



Andrew S. Gabriel, Partner

agabriel@mcdonaldcarano.com
O: 702.873.4100; F: 702.873.9966

Areas of Practice

Real Estate & Land Use
Business Entities & Transactions
Bankruptcy, Insolvency & Financial Restructuring
Business Relocation to Nevada

Bar Admissions

Nevada, California

Education

- J.D., University of California, Los Angeles, 1988
- M.B.A., University of California, Los Angeles, 1980
- B.S., with distinction, Cornell University, 1978

Practicing primarily in commercial real estate and business transactions, Mr. Gabriel is a partner in the Las Vegas office, a member of the Firm's Executive Committee, and Chair of the Real Estate & Land Use Practice. He is also a member of the Executive Committee of the Nevada State Bar's Business Law Section.

Mr. Gabriel earned the AV Preeminent Peer Review rating from *Martindale-Hubbell* and is highly ranked in both *The Best Lawyers in America* and *Chambers USA: America's Leading Lawyers for Business*. He has received Lawyer of the Year awards from *Best Lawyers in Corporate Law and Business Organizations*. *Chambers* ranks Mr. Gabriel Band 1 in Real Estate and Band 2 in Corporate/Commercial. Clients describe Mr. Gabriel to *Chambers* researchers as a "particularly well-respected attorney," "very thoughtful practitioner," "very good lawyer," "very strong attorney," "problem solver" and "very easy to work with." "He is a very good real estate attorney." "It's a pleasure working with him."

Real Estate

- Represent buyers, sellers, landlords, and tenants of commercial real estate, including shopping centers, office buildings, industrial buildings, multi-family apartment projects, hotels, casinos, resorts, restaurants, taverns, gas stations, and convenience stores.
- Advise clients on commercial real property due diligence, including title and survey reviews, environmental conditions, water rights, land use and other encumbrances, and lease and property contract abstracts.

- Represent landlords and tenants in the negotiation and drafting of retail, industrial, office, restaurant/tavern, and casino leases, resolution of lease disputes, and lease default workouts.
- Represent lenders, borrowers, and guarantors in loans secured by commercial real property, including conventional development/construction and takeout financing, CMBS conduit financing, and mezzanine financing (includes lender legal opinions and representing parties in loan workouts and restructuring, receiverships, foreclosures, and compromise and settlement agreements).
- Represent title companies, real estate brokerage companies, and property management companies in connection with the legal requirements of their businesses.
- Advise developers' and owners' associations on the creation, governance, and operation of common-interest communities, including condominiums.
- Counsel developers on land-use entitlement matters, including zoning, variances, use permits, development agreements, and subdivision laws.

Business Entities & Transactions

- Represent corporations, partnerships, and limited liability companies and their directors, shareholders, officers, partners, members, and managers in entity formation, ownership structure, shareholder agreements, and corporate governance.
- Represent buyers and sellers of commercial real property, business entities, and business assets, including bulk sales and the sales of restaurants, taverns, and casino assets with privileged licenses (includes negotiating Asset Purchase Agreements and ancillary supplier agreements, intellectual property agreements, non-compete agreements, and sublease agreements to allow continue use of facilities, as well as preparing Amended and Restated company operating agreements and related entity and transaction authorization documents).
- Represent buyers and sellers of stock, partnership interests, and membership interests in equity transactions.
- Represent lenders and borrowers in asset-secured financing transactions pursuant to the UCC and the enforcement of UCC security interests.
- Represent business owners and executives in the negotiation of contracts and the resolution of contract disputes.
- Draft and negotiate contracts governing a wide variety of business transactions.

Energy Projects

Engagements include providing real estate, land use, and project finance law advice to McDonald Carano's energy lawyers serving as local counsel for project owners and project lenders in connection with a:

- 67-megawatt geothermal facility with a 207-mile, 230 kV transmission line
- 260-mile 500 kV overhead transmission line
- 150- megawatt wind farm
- 100-megawatt concentrating power plant
- 20-megawatt solar PV project
- 20-megawatt biomass project

Creditors' Rights & Bankruptcy

- Counsel and advise clients on landlord and tenant bankruptcies, borrower and guarantor bankruptcies, and real property developer bankruptcies.
- Assist McDonald Carano's Bankruptcy, Insolvency & Financial Restructuring lawyers in drafting and negotiating financing, real estate, and corporate transaction documents related to bankruptcy plans.

Awards and Recognition

- *Martindale-Hubbell* – AV Preeminent Peer Review Rating (since 2012)
- *Chambers USA: America's Leading Lawyers for Business* – Band 1 in Real Estate Law (2023-2026) and Band 2 in Corporate/Commercial Law (2016-2026) (ranked in *Chambers* since 2008)
- *The Best Lawyers in America* – “Lawyer of the Year” in Business Organizations/including LLCs and Partnerships (2024)
- *The Best Lawyers in America* – “Lawyer of the Year” in Corporate Law (2022)
- *The Best Lawyers in America* – Real Estate Law (2008-2026), Corporate Law (2013-2026), Business Organizations/including LLCs and Partnerships (2020-2026), Land Use & Zoning Law (2024-2026), Mergers & Acquisitions Law (2024-2026)
- *Connect CRE* (Connect Commercial Real Estate) – “Lawyers in Real Estate” award, Southwest & Phoenix Region, one of only 10 lawyers recognized (2023)
- *Vegas Inc* – “Top Lawyers” in Real Estate Law (2022-2024)
- *Vegas Inc* – Real Estate Industry Leader Awards, only lawyer recognized in the “Commercial Real Estate Lawyer” category (2023)
- *Mountain States Super Lawyers Magazine* – “Super Lawyer” (2008-2018)

Professional Affiliations

- Member, Executive Committee, Nevada State Bar's Business Law Section
- Former member, Board of Directors, Meritas

Publications and Presentation

- Author, “AB 239: Notable Changes to Title 7 of Nevada Revised Statutes Governing Business Entities,” *Communiqué*, Clark County Bar Association's official publication, September 2025
- Quoted, “After a Downturn in Deals, Real Estate Market Begins to Rebound,” *Of Counsel: The Legal Practice and Management Report*, February 2024
- Quoted, “How far should lawyers go to make sure their clients aren't using them to launder money?,” *ABA Journal*, October 2023
- Author, “Understanding Easements in Nevada,” Lorman Education Services CLE Program materials, August 17, 2018

McDonald Carano LLP (www.mcdonaldcarano.com)

Reno Office: 100 West Liberty Street, Tenth Floor, Reno, NV 89501, P: 775.788.2000

Las Vegas Office: 2300 West Sahara Ave., Suite 1200, Las Vegas, NV 89102, P: 702.873.4100