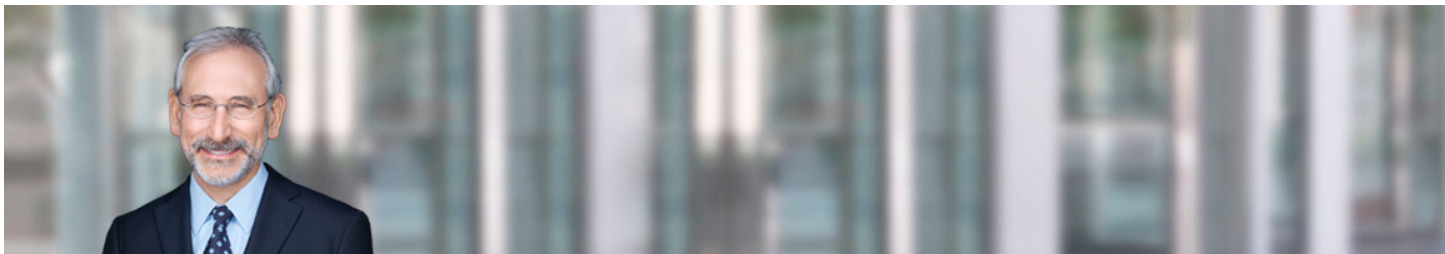


William J. Gross



Shareholder

Fort Lauderdale Office

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Phone: 305-789-3452

PRACTICE AREAS

Corporate

Mergers & Acquisitions

Life Sciences

Transportation

Technology

Commercial Lending & Asset-
Based Financing

OVERVIEW

William "Bill" J. Gross is a Shareholder in the Corporate Department. Bill represents companies in connection with debt and equity financing, mergers and acquisitions, and real estate joint ventures. He is experienced in representing borrowers and lenders in specialty commercial financing matters such as securitizations, syndicated credit facilities, inventory lending and other secured and unsecured commercial loan facilities.

Bill also provides practical business counsel for clients on general corporate and business matters, including structural issues as terms of ownership, buy-sell agreements and voting rights.

Bill is on the board of directors for the Jewish Federation of Broward County and the board of trustees and executive committee for the Jewish Community Foundation. In addition, he is a member of the Amherst Alumni Association and a graduate of Leadership Broward.

REPRESENTATIVE EXPERIENCE

Represented BMC – The Benchmark Management Company, LLC in a merger of “co-equals” with Pyramid Management Holdings (“Pyramid”), two companies in the hospitality and hotel management business. After the merger transaction, the combined Benchmark Pyramid hotel management business became the third largest independently managed hotel management company in the U.S., with a worldwide portfolio of 210 properties and annual operating revenue under management of more than \$3 billion. Concurrently with the merger transaction, Benchmark consummated a recapitalization and reorganization transaction pursuant to which Benchmark’s parent company obtained subordinated debt provided by Certares-Knighthead (“CK”). The proceeds of the CK facility were primarily used to redeem Benchmark’s then current preferred equity investor – Colony Capital – and to provide liquidity to etc Venues, which is a Benchmark affiliate that manages and operates conference, event, training and other venues throughout the world. In addition to the financing with CK, the transaction also required the consents or amendments to credit facilities of various parties to the transaction, including Ares as the primary lender to Pyramid and Gulf Capital, which provided a “main

street loan” to Benchmark.

Represented large affordable housing developer in connection with the issuance of bonds on the Tel Aviv Stock Exchange.

Purchaser’s counsel in acquisition and related financing of communications technology company.

Borrower’s counsel to consumer healthcare products company in connection with revolving credit facility.

Borrower’s counsel to specialty finance company in connection with \$35 million term, revolving and subordinated credit facilities.

Lender’s counsel to automotive captive finance company in connection with mortgage, capital and floor plan loans across Southeastern United States.

Borrower’s counsel to consumer automotive finance company in \$25 million subordinated credit facility.

Issuer’s counsel to consumer automotive finance company in private placement of \$7.5 million of secured subordinated notes.

Borrower’s counsel to optical firm in refinance of \$90 million loan.

Investor’s counsel to angel investor group in providing venture capital financing to various businesses.

Seller’s counsel to health insurance agency/employee benefits provider in sale to national insurance agency.

Represented management in connection with sale of business to private equity.

Investor’s counsel in connection with various debt and preferred equity investments in merchant transaction services provider.

Purchaser’s counsel in connection with purchase of armored vehicle company in Section 363 Bankruptcy Sale.

Borrower’s counsel to national automotive retailer in connection with multi-state real estate financing.

Borrower’s counsel to national automotive retailer in used vehicle credit facility.

PROFESSIONAL & COMMUNITY INVOLVEMENT

Jewish Federation of Broward County, Board of Directors

Jewish Community Foundation of Broward County, Immediate Past Chair

Amherst Alumni Association

Leadership Broward, Graduate

American Jewish Committee

NEWSROOM

In the Media: [Stearns Weaver Trio Helps Close \\$75M In Refinancing](#)

Daily Business Review | | April 2014

In the Media: [Keen legal work wins optical firm a \\$90 million financing package](#)

Daily Business Review | | May 2011

In the Media: [Attorneys help optical group refinance \\$90 million loan](#)

Daily Business Review | | January 2011

EDUCATION

J.D., *magna cum laude*, University of Miami School of Law, 1991

Phi Beta Kappa Honor Society

Order of the Coif

B.S., Amherst College, 1987

ADMISSIONS

Florida