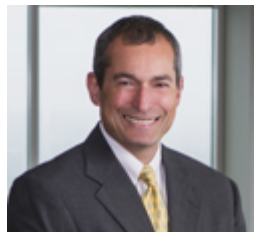


MORRIS NICHOLS ARSHT & TUNNELL



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PARTNER

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PRACTICE AREAS

Commercial
Alternative Entities
Financings
Mergers, Acquisitions & Divestitures
Legal Opinions
Special Committees

EDUCATION

J.D., 1986, University of California
Los Angeles School of Law
A.B., history, 1982, Cornell University

CLERKSHIPS

Law Clerk to The Honorable Carolyn
Berger, Delaware Court of Chancery,
1986-1987

ADMISSIONS

Delaware, 1990
District of Columbia, 1989
New York, 1987

Lou is actively involved in the organization and structuring of all forms of Delaware alternative entities. His practice includes mergers and acquisitions, with an emphasis on structures involving alternative entities, and the delivery of third-party legal opinions in connection with the full spectrum of Delaware contracts.

He works with private equity, hedge and mutual funds in connection with their formation and operation including, TPG Capital, Global Infrastructure Partners, OppenheimerFunds, Inc., Prudential Mutual and BlackRock. He also regularly represents sponsors and conflicts committees of master limited partnerships, including Enterprise Products Partners, EQT and Landmark Infrastructure Partners.

Active in Delaware and national legal associations, Lou is a member and past chair of the Partnership and Limited Liability Company Committee of the Corporate Law Section of the Delaware State Bar Association (“DSBA”), which is responsible for annually reviewing and updating Delaware’s partnership and LLC statutes, and a member of the Statutory Trust Committee of the Commercial Law Section of the DSBA, which is responsible for reviewing and updating Delaware’s statutory trust act. He is also a member of the American Bar Association (ABA)’s Committee on LLCs, Partnerships and Unincorporated Entities of the Business Law Section (and chair of the LLC subcommittee), the Opinion Committee of the Business Law Section of the ABA, the Board of Directors of the Working Group on Legal Opinions and the TriBar Opinion Committee.

Chambers USA: Guide to America’s Leading Lawyers for Business has ranked Lou in Band 1 among Delaware Corporate/M&A and Alternative Entities since 2006.

Lou is a frequent speaker and writer on alternative entity and opinion matters. His publications have appeared in *Bloomberg BNA*, *Law360*, and *Practical Law*.

Honors

- *Chambers USA, America’s Leading Lawyers for Business*, Ranked Band 1 for alternative entities in Delaware (2006-2020)
- *The Legal 500 US*, Named a “Leading Lawyer” in category recognizing M&A corporate and commercial Delaware counsel (2019-2020); Recommended in M&A/corporate and commercial - M&A - middle-market (sub-\$500m) deals (2015-2019)
- *The Best Lawyers in America*, Listed in Delaware for corporate law work (2007-2021); Designated “Lawyer of the Year” for corporate law work (2020)
- *Who’s Who Legal: Private Funds*, Recognized for formation work (2014, 2016, 2018-2020)

Professional Activities

- American Bar Association (Business Law Section)
 - Committee on LLCs, Partnerships and Unincorporated Business Associations
 - LLC Subcommittee (Chair)
 - Single Member LLC Agreement drafting project (Co-Chair)
 - Opinion Committee
 - Working Group on Legal Opinions (Board of Directors)
 - TriBar Opinion Committee
- Delaware State Bar Association
 - Corporate Law Section: Partnership and Limited Liability Company Committee (Past Chair)
 - Commercial Law Section: Statutory Trust Committee

Representative Matters

- Currently representing BlackRock in connection with its acquisition of the State Farm LifePath funds.
- Currently representing TPG in launching its flagship private equity fund.
- Represented Koch Industries in connection with its acquisition of Genesis Robotics.
- Represented the conflicts committee of Archrock Partners L.P. publicly traded master limited partners (“MLP”) in connection with the acquisition by the parent of the MLP’s general partner of all the public MLP interests.
- Represented the conflicts committee of Holly Energy Partners, LP, a publicly traded MLP, in an incentive distribution rights (“IDR”) simplification agreement.
- Represented Pisces Midco, Inc. and its Delaware subsidiaries on various aspects of financing of acquisition of Ply Gem Holdings Inc.
- Represented the sponsors of Tallgrass Energy Partners, L.P. and EQT Midstream Partners, LP in the formation of MLPs.
- Represented Oppenheimer Funds, Inc. in moving its fund complex to Delaware.
- Advised publicly traded MLP in acquisition of its general partner, Memorial Resource Development Corp.

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