving borrowers in various industries.
- Represented numerous financial institutions in connection with acquisition, cash flow, and other leveraged lending facilities.

## Real Estate

- Represented foreign investment company in connection with separate transactions involving the \$110,000,000 and \$65,000,000 acquisitions of national franchise hotels in California and the \$65,000,000 disposition of a national franchise hotel in California.
- Represented clients in connection with various real estate finance, acquisition, and disposition transactions.

## Publications

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- The Law of Banking, "Considerations for Banks in Preparing for the End of LIBOR," September 2018
  - Co-Author of "Syndicated Construction Loans, Defaulting Lenders and Equitable Remedies", 48 Tex. Tech L. Rev 853 (2016)
  - Pitfalls for Lawyers of Proposed Change to International Code of Ethics for Accountants, by Michael Attaway and Jennifer Schultz, The Professional Lawyer, Volume 21, Number 4 (2013)
  - Lending to a Series LLC, by Gordon Russell and Michael Attaway, Dallas Bar Association Headnotes, Volume 38, Number 9, September 2013

## Honors

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- Texas Rising Stars, Thomson Reuters (2018 - 2022)
- Outstanding Professional Article, Texas Tech Law Review, Volume 48 (2016)
- D Magazine Best Lawyers under 40, Corporate Law (2021-2022)

## **Associations**

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- Dallas Association of Young Lawyers

## **Presentations**

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- “The End of LIBOR: What It Means for Lenders,” 42nd Annual Texas Association of Bank Counsel Convention (20 September 2018)

## **Community**

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- Big Brothers Big Sisters

## **Insights**

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- Dallas Corporate Team Handles Successful Acquisition for Alterri Distribution Center, LLC
- KRCL named Top 20 on the M&A Law Firm Leaderboard for 2021
- KRCL represents Featherweight Capital Partners in acquisition of Broadcat LLC
- Considerations For Banks In Preparing For The End Of LIBOR
- LITIGATION ALERT: Proposed Change to International Code of Ethics for Accountants Would Negatively Impact Privilege and Confidentiality