



Nayuan Zouairabani-Trinidad

Counsel

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Nayuan Zouairabani-Trinidad focuses his practice on bankruptcy, reorganization, and commercial litigation. He has worked with financial institutions, secured and unsecured creditors, lenders, businesses, and other stakeholders to protect their interests and develop practical solutions in complex insolvency, restructuring, and recovery matters.

Nayuan has extensive experience representing creditors in Chapter 7, Chapter 11, Chapter 12, and Chapter 13 bankruptcy proceedings, as well as in collection and foreclosure litigation. He regularly advises clients on matters involving cash collateral, relief from the automatic stay, adequate protection, objections to claims, plans of reorganization, conversion and dismissal of bankruptcy cases, and bankruptcy sales of assets free and clear of liens.

Nayuan has experience negotiating and implementing debt workouts, forbearance agreements, and repayment arrangements for major debtors in Puerto Rico. He has represented secured creditors, lenders, landlords, and purchasers in complex bankruptcy matters involving debtor-in-possession financing, Section 363 asset sales, commercial real estate transactions, and business acquisitions. His work also includes representing creditors and lenders in significant healthcare and real estate restructurings.

Nayuan was also a pioneer on matters involving the *Puerto Rico Oversight, Management, and Economic Stability Act* (PROMESA) - the federal law enacted in 2016 to address Puerto Rico's public debt crisis. He has represented numerous creditors, lenders, vendors, suppliers, and other stakeholders in Title III proceedings involving the Commonwealth of Puerto Rico, the Puerto Rico Highways and Transportation Authority (HTA), the Puerto Rico Electric Power Authority (PREPA), and the Puerto Rico Public Buildings Authority (PBA). His PROMESA experience includes representing parties in proceedings that resulted in the restructuring of more than \$34 billion in public debt through confirmed plans of adjustment. He has also advised clients on claims litigation, relief from stay and adequate protection issues, administrative expense matters, disputes involving the assumption or rejection of executory contracts (such as power purchase and operating agreements), and confirmation-related matters, including related mediation efforts. He also defended dozens of vendors and suppliers in adversary proceedings over preferences, fraudulent conveyances, and other avoidance actions.

Further, Nayuan has extensive experience on issues involving the Financial Oversight and Management Board for Puerto Rico (FOMB), including advising clients on matters regarding Certified Fiscal Plans and Budgets, the FOMB's Contract Review Policy, and, in the event any of these were violated, the FOMB's proceedings to seek to leave said actions without effect.

In addition to his bankruptcy, PROMESA, and creditors' rights practice, Nayuan has represented clients in a wide range of commercial litigation matters in both federal and state courts. His experience includes contract disputes, tort claims,

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product liability matters, municipal contracting disputes, RICO-related litigation, matters involving the Agricultural Credit Act and Farm Credit System, and other complex business controversies.

Drawing on his experience in bankruptcy, financial restructuring, creditors' rights, and commercial litigation, Nayuan helps clients evaluate risk, protect valuable assets, resolve disputes efficiently, and achieve their business objectives.

Recognitions

- *The Best Lawyers in Puerto Rico*® – Debt & Equity (2021-2026); Insolvency and Reorganization Law (2021-2026)
- *Chambers Latin America* – Latin America's Leading Lawyers for Business – Dispute Resolution: Bankruptcy (2021-2026)

Memberships

- Federal Bar Association, P.R. Chapter

Practices

- Bankruptcy & Financial Restructuring
- Litigation

Area of Focus

- Creditor Committees
- Healthcare: Bankruptcy & Financial Restructuring

Relevant Experience

Results may vary depending on your particular facts and legal circumstances. Prior results do not guarantee a similar outcome.

- Representation of the Servicer for the GDB Debt Recovery Authority in the Title III proceedings of the Commonwealth of Puerto Rico, the Puerto Rico Highways and Transportation Authority, and the Puerto Rico Public Buildings Authority which resulted in the successful restructuring of more than \$34 billion dollars as part of their respective confirmed plans of adjustment.
- Representation of concessionaire in the Title III proceedings of the Puerto Rico Highways and Transportation Authority in the successful withdrawal of a rescission Complaint filed against it by a creditor which violated the automatic stay. *In re Fin. Oversight Mgmt. Brd.*, Dkt. No. 13447 of Case No. 17-03283 (LTS) (June 16, 2020).
- Representation of various creditor constituencies in the Title III proceedings of the Commonwealth of Puerto Rico, the Puerto Rico Highways and Transportation Authority, and the Puerto Rico Public Buildings Authority on various matters including, but not limited to, defense against objection to claims, litigation for relief from the automatic stay, adequate assurance protection issues, representation in certain adversary proceedings, active participation in mediation efforts, among other issues.

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- Representation of several parties to Power Purchase and Operating Agreements in the Title III proceeding of the Puerto Rico Electric Power Authority.
- Representation of the Fuel Line Lenders in the Title III proceedings of the Puerto Rico Electric Power Authority on various litigation efforts and confirmation-related matters.
- Representation of multiple vendors and suppliers of the Commonwealth of Puerto Rico in defense of Adversary Complaints filed by the Avoidance Actions Trustee, including preferences, fraudulent conveyances, and other avoidance actions, and obtained the dismissal and/or resolution in several of these cases.
- Representation of the administrative and collateral agent for certain pre-petition lenders, and for the DIP lender in the bankruptcy proceedings for the third-largest hospital group in Puerto Rico – Grupo HIMA San Pablo – including the successful approval of several debtor-in-possession credit facilities, involvement in litigation and mediation on several disputes, obtaining the approval of the sale of debtors’ hospital facilities, and other matters.
- Representation of a secured creditor in obtaining the denial of a debtor’s request for cash collateral in the case of *In re Miguel A. Rivera Rosario*, Case No. 23-02291 (MAG), where the Bankruptcy Court rejected the “replacement lien” theory as a method of adequate protection for the use of rental payments, which was an issue of first impression in the First Circuit.
- Member of the team in the successful representation of the Administrator of the Administration of Tribunals of the Commonwealth of Puerto Rico (OAT) as Appellee before the United States Court of Appeals for the First Circuit in the case of *Hernandez-Castrodad v. Steidel-Figueroa*, Case No. 23-1872, where the First Circuit agreed with our position and dismissed Appellant’s takings actions due, in part, for violation of the automatic stay under Title III of PROMESA.
- Representation of the largest landlord in the Hospital San Jorge bankruptcy case, which proceeding resulted in the successful sale of the hospital facilities to a new purchaser under Section 363 of the Bankruptcy Code.
- Representation of secured and unsecured creditors in a myriad of Chapter 7, Chapter 11, Chapter 12 and Chapter 13 cases, including, but not limited to, cash collateral controversies, requests for relief from stay, requests for approval of administrative expenses, disputes on approval of critical vendors, issues on dismissal and/or conversion of bankruptcy cases, objections to claims, disputes on approval of plans of reorganization, defense of creditors in controversies of violation of automatic stay, approval of bankruptcy sale of assets free and clear of liens, claims and encumbrances, and subsequent cancellation of such liens, among other things.
- Successful representation of purchaser of the IHOP restaurants in the case of *In re Cousins International Food Corp.*, Case No. 12-08567 (MCF).
- Representation of secured creditor in cash collateral dispute, relief from stay and eventual conversion to Chapter 7 in the bankruptcy case of *In re Builders Group & Development Corp.*, Case No. 13-04867 (ESL)
- Successful denial of confirmation of a reorganization plan, and securing a precedent-setting decision in the District of Puerto Rico regarding applicability of the absolute priority rule in individual Chapter 11 bankruptcies in the case of *In re Lee Min Ho Chen*, Case No. 11-08170 (BKT)
- Representation of secured creditor in relief from stay litigation on key issue on applicability of the Single Asset Real Estate provisions under the Bankruptcy Code in the case of *In re Efron Dorado*, Case No. 16-00283 (MCF)

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- Successful conversion to Chapter 7 liquidation in the bankruptcy case of *In re Guzman & Gonzalez Management, Inc.*, Case No. 12-01779 (EAG)
- Member of team involved in the representation of the secured creditor in the sale of the Ciudadela commercial/residential project in the bankruptcy case of *In re Miramar Real Estate Management, Inc.*, Case No. 11-01786 (BKT)
- Member of team involved in the representation of the secured creditor in the pending sale of certain real estate assets in the bankruptcy cases of *In re Iglesia Mision Cristiana Fuente de Agua Viva, Inc.*, Case No. 12-07856 (MCF) and *In re Concilio Mision Cristiana Fuente de Agua Viva, Inc.*, Case No. 12-07857 (MCF)
- Successful representation of a secured creditor in dismissing a malicious prosecution claim in the case of *Miguel A. Rivera v. LSREF2 Island Holdings, LTD. Inc. et al*, Civil No. 20-1639 (FAB), as subsequently affirmed by the United States Court of Appeals for the First Circuit in *Rivera-Rosario v. LSREF2 Island Holdings, Ltd. Inc.*, No. 21-1533, 79 F. 4th 1 (1st Cir. 2023) (where the First Circuit clarified that state law claim preclusion applies as opposed to federal claim preclusion).
- Successful representation of a manufacturer before the United States District Court in the summary dismissal of certain product liability claims in the case of *Bernardino Santos et al. Viera Torres et al.*, Civil No. 11-01602 (MEL), as subsequently affirmed by the United States Court of Appeals for the First Circuit in *Santos-Rodríguez v. Seastar Sols.*, No. 15-2171, 858 F.3d 695 (1st Cir. 2017)
- Member of team involved in the representation of a health insurance company before the United States District Court in the successful issuance of an Injunction against the Puerto Rico Office of the Patients' Advocate to preclude the imposition of a multibillion dollar fine in the case of *MCS v. Mellado-Lopez*, Civil No. 14-01223 (PG).

Bar Admissions

- Commonwealth of Puerto Rico, 2008

Court Admissions

- United States District Court, District of Puerto Rico
- Bankruptcy Court, District of Puerto Rico
- United States Court of Appeals, First Circuit
- Bankruptcy Appellate Panel, First Circuit Court of Appeals

Clerkships & Certifications

- Civil Law Notary, (Voluntarily Inactive)
- Judicial law clerk to Honorable Mildred Cabán Flores, U.S. Bankruptcy Court for the District of Puerto Rico (2010-2012)

Languages

- English

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- Spanish