

Doris Rodriguez



**Partner**

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**INDUSTRIES**

Venture Capital and  
Emerging Companies  
Banking/Finance  
Energy Transactions  
Manufacturing/Sales

**PRACTICE AREAS**

International  
Bankruptcy/Restructuring  
Energy  
Banking/Finance  
Project Finance  
Technology and  
Emerging Companies

**EDUCATION**

JD, 1980, University of  
Houston Law Center,  
*cum laude*, Editor,  
*Houston Law Review*,  
1979-1980, Order of the  
Barons, Phi Delta Phi  
BA, 1971, University of  
Houston, *summa cum  
laude*

**ADMITTED**

Texas 1980  
U.S. District Court,  
Southern District of  
Texas 1980

**LANGUAGES**

Fluent in the Spanish  
language  
(Native-speaker) and is  
also bicultural

Doris has a transactional practice concentrated on a broad range of domestic and international corporate and finance transactions, particularly involving Latin American companies and projects, including acquisitions, dispositions, project finance and other structured finance and traditional financing transactions. Doris has also served as special counsel and as Special Master in litigation and arbitrations involving transnational disputes between U.S. parties and Latin American parties and issues relating to the interplay and relationships between the laws and judgments of the relevant Latin American countries and courts and that of the applicable United States federal and state laws and judgments. She also has significant experience in reorganizations, both in-and out-of-court.

Doris has represented Latin American and domestic companies in a variety of transactions, including acquisitions, dispositions, joint venture and similar arrangements, secured and unsecured lending, project finance structures and other structured finance mechanisms, as well as all types of contracts, such as gas supply agreements, mining agreements, and distribution agreements. For example, she represents a major international oil services company with respect to all of its financings, including corporate credit transactions and structured finance transactions. Doris also represented a major United States power producer in the sale of its interest in a power plant located in Mexico to a Spanish electric utility. She has advised clients concerning electric power plant projects in Ecuador and in Argentina. In addition, Doris has counseled a major United States construction company with international operations in respect of secured lending, contracting and related issues in Mexico and a major United States mining company regarding a coal mining project in Venezuela. Moreover, Doris has also represented an international insurance company in the acquisition of another international insurers casualty business in several Latin American countries.

She was directly involved on the international legal counsel teams in the privatizations of YPF, S.A., the former state-owned Argentine oil and gas company, and PETROPERU, the former state-owned Peruvian oil and gas company.

In addition to her work in the United States, Doris has worked in the following Latin American countries: Argentina, Chile, Colombia, Ecuador, Guatemala, Honduras, Mexico, Nicaragua, Panama, Peru, and Venezuela. She has gained valuable knowledge of the legal systems in various Latin American countries

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and established very good working relationships with leading foreign counsel in Latin America. Her practice, in the United States as well as in Latin America and elsewhere, is multi-faceted and includes negotiations, document preparation and review, working with, and coordination of, parties and related transactions as well as local domestic and foreign counsel.

### REPRESENTATIVE EXPERIENCE

#### Domestic:

- Lead counsel to U.S. publicly traded company and its subsidiaries in connection with the public offering of senior convertible notes
- Co-lead counsel to U.S. publicly traded company and its subsidiaries in respect of insurance product supporting bank credit facility and publicly issued commercial paper
- Lead counsel to U. S. publicly traded company and its subsidiaries in connection with a syndicated credit agreement entered into in connection with the acquisition of a Canadian subsidiary, providing for revolving loans, term loans, swing loans and the issuance of letters of credit
- Lead counsel to U.S. publicly traded company and its subsidiaries as borrowers and guarantors in connection with a syndicated credit agreement entered into in connection with an acquisition of a U.S. subsidiary, providing for revolving loans, term loans, swing loans and the issuance of letters of credit
- Lead counsel to U.S. company issuing industrial revenue bonds secured by both personal and real property and involving complex cross-default, cross-collateralization and intercreditor issues
- Represented major United States company in respect of real estate and mining transaction
- Represented Netherlands Antilles company and its subsidiaries as borrowers and guarantors in syndicated secured credit agreement
- Represented Netherlands Antilles company and affiliates as issuers and guarantors in a private placement financing
- Lead counsel to major United States subsidiary of a Canadian company in connection with a syndicated credit agreement in connection with the formation of a master limited partnership, providing for revolving and term loans, secured by either mortgaged properties or securities, the conversion of revolving loans to term loans and the issuance of letters of credit. Also involved in related long-term financing pursuant to a note purchase agreement, such indebtedness being secured on a shared collateral basis by mortgaged properties
- Lead counsel for publicly traded U.S. company and its subsidiaries in connection with two financing transactions, structured as a limited partnership with both equity and debt participants, the economic benefits of which were similar to those of an equipment lease. These transactions, which required a two-step transfer of equipment certificated in several states and with ownership thereof being ultimately vested in a trust, are the first of their kind
- Lead counsel to major U.S. publicly traded company as lessee in connection with an equipment lease financing of equipment located in several states involving both debt and equity participants
- Lead counsel for a publicly traded U.S. company with subsidiaries throughout the world and various of its subsidiaries as owner/lessee/guarantor in connection with a financing for the construction of its corporate headquarters, which financing was structured as a real estate synthetic lease
- Lead counsel for publicly traded United States company with subsidiaries throughout the world in connection with a multi currency syndicated credit agreement providing for revolving loans, term loans, swing loans, the issuance of letters of credit and the conversion of a Canadian Dollar facility into a U.S. Dollar facility
- Lead counsel to major U.S. company in a syndicated credit agreement providing for revolving loans, term loans, the conversion of revolving loans into term loans and the issuance of letters of credit
- Lead counsel to major U.S. company in a syndicated credit agreement providing for revolving loans, term loans, the conversion of revolving loans into term loans, the issuance of letters of credit and extensive options
- Represented major U.S. company in connection with its sale of oil and gas properties

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- Lead transactional counsel to major U.S. company with international operations and subsidiaries throughout the world in Chapter 11 proceedings with respect to several transactions for the disposition of assets
- Represented major Canadian company as an undersecured lender in a highly complex Chapter 11 Reorganization, involving asserted secured indebtedness exceeding US\$1 billion, shared collateral among creditors, subordination agreements and other intercreditor arrangements among creditors throughout the world
- Represented unsecured creditors committee in respect of, and preparation and negotiation of, transaction documents to evidence a Chapter 11 Reorganization involving complex creditor and equity claimant issues
- Represented undersecured creditor in reorganization of integrated oil and gas company, including with respect to negotiations with the debtor and other creditors. Preparation of the Plan and Disclosure Statement and other definitive documents
- Represented seismic company as debtor in a Chapter 11 Reorganization, including with respect to negotiations with creditors and the preparation of Debtors Plan and Disclosure Statement and other definitive documents

### International (Latin America):

- Argentina: Counsel to Argentina company in connection with its acquisition of assets located in the United States
- Argentina and Columbia: Lead counsel to English bank in connection with "borrowing base" lending arrangement comprised of oil and gas properties in Argentina and Columbia in the amount of US \$50,000,000
- Argentina: Lead project counsel to special purpose Argentine company (the principals of which were major Canadian and Argentine companies) in connection with a project finance of the worlds largest urea and ammonia plant to be constructed in the Baha Blanca industrial complex in Argentina. This transaction combined project finance with the obligaciones negociables concept under Argentine law and was only the second of its kind
- Argentina: Represented major Argentine company in negotiation of a long-term gas supply agreement for a power plant in Brazil and related consent to assignment
- Argentina: Lead counsel for major Argentine company in respect of an Energy Services Agreement with respect to a power plant located in Argentina, which agreement provides for all aspects of a project finance transaction, including (i) equipment, procurement and construction, (ii) operation and maintenance, (iii) power purchase and (iv) future financing. Subsequently represented this company as lead counsel in the related financing transaction, including the negotiation of a complex multiparty agreement
- Argentina: Represented major Argentine company and a United States subsidiary in the issuance of debt in three separate but related transactions. This debt issuance was effected in the form of obligaciones negociables under Argentine Law and represented debt issued under the companys medium term note program
- Argentina: Participated in representation of YPF, S.A., the former state-owned Argentine oil and gas company in its privatization effected through an initial public offer
- Chile and Argentina: Represented major Argentine company in the issuance of Structured Export Notes in a structured finance transaction, in which the transaction received the credit rating of the ultimate credit source, (i.e., ENAP, the Chilean state-owned oil and gas company as the obligor under an oil purchase contract), which credit rating, at the time the obligations were issued, was higher than the rating of the issuer and its country
- Chile: Participated on team of legal advisers advising government on securitization programs
- Chile: Represented major multinational company in respect of copper mining project
- Colombia: Represented consortium members in connection with a financing of a power plant in Colombia using, among other techniques, fronting and participation structures permissible under Colombian law
- Ecuador: Represented project developer in connection with a power plant to be constructed in Ecuador, including the preparation and negotiation of a fuel supply agreement, a power purchase agreement and the negotiation of debt terms for a project finance

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- Ecuador: Represented major Canadian company with respect to bidding matters and preparation of bid and joint venture agreements and comments on proposed legislation in response to call for bids by PETROECUADOR for pipeline expansion project in Ecuador
- Mexico: Lead counsel to major publicly traded U.S. energy company in sale of its interest in a power plant located in Mexico to a major Spanish utility
- Mexico: Lead counsel to a major publicly traded U.S. energy services company in respect of its shareholder arrangements with a Canadian company to drill numerous wells in Mexico for PEMEX
- Mexico: Lead counsel to Mexican companies in respect of acquisition of stock of Mexican companies
- Mexico, Argentina, Ecuador, Colombia, Chile, Peru, Nicaragua, Honduras, Guatemala, Panama, and Venezuela: Represented international insurance company in the acquisition of another international insurers casualty businesses in these Latin American countries
- Mexico: Lead counsel to Mexican company in respect of settlement of claims in respect of restructure of indebtedness and sale of stock
- Mexico: Counsel to Mexican company in respect of joint venture to drill water wells and related business arrangements
- Mexico: Counsel to major Mexican bank in connection with a loan agreement for US \$135,000,000
- Mexico: Lead counsel to a major U.S. contractor forming part of a consortium in connection with a PEMEX call for bids for the construction of platform rigs. Also involved in review of proposed terms and structuring for related project financing
- Mexico: Lead counsel to a foreign contractor forming part of a consortium in connection with a CFE call for bids for a power plant to be constructed in Mexico
- Mexico: Represented major U.S. contractor forming a part of consortium in connection with a PEMEX call for bids for construction of a gas separation plant in Mexico
- Mexico: Advised U.S. company with respect to matters affected by Mexican law and PEMEX bidding matters in connection with a PEMEX call for bids in respect of integral carbon dioxide separation system
- Mexico: Lead counsel to a Mexican bank in respect of its restructure of debt, secured by aircraft in the United States
- Mexico: Lead counsel to a major U.S. company in connection with the restructure of indebtedness owing to it in respect of construction projects in Mexico. Restructure documentation included, among other things, the preparation and negotiation of a bilingual credit agreement, bilingual pagars and bilingual prendas. The collateral package included both Mexican and domestic property
- Mexico: Represented multinational company in respect of several mining projects
- Mexico: Counsel to a United States food manufacturer in respect of a distribution agreement with a major Mexican food manufacturer and distribution company
- Mexico: Counsel to Mexican creditor in two Chapter 11 proceedings of U.S. Companies
- Mexico: Counsel to Mexican company in respect of disputes regarding intellectual property
- Nigeria and Panama: Represented publicly traded U.S. Company in connection with a Nigerian joint venture involving Nigerian, Panamanian and U.S. entities and laws
- Peru: Participated on team of legal advisers advising the Privatization Committee in the Privatization of PETROPERU, the Peruvian state-owned oil and gas company effected by sale of assets
- Peru: Represented multinational company in respect of mining project
- Venezuela: Represented major United States mining company in coal mining project

### **International (Europe):**

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- Europe: Co-lead Counsel for major U.S. financial institution in multi-currency syndicated credit agreement providing for secured term loans, revolving loans and the issuance of letters of credit, with several types of collateral in several European countries as well as in the United States, which financing was provided in connection with an international acquisition. Also involved were complex subordinated debt issues
- Europe: Represented major United States company and its affiliates with international operations as issuers and guarantors in a secured private placement financing, with collateral in the United States and several European countries.

### PROFESSIONAL/CIVIC AFFILIATIONS

#### Member

- Houston Bar Association
  - Member, Section of International Law
  - Member, Professionalism Committee
  - Co-Chair, Professionalism Committee, Mentoring Program (2004-2005)
- Hispanic Bar Association of Houston
- Mexican-American Bar Association of Houston
  - Member, Past Chair of the Judicial Screening Committee
- State Bar of Texas
  - Member, Professionalism Committee
  - Former Member, Opportunities for Minorities and Women in the Profession
- Certified International Arbitrator (International Centers for Arbitration)
- Certified Mediator (Attorney-Mediators, Inc.)
- Gulf Coast Legal Foundation, Legal Advisory Board
  - Member/Board Member (1989-1992)
- University of Houston Law Center Law Alumni Association
  - Board Member (1988-1990)
- Greater Houston Partnership, Houston, Texas
  - Member, Supervisory World Trade Services
- Housing Authority of the City of Houston
  - Vice Chair, Board of Directors, 1995-1999
- St. Lukes Episcopal Hospital, Houston, Texas
  - Member, Board of Directors
- The Chinquapin School, Houston, Texas
  - Member, Board of Trustees
- Houston Host Committee (to attract 1992 Republican National Convention to Houston) (1990)
- Civil Service Commission of the City of Houston
  - Vice Chair (1985-1987)

#### Listed

- Recipient of the 2008 DiversityFirst™ Award by the Texas Diversity Council
- YWCA Houston, Recipient of the 2004 Outstanding Women of Achievement in Law & Government
- First Woman Hispanic Partner at a major Houston law firm

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- Houston Hispanic Chamber of Commerce, Recipient of the Triunfando Award in the category of Hispanic Senior Executives
- Honored in Symposium Hispanic Women in Law (as part of Texas Sesquicentennial Celebration - 1986)
- Recognized in the Houston Chronicle (Hispanic Attorneys, These Young Professionals are Growing More Visible at Large Houston Firms, March 1988) for her status as partner and her work ethics
- Featured in "Profiles in Professionalism" in [Houston Bar Association Journal](#)

### HEADLINE NEWS

- Andrews Kurth Partners Honored by Texas Diversity Council (May 28, 2008)
- Andrews Kurth Attorney Doris Rodriguez to Co-Chair Minority Opportunities Committee of Houston Bar (October 17, 2007)
- Andrews Kurth Partner Named to Texas Diversity Council Board (February 21, 2007)
- Andrews & Kurth Expands Latin American Practice: Business Transactions Partner Doris Rodriguez Joins Firm (October 11, 2001)