

JMBM

Jeffer Mangels
Butler & Mitchell LLP

JMBM Real Estate Practice

Description of Services

Presented by

Jim Butler, Chairman Real Estate Department,
Global Hospitality Group® & Chinese Investment Group
Jeffer Mangels Butler & Mitchell LLP
JButler@JMBM.com
310.201.3526

LOS ANGELES

SAN FRANCISCO

ORANGE COUNTY

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**Jeffer Mangels
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JMBM's Real Estate Practice

Getting results for developers, owners, investors and lenders

Overview

Jeffer Mangels Butler & Mitchell LLP (JMBM) understands and provides business and legal advice for all stakeholders in the real estate industry, including:

- Owners
- Investors
- Developers
- Pension funds
- Capital providers
- Opportunity funds
- REITs
- Traditional lenders
- Alternative lenders
- Master and special servicers
- Landlords
- Tenants
- Builders
- Contractors
- Public private partnerships

For these clients, we assist with virtually all facets of real estate, including purchase and sale, financing, joint venture, master limited partnership, public-private-partnership, space leasing, air-rights leasing, ground leasing, entitlement and development, property management, operations, workouts, litigation and dispute resolution. The property types include office, multifamily, retail (malls and shopping centers), hospitality, educational, industrial, religious, mining and raw land among others.

[Read our California Land Use Blog](#)

[Read our Hotel Law Blog](#)

Purchase and Sale

Having helped clients with thousands of real estate purchases, sales and development projects throughout the United States and internationally, JMBM's real estate lawyers have the experience necessary to help structure and negotiate the best deal, then quickly document and close the transaction. Our interdisciplinary strengths allows us to handle related due diligence including ADA, corporate and tax issues, financing, land use and zoning, environmental, labor, and intellectual property, as well as litigation and matters involving distressed assets, such as bankruptcy, receivership and workouts. We represent clients in the purchase and sale of assets and loans, including portfolios, both performing and non-performing. We represent clients in the opportunistic purchases of distressed properties and debt, and note acquisitions.

Loan Negotiation and Documentation

JMBM's real estate lawyers advise owners, lenders, funds and investors on financing strategies. We can negotiate and document the full range of loans including construction loans, permanent loans, acquisition loans, working capital revolving loans, and other real estate secured loans. We can facilitate the financing of any development project using conventional lending sources, mezzanine financing, conduit and securitized



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financing, debtor-in-possession financings and related roll-ups. We evaluate and structure financing alternatives, develop and analyze lease versus ownership advantages, identify tax and economic incentives and assure that transactions comply with regulatory requirements. Our experience includes handling tri-party agreements, participant and syndication agreements, inter-creditor issues, contingent interest and shared appreciation loans. We anticipate and resolve issues dealing with title, deed, environment and other problems that typically arise.

Land Use, Permitting and Entitlements

JMBM's land use lawyers are among the most effective and respected in California. Our particular strength is handling all permitting and compliance issues for clients seeking to locate and develop new sites, relocate or expand operations. We work closely with local government officials to make certain the land for real estate and development projects has the appropriate zoning and required permits and approvals, including all elements of vested rights. We are knowledgeable, skilled negotiators who can produce results when dealing with local governments, including boards of supervisors, city councils, zoning boards and planning and redevelopment agencies, as well as with state and federal agencies that oversee environmental and land use issues.

Projects that we have helped move through the approval process include shopping centers, office buildings, multifamily developments, hotels, resorts and theaters, plus a wide range of such industrial projects as mines, energy plants and manufacturing facilities. Such projects have included all phases of public-private-partnerships and government incentives, including tax increment incentives, transient occupancy incentives, bond issuance and lease financing. We have handled projects that include urban development and redevelopment, urban and suburban mixed use, suburban residential subdivision, coastal projects and historic sites.

Environmental

Environmental issues often arise in the sale, purchase, or financing of real property, and in expansions and relocations. The consequences of incomplete or ineffective environmental advice can kill or significantly delay a project, or lead to litigation with substantial damages, fines or jail time as potential penalties. JMBM's environmental lawyers provide our clients with environmental guidance that combines practical business understanding, dispute resolution skill, and detailed insight on the laws and regulations. We counsel our real estate clients in identifying, evaluating, and efficiently resolving environmental issues, including air, water, hazardous materials, and soil-related work. Our environmental group includes members with vast experience in litigation, regulatory, and administrative matters and we regularly advise clients on compliance issues, including CEQA, and represent them in enforcement actions. In the context of a real estate transaction, we provide site assessment and also handle any related remediation issues.

Development

If you are an owner, developer, investor or lender in any commercial market sector, you can turn to JMBM for help with any development project. Our lawyers will get your regional mall or shopping center, office, multifamily, industrial, hotel, resort, healthcare or mixed-use development project done right. Using the experience we have gained from working with the key players in the development process, we do what's

necessary to make a project successful – get regulatory and land use approvals, negotiate development agreements, conduct environmental due diligence, secure loans and development incentives, and work to bring the construction and lease or sale of the project to completion. Our attorneys have negotiated and documented all aspects of development, construction, financing, management and operations for projects that range from high-value residences to complex, multi-phase, multi-use projects.

We are actively advancing entitlement programs throughout California, working with municipalities on coordinated development proposals, navigating regulatory requirements, and defending clients against litigation brought by project opponents. Our attorneys are tuned in to the changing world of California redevelopment, working closely with the successors to the former redevelopment agencies, and are actively involved in structuring and implementing redevelopment projects under changing law.

Commercial Lending

Our real estate and commercial finance lawyers represent foreign and domestic banks, opportunity funds, pension funds and other traditional and non-traditional lenders in structuring, negotiating and documenting financial transactions, including permanent real estate secured loans, construction loans, syndicated and participating loans, mixed-collateral and personal property secured loans, lines of credit, and the like. Our real estate lawyers' extensive experience with all real estate asset classes permits us to creatively and efficiently structure and document loans secured by any type of real estate, while our commercial lawyers' experience provides the framework to secure loans by securities, other investment property and specialty collateral. We have documented agricultural loans, asset-based loans and factoring transactions, as well as reimbursement agreements relating to letter of credit facilities. Put simply, if a lender wants to make a loan, we can document it.

Americans with Disabilities Act (ADA)

JMBM's ADA compliance and defense team has defended more than 500 ADA and related accessibility claims across the country for owners, operators, developers and lenders. The targeted properties are all "public accommodations" that include commercial real estate such as hotels, apartment communities, shopping centers, retail stores, banks, restaurants, sports facilities, wineries and theaters. We also assist clients in administrative proceedings and litigation, and have represented numerous clients in Department of Justice investigations.

We provide comprehensive analysis of ADA issues, strategic planning to minimize and mitigate ADA claims, and aggressive litigation defense when claims are brought. JMBM is among the most active law firms in this space, providing efficient and timely counsel to clients around the country. A significant part of our practice is devoted to helping clients with proactive accessibility-compliance audits and developing written policies and procedures. We also advise on website accessibility, online reservation systems, Certified Access Specialist (CASp) strategies and claim prevention.



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Working with our team of experienced ADA consultants, we quickly analyze your property and procedures for accessibility issues from barrier removal to “cyber accessibility,” make cost-effective recommendations, and develop the best compliance and litigation strategy. We can also counsel you on insurance coverage and possible indemnity claims against owners, design professionals, contractors and other potentially responsible parties.

Bankruptcy, Restructuring and Workouts

JMBM has a long history of successful results for clients faced with distressed real estate loans. The JMBM Bankruptcy Group knows how to move quickly to preserve assets, create a winning strategy and resolve problems, whether by negotiation, forbearance, litigation, receivership, bankruptcy or foreclosure. Whether a deal is in the process of being put together or is in danger of falling apart, JMBM's insolvency team is ready at a moment's notice.

Often, borrowers, guarantors and creditors are best served by reaching out-of-court agreements. JMBM bankruptcy lawyers know how to negotiate from strength to reach deals that make sense and avoid litigation. We handle out-of-court debt and equity restructuring, complex workouts, assignments for the benefit of creditors, receiverships and foreclosures representing debtors, creditors, committees, assignees, receivers and investors.

Our bankruptcy lawyers have bought and sold billions of dollars' worth of real and personal property assets for our clients. We help clients structure sales to maximize value. JMBM lawyers have sold real estate and personal property in bankruptcy sales, receiver's sales, sales by assignees for the benefit of creditors, UCC sales, foreclosure sales and auction sales. Choosing the right sale procedure often makes the difference between paying off a loan in full and leaving money on the table. Choosing counsel who understand how sales are conducted in Bankruptcy Court is essential to a successful acquisition. JMBM bankruptcy lawyers are equally at home in bankruptcy courts, federal and state courts, arbitrations, mediations and judicial references. Our bankruptcy attorneys are well known to the courts, counsel and experts.

Hospitality

JMBM's Global Hospitality Group® comprises the premier hospitality practice in a full-service law firm, and the most experienced legal and advisory team in the industry. We have assisted clients with more than \$68 billion of hotel purchase and sale, financing, development and other transactions, involving more than 1,500 hotels located around the globe. Our practical experience gained from this work enables us to provide our clients with one of the most extensive virtual databases of market terms for deals and financings. For more details on our hospitality practice, please go to www.HotelLawyer.com, and click on the tab "About Us" to see our Global Hospitality Group® [Brochure](#) and [Credentials](#).

Construction



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The complexity of construction projects – large or small – requires expert legal advice to prevent or resolve problems that arise before, during, and after construction. JMBM's lawyers help clients confidently approach all phases of their construction ventures and resolve issues to minimize problems, expense and delays. We represent public and private owners, developers, contractors, subcontractors, architects, engineers and suppliers at every phase of the construction process. We advise on land use, labor, general business, tax and contract issues, negotiate and draft design and construction contracts and provide all construction loan documentation. We help with project administration and management issues to control downtime and ensure that work disruption is avoided or kept to a minimum. We'll also evaluate all covenants, conditions and restrictions (CC&Rs), guaranty strategies, and title and priority issues. We are strong advocates for our clients when litigating and resolving defect and claims disputes, either through trial or alternative dispute resolution. We represent their interests in controversies involving bid protests and mistakes, cost disputes, design error, professional liability, defective installation and contract disputes. Our industry knowledge allows us to resolve problems in ways that minimize expense and time for our clients.

Leasing and Lease Administration

JMBM represents landlords and tenants in commercial leasing transactions, including ground and air rights leases. We negotiate and prepare leases for office, industrial, shopping center and retail, mixed use developments and other commercial establishments, and handle ancillary transactions such as tenant improvements, common areas, and parking. We are experienced in sophisticated mixed use issues, reciprocal easement agreements, lease termination negotiations, contract and lease administration and abstracting lease portfolios. We also handle lease disputes and lease terminations in normal business contexts as well as in bankruptcies and workouts.

Portfolio Management

For our clients with large portfolios of commercial real estate – including funds, investors, lenders, and owners – we provide a full range of legal services required to maintain and enhance the value of their specific assets. These services include negotiating and documenting a variety of agreements and licenses to facilitate effective and profitable portfolio management.

Entity Formation

JMBM's lawyers help clients determine the entity structure that is best for their real estate venture and work tirelessly to maximize tax advantages in entity and project structuring. We structure limited liability companies, corporations, partnerships and trusts for the purpose of acquiring, developing and operating real property. We are experienced in the structuring, formation and capitalization of REITs.



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Construction and Building Materials

JMBM is an active participant in the construction and building materials industry. We advise materials suppliers (including rock, sand and gravel quarry operations, and aggregate mining) in a full range of issues, including their highly specialized needs in land use, natural resources, environment and other real estate issues.

Our Commitment

JMBM's real estate lawyers are committed to the preservation, development, improvement, and operation of real estate. We understand how it can build wealth as well as community. Times and markets may change, but our focus never does. We are committed to getting the deal done, solving problems, and helping our clients' meet their goals.

Representative Clients

We owe these credentials to our clients, who have provided us with challenging and interesting work for more than 30 years. We are grateful for the many opportunities that we have been given to participate in the real estate industry. Over the years, our Firm and its attorneys have handled virtually every legal and business aspect involving real estate for clients such as those listed below.

Albertson's
Arden Realty
Bank of California
Bank of Nova Scotia
Barney's
Berkadia
Brentwood Capital Partners
C-III Capital Partners
California Landmark Group
California State Automobile Association
CalPERS
Candy and Candy
Canyon Capital
Canyon Johnson Realty Capital
Chelsea Property Co.
Clarett Group
Coliseum Center
Colony Advisors
Constellation Power
Cornerstone Real Estate Advisers
Crescent Real Estate Equities
Crow Holdings

CWCapital
Cushman Realty Corporation
Darden Restaurants
Decron Management Corp.
Douglas Emmett
Eastbridge Partners
East West Bank
EPAC Development
Equitable Life
Equitable Real Estate Investment
Far East National Bank
Farallon Capital
Freeport-McMoRan Copper & Gold
E'toile (Builders Discount)
Forest City Development
GE Capital
GH Palmer Associates
Garrison Investment Group
General Growth Properties
Globimex Paradise Village
Gold Mountain
Granite Homes

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HK Town
HSBC Bank
HSH Nordbank
Harvard Capital Private Realty
Harvest SV/PEN, Ltd.
Haseko
Hawkins Companies
Heitman Financial
Investment Development Services
iStar Financial
Hudson Group
JE Robert Company
JER Partners
JMI Realty
JP Morgan
Kahala Royal Corporation
Kanehoe Ranch
Kilroy Realty
Koll Development
Kor Group
LNR Partners
LACERA (Los Angeles County
Employees Retirement Association)
Lai Sun Group
LaSalle Partners
Legacy Partners
Loan Star Funds
Lowe Realty Advisors
Macerich Partnership L.P.
Magic Johnson Enterprises
MW Housing Partners, III, L.P.
(MacFarlane Partners & Weyerhaeuser)
McWhinney Real Estate Services
Midland Loan Services
Millennium Partners
Mitusi Limited
Mount Auburn Partners
Oaktree
OliverMcMillan
Olympus Real Estate

PNC
Paladin Realty Partners
Perry Capital Real Estate
Rabobank
Regency Realty Group
Related Group
RockBridge Capital
SNK Development
Sea Glass Holdings
Security Capital
C.J. Segerstrom & Sons
Shamrock Holdings
Sierra Land
Simms Commercial Development
Spiers Development Company
Sumitomo Real Estate
SunAmerica
Target Corporation
Trammell Crow
Triangle Builders
Trillium Woodland Hills
Trinity Properties
Trizec Hahn Development
USAA Real Estate Company
Union Bank of California
Union Oil Company
Universal Paragon Corporation
Valley Crest Landscape
Wachovia
Walt Disney Company
WashingtonPERS
Wells Fargo Bank
Westbrook Realty Advisors
Westfield America
Westfield Group
Wheelock Street Capital
Wilshire Restaurant Group
Winn Development Company
Wolfgang Puck Food Company
Wolfgang Puck Restaurants

Representative Properties

Below is a list of representative properties that JMBM and its attorneys have worked on over the years. (For a list of our hotel, resort, vacation club and restaurant projects [click here](#).)

Office Projects

10100 Santa Monica, Los Angeles, CA
(600,000 square foot office acquisition)

American Automobile Association Headquarters
Building, San Francisco, CA

Baseline/Raven, Phoenix, AZ

Cameron Road, Austin, TX

Cap Center, Rancho Cordova, CA
(\$64.7 million office acquisition)

Center West Office Building, Westwood, CA

Clear Creek Square, Golden, CO

Commerce Office Park, Commerce, CA
(\$40.1 million office acquisition)

Craig Valley Plaza, North Las Vegas, NV

Daily Camera Building, Boulder, CO

Dell - Parmer Office, Austin TX

Dell - Tech Ridge, Austin, TX

Disney Channel Building & Headquarters,
Burbank, CA

Empire Corporate Center, Rancho
Cucamonga, CA

First Financial Plaza, Encino, CA

Flamingo Professional Center, Las Vegas, NV

Freeway Business Center, Long Beach, CA
(\$70 million office acquisition)

Freeport-McMoRan Copper & Gold Headquarters,
Phoenix, AZ

Fox Plaza, Los Angeles, CA (700,000 square feet of
office space in Century City; \$320 million
acquisition, and subsequent sale)

Hamilton Place, Los Angeles, CA
(\$34 million office acquisition)

Howe-Hurley Offices, Sacramento, CA
(\$10.4 million office acquisition)

Inverness Commons, Mesa, AZ

LeCota Office Park, Phoenix, AZ

McCallen Pass, Austin, TX (\$35.6 million office,
industrial and land acquisition)

One MacDonald, Phoenix, AZ

Pacific Centre, San Diego, CA
(sale of 160,000 square foot office complex)

Pantages Office Tower, Hollywood, CA

Siete Square, Phoenix, AZ

Sky Park, San Diego, CA

Tower West, San Antonio, TX

Trillium, Woodland Hills, CA (\$210 million sale of
high-rise office with long term lease)

Twin Towers, Austin, TX

Union Bank Corporate Headquarters,
San Francisco, CA

Unocal Plaza Building, Los Angeles, CA
(\$200 million sale of Unocal headquarters)

Valencia Oaks, Santa Clarita, CA

Venice-Overland, Culver City, CA

WAMU Corporate Campus, Chatsworth, CA

Westbay Office Park, Las Vegas, NV

Westcliff Plaza, Las Vegas, NV

West Howard Lane, Austin TX

West Loop I & II, Houston, TX
(\$36 million office acquisition)

The Wilshire Courtyard, Los Angeles, CA
(1 million square feet of office)

Multifamily Projects & Residential

145 Project, Santa Monica, CA
(18 building apartment complex)

1600 Market Street, San Francisco, CA

Bedford Parc/Promenade, Los Angeles, CA

Bloomington Wood, Valrico, FL

Broadway at Hollywood & Vine, Hollywood, CA
(adaptive reuse conversion to high-end loft
apartments and condos)

Canyon Crest, Brea, CA (369 acre residential
subdivision in Carbon Canyon)

Chase Knolls Apartments, Sherman Oaks, CA (260
unit apartment redevelopment)

Element at Metrowest, Orlando, FL

Executive Park Housing, San Francisco, CA (1,100
apartments and residences)

Flower Street Mixed-Use, Los Angeles, CA (1,400
unit mixed-use apartment project)

Furama Hotel Redevelopment, Los Angeles, CA (547
unit mixed-use apartment project)

Kipling Apartments, Los Angeles, CA

LandSource Communities Development LLC,
(approximately \$4 billion portfolio, with 30
residential communities in 3 states)

Madison Apartments, Madison, TN
(\$40 million apartment acquisition)

Marathon Apartments, Los Angeles, CA

Market/Buchanan Development,
San Francisco, CA

The Medici, Los Angeles, CA
(650 unit apartment project with retail)

Molina Street Lofts, Los Angeles, CA

Newport Cove Apartments, Las Vegas, NV

The Orsini, Los Angeles, CA
(1,000 unit mixed-use apartment project)

Palisades Landmark Project,
Pacific Palisades, CA

Playa Del Oro, Los Angeles, CA
(405 unit mixed-use apartment project)

Ponte Vista, San Pedro, CA

Sea Glass Townhomes, Los Angeles, CA

Spring Mountain Ranch, Riverside County, CA

Torrey Hills, San Diego, CA
(350 unit apartment project)

Trinity Plaza, San Francisco, CA (\$100 million project
— 1,900 apartments and dwelling units)

Via del Rio Apartments, Las Vegas, NV

Vista Verde, Orlando, FL

Visitation Valley, San Francisco, CA (redevelopment
with 1,200 dwelling units and 75,000 square feet of
commercial/retail)

Warner Center Apartments, Woodland Hills, CA

William Penn Apartments, Los Angeles, CA

Woodland Hills Estates, Costa Mesa, CA

Shopping Center & Retail Projects

Del Amo Fashion Center, a Simon Mall, Torrance, CA
(3 million square feet of GLA)

Glendale Galleria, Glendale, CA
(1.6 million square feet of GLA)

Westfield Centre, San Francisco, CA
(1.5 million square feet of retail with some office
and entertainment components)

Barney's, San Francisco, CA

Bayfair Shopping Center, San Leandro, CA

Best Buy Department Store, Van Nuys, CA

Boulevard at Surprise Point, Surprise, AZ

Carlsbad Outlet Mall, Carlsbad, CA

Centerview Marketplace, San Antonio, TX

Coliseum Center, Los Angeles, CA

Folsom Premium Outlet Stores, Folsom, CA

Gateway, West Hollywood, CA

(300,000 square feet of GLA)

Huntington Portfolio, AZ, CO and GA

Knightson Road Shopping Mall, Redding, CA
(750,000 square feet of GLA)

LAX Retail Concessions, Los Angeles CA

Mall at Grand Canyon I, Las Vegas, NV

Mall at Grand Canyon II, Las Vegas, NV

Pico Plaza, Los Angeles, CA
(500,000 square feet of GLA)

Rancho Serra Mesa, San Diego, CA

Sahara Rainbow, Las Vegas, NV

Shea Scottsdale Shopping Center, Scottsdale, CA

Westfield Sherman Oaks Fashion Square, Sherman
Oaks, CA (850,000 square feet of GLA)

Sherman Oaks Galleria, Sherman Oaks, CA (300,000
square feet of GLA)

Town Center Mall, Sunnyvale, CA

Target Department Store, Sacramento, CA

Valencia Cross Roads Shopping Center, Valencia, CA

Vallco Shopping Mall, Cupertino, CA

Westwood Sav-On, Los Angeles, CA

Willamette Shopping Center, West Linn, OR

Mixed-Use Projects

100 N. Western Ave., Koreatown, Los Angeles, CA
(7-story mixed-use project with grocery, retail and residential)

1130 S. Gayley Avenue, Westwood Village, Los Angeles, CA

Batiquitos Lagoon, Carlsbad, CA
(master planned community development: housing, hotels, condos, apartments, retail)

BLVD6200, Hollywood, CA
(1 million square feet — 1,042 apartments and 175,000 square feet of retail)

Bundy Village, Los Angeles, CA

CIRCA , Los Angeles, CA (190 unit mixed-use, high rise building in Koreatown)

The DaVinci , Los Angeles, CA

Culver Common, Culver City, CA
(two city blocks with retail and residences)

Encino Mixed-Use Project, Encino, CA

Flower Street Mixed-Use, Los Angeles, CA (1,400 unit mixed-use apartment project)

Furama Hotel Redevelopment, Los Angeles, CA (547 unit mixed-use apartment project)

Los Angeles World Trade Center, Los Angeles, CA

The Medici, Los Angeles, CA
(650 unit apartment project with retail)

The Orsini, Los Angeles, CA
(1,000 unit mixed-use apartment project)

Piero II, Los Angeles, CA
(300-unit, mixed-use project)

Playa Del Oro, Los Angeles, CA
(405 unit mixed-use apartment project)

Southern Pacific Portfolio
(\$260 million sale of a mixed real estate portfolio)