



LARRY B. PASCAL

Partner

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PRACTICES: Corporate, Finance, International Arbitration, Mexico Energy Reform, International, Brazil, Cuba, Latin America and the Caribbean, Mexico, Spain, Energy, Power and Natural Resources, Oil and Gas, Project Finance and Development, Real Estate, U.S. Inbound Investment, Food, Beverage and Restaurant, Renewable Energy, Traditional Power; **INDUSTRIES:** Aviation, Agriculture Technology; **TRENDING ISSUES:** USMCA

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EDUCATION AND CLERKSHIPS

- J.D., University of Texas School of Law, 1991
- B.A., University of Kansas, 1988, Phi Beta Kappa; Rhodes Scholar Candidate
- Law Clerk to the Honorable Paul Brown, Federal Judge for the Eastern District of Texas, Sherman, Texas
- Law Clerk to the Honorable Tom Phillips, Texas Supreme Court, 1990

ADMISSIONS

- Texas

LANGUAGES

- Spanish

Larry Pascal serves as the chair of the Americas Practice Group and co-chair of the International Practice Group for the firm, and has more than 25 years of experience in advising companies on their cross-border Latin American and Spanish projects, advising clients on transactions, work-outs, and disputes throughout Latin American and the Caribbean (as well as other parts of the world), and has traveled extensively throughout the region. He historically has been very active in a variety of markets, including but not limited to Mexico, Brazil, Argentina, Chile, Colombia and Costa Rica. He has also worked extensively on numerous multiple jurisdiction projects, particularly in the Americas and Europe. Recently, he has been active advising large and mid-size companies in developing their construction and infrastructure projects in Mexico. Larry's clients include American Airlines, Bank of America, N.A., CMC, Ecopetrol, S.A., FMC Corporation, GMAC, IATA, Hillwood, Hyatt International, Lehman Brothers, OHL, S.A., Sabre Inc., Shell Oil Company, US Airways, Inc. and YPF, S.A.

Larry has been very active with the World Services Group, one of the largest international law firm networks in the world with over 145 members in over 130 countries throughout the world. He served in 2015-2016 as the Chair of the organization and has been selected as Member of the Year on two occasions (2012 and 2018).

Larry is recognized in *The Best Lawyers in America*, Woodward/White, Inc., for International Trade and Finance Law, 2005-2021. He is AV Peer Review Rated Preeminent by *Martindale-Hubbell Law Directory*. Additionally, he was recognized in the 2016 edition of *Latin Lawyer 250*, Law Business Research Ltd. and was included in the Regulatory and Finance chapters of *The International Who's Who of Aviation Lawyers*, Law Business Research Ltd., 2014 and 2017. Larry was recognized in *Chambers Latin America* 2016-2020, Chambers and Partners, for Corporate M&A (Latin America-wide), *Chambers USA* 2017, Chambers and Partners, for Latin American Investment (Texas), and *Chambers Global* 2017-2019, Chambers and Partners, for Corporate/M&A (Latin America-wide). *Chambers Global* 2014 singled out Larry for his "key role on many of the firm's regional deals." He was also recognized in 2015-2020 by *Latinvex* as one of the top 100 Latin American lawyers. Larry was also selected for the *2018 Leaders in Legal Business*, Association of International Law Firm Networks. Additionally, he was recognized as a Stand-out Lawyer, Acritas Stars, Acritas, 2018-2020.

Larry has extensive experience in the real estate, energy and infrastructure, financial services, and aviation sectors. He also publishes and speaks extensively on cross-border

- Portuguese

developments, serving for many years as the author of the South American energy chapter for the Matthew Bender treatise entitled *Energy Law and Transactions*. He has also served as an adjunct law professor at SMU School of Law, and been invited to speak at a variety of law schools and MBA programs in the United States, including Duke, the University of Texas at Dallas, Louisiana State University, and the University of Kansas on a variety of topics pertaining to Latin American business.

Larry is also a leader in the international bar community. He served as the chair of the International Section of the State Bar of Texas, and led a successful campaign for the adoption of the ABA Model Rule on Foreign Legal Consultants in Texas. He later received his appointment as the chair of the Task Force on International Law Practice appointed by the Texas Supreme Court, and guided this prestigious body on a unanimous set of proposed reforms for modernizing international law practice in Texas, which the Texas Supreme Court subsequently adopted.

In May 2015, he delivered the commencement address to the University of Kansas, Department of Political Science (his alma mater).

He is fluent in English and Spanish, and also speaks Portuguese.

Selected Client Representations

Energy

- Advised YPF in its joint venture with Chevron to develop the Vaca Muerta area in Argentina.
- Advised a Latin American national oil company in its joint venture, financing, and restructuring of an ethanol project in the United States.
- Represented Royal Dutch Shell in the sale of its downstream businesses in Honduras, Guatemala, Nicaragua, El Salvador, Panama and Costa Rica, as well as the sale of two joint venture interests.
- Represented Ecopetrol S.A., a Colombian national oil company, in the acquisition of Propilco, SA, one of the largest plastics companies in Colombia.
- Represented Ecopetrol S.A. in its Joint Operating Agreement (JOA) with Exxon Mobil and Petrobras.
- Represented FMC Corporation, a multinational company, in connection with the development of a gas pipeline in Argentina.
- Represented Summit Electric Supply Co., an electrical distributor, in connection with its establishment in the Colombian free trade zone and obtainment of Ex-Im Bank financing in connection with the REFCAR refinery located in Cartagena, Colombia.
- Represented a U.S. company in connection with a public bid issued by Costa Rica's state owned refining company, RECOPE, for the construction of an airport fuel facility at an international airport located in Costa Rica and the related joint bidding agreement entered into with its Costa Rican partner.
- Represented a Latin American national oil company in obtaining a U.S. judgment in connection with the default on a loan extended to an ethanol developer based in the

U.S.

- Advised a U.S. investor in purchasing a majority interest in the Honduran power distribution company Roatan Electric Company, the local distribution company for the Island of Roatan, Bay Islands, Honduras, including due diligence review, submission of bid to the Honduran power company ENEE, and negotiation of transaction documents.
- Represented Irradia, SRL (Peru) in a cross-border project in connection with the financing of Peruvian LNG Facility

Construction, Infrastructure & Manufacturing

- Advised a US construction firm in a public bid process and related joint venture for the construction of energy infrastructure at the Mexico City International Airport.
- Advised a US construction firm in the establishment in Mexico of its operation in connection with the construction of a unit train liquid fuels terminal in a free trade zone.
- Advised a major multinational manufacturing company in the construction and development of its large manufacturing facility in Mexico.
- Advised a major multinational manufacturing company in the construction, engineering, and procurement of a transmission line and substation for its large manufacturing facility in Mexico.
- Advised a large transportation company in its public bid submission and contract negotiation with national postal systems in the Caribbean and Europe.
- Represented a Costa Rican distributor in a lawsuit brought by Mars, Inc. that sought damages and a foreign anti-suit injunction and involved jurisdictional issues as to whether an American manufacturer can sue a foreign distributor in a U.S. court. Successfully persuaded the Fifth Circuit to affirm the dismissal of the lawsuit.
- Represented Manufacturas Especializadas, SA in its purchase of Texas manufacturing assets from Snoko Special Products Co., Inc.
- Represented Commercial Metals Company in the purchase of a steel fabrication facility located in Juarez, Mexico from Canam.
- Represented Carrollton Marble and Granite, Inc. in the sale of stock to Levantina y Asociados de Minerales, S.A. (Spain).

Aviation & Technology

- Advised major multinational companies in their personal data protection issues (including related GDPR matters) in Latin America, including but not limited to Mexico, Argentina, and Brazil.
- Advised American Airlines in the start-up and operation of its flight service to Cuba.
- Represented one of the largest multinational transportation companies in the world in leading in the post-merger international integration involving over 100 countries.
- Represented American Airlines in its acquisition of Trans World Airways (TWA) assets out of Chapter 11 proceedings. Represented Aerolineas Argentinas, SA in the sale of its majority controlled catering business to Gate Gourmet.
- Represented American Airlines in the formation of a representative office in Moscow

and the related regulatory work in connection with the commencement of air service from Chicago to Moscow.

- Represented American Airlines in the acquisition of Trans World Airways assets out of Chapter 11 proceedings. The Aircrafts were located in the U.S. and 13 foreign jurisdictions, including Mexico and parts of Latin America, Caribbean, Europe, and the Middle East.
- Represented American Airlines in its acquisition of a minority interest in Aerolineas Argentinas, SA including extensive due diligence and shareholder agreement.
- Represented AMR in the international restructuring of its information technology business, Sabre Inc., located in over 40 jurisdictions in Mexico and other parts of Latin America, the Caribbean, Europe, and Asia.
- Represented IPNetFusion, Inc. in a merger with Nethawk OYJ.
- Represented Sabre Inc. in its information technology outsourcing on behalf of Aerolineas Argentinas, S.A.
- Represented VALID, S.A. in its acquisition of a smart card business in the United States.

Projects

- Represented U.S. architectural firm in connection with the termination by the Costa Rican government on a public bid for a public-private partnership for the Pococi Correctional Facility in Costa Rica and related litigation.
- Represented OHL, SA in the development of two toll road projects located in Texas.
- Represented a Spanish contractor in its work on two toll road projects in North Texas.

Real Estate

- Advised Hyatt International in acquiring strategic minority interest in Oasis Luxury Rentals Inc. in various Spanish-speaking jurisdictions.
- Represented Hillwood Investments in connection with the purchase of a concession for a luxury condominium project located at Peninsula Papagayo in Guanacaste, Costa Rica.
- Represented Watchtower CR, LLC in a stock purchase agreement involving Costa Rican real estate.
- Represented MSJ Partners in connection with the negotiation of a concession and joint venture agreement with Ecodesarollo Papagayo, S.A., for a luxury condominium project to be located at Peninsula Papagayo in Guanacaste, Costa Rica.
- Represented multiple U.S. financial institutions in the sale of real estate loan portfolios in Mexico.

Professional and Community Activities

- Member of the Board of Directors of the World Affairs Council of Dallas/Fort Worth
- World Services Group, Chairman Emeritus (2016-2017); Board of Directors

(2013-2016)

- Latin America Advisor's *Energy Advisor*, Board of Advisors
- Association of Former Law Clerks of the Eastern District of Texas
- International Bar Association, Latin America Section
- American Bar Association, International Law Section
- State Bar of Texas, Chair of International Law Section (2003-2004)
- Institute for International and Comparative Law (Advisory Board)
- Co-Chair, 2005 Symposium for Center for American and International Law
- SMU Law and Business Review of the Americas, Board of Senior Professional Editors