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- Karr Tuttle Campbell
- Kirkpatrick & Lockhart Preston Gates Ellis LLP
- Lasher Holzapfel Sperry & Ebberson, PLLC
- Perkins Coie LLP
- Pivotal Solutions, Inc.
- Stoel Rives LLP
- Tousley Brain Stephens PLLC

Who Should Attend:

Attorneys, real estate professionals, owners and managers, city attorneys and contractors

A Comprehensive One-Day Workshop on

Commercial Real Estate Workouts & Remedies

Best courses of action for default and workout situations in today's complex real estate transactions

August 27, 2008

Seattle, Washington
Renaissance Seattle Hotel

Credits: WA CLE 6.5 | WA Appraiser & Real Estate pending (call about others)
Quick when/where: 8:30 a.m., 515 Madison St.

Commercial Real Estate Remedies Workshop

August 27, 2008 | Seattle, Washington
Renaissance Seattle Hotel

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08REMWA WS



- 8:00 Registration and Continental Breakfast**
- 8:30 Introduction and Overview**

Christopher I. Brain, Esq., *Program Co-Chair*
Tousley Brain Stephens PLLC ~ Seattle, WA

Andrew A. Guy, Esq., *Program Co-Chair*
Stoel Rives LLP ~ Seattle, WA
- 8:45 Remedies in Commercial Purchase/Sale Agreements**

Specific performance; damages; earnest money; how to tie up the property; provisions for attorney fees; merger documents

Robert J. Henry, Esq.
Lasher Holzapfel Sperry & Ebberson, PLLC ~ Seattle, WA
- 9:30 Remedies in Commercial Leases**

Exploring the tools in the toolbox; tenant and landlord defaults and remedies; defenses; holdover; security deposits; other enforcement issues

Andrew A. Guy, Esq., *Program Co-Chair*
- 10:15 Break**
- 10:30 Remedies in Real Estate Development Agreements**

Owner and developer defaults; cost overruns; special issues for city and development permits

Scott B. Osborne, Esq.
Kirkpatrick & Lockhart Preston Gates Ellis LLP
Seattle, WA
- 11:15 Remedies for Restrictive Covenant and Easement Disputes**

Declaratory judgment actions; risks and defenses; special issues with reciprocal easement agreements and restrictive easements; easement problem case study

Christopher I. Brain, Esq., *Program Co-Chair*
- 12:00 Lunch (on your own)**

- 1:15 Special Issues Arising from Condemnation Disputes in a Weak Market**

Evidentiary and valuation issues

Kim D. Stephens, P.S.
Tousley Brain Stephens PLLC ~ Seattle, WA
- 2:00 Update on Options for Equitable Remedies**

Smorgasbord of remedies; common mistakes; effective use of constructive trusts; reformation; statute of frauds; waivers; mutual mistake; scrivener's error; lateral error; waiver conjunction; injunctions and non-judicial foreclosures

John E. Glowney, Esq.
Stoel Rives LLP ~ Seattle, WA
- 2:30 Foreclosure and Receivership**

The process, tips for starting it and tips for stopping it; update on changes to the receivership statute; assignment to collect rents

Diana K. Carey, Esq.
Karr Tuttle Campbell ~ Seattle, WA
- 3:15 Break**
- 3:30 Effective Workout Strategies: A Case Study**

Case study of a commercial project that ran into problems; lessons learned; what real estate remedies were deployed to successfully navigate the problems

Christopher I. Brain, Esq., *Program Co-Chair*
Andrew A. Guy, Esq., *Program Co-Chair*
Ellen Conedera Dial, Esq.
Perkins Coie LLP ~ Seattle, WA

John A. Gose, Esq.
Kirkpatrick & Lockhart Preston Gates Ellis LLP
Seattle, WA

Richard Hooper, *President*
Pivotal Solutions, Inc. ~ Renton, WA
- 5:00 Evaluations and Adjourn**



About the Workshop

LAW SEMINARS INTERNATIONAL

Advanced Workshops

offer busy practitioners intensive up-to-date information in a one-day program.

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Over the past years we have seen a number of real estate cycles, each one somewhat different from the others. There have been significant tax changes, financing structures, growth of condominium projects, and expanding public projects, each with their own issues. More recently, litigation has steadily increased arising from disputes over easements and CCRs. Although there are differences in these disputes, the general causes are similar – redevelopment of already developed property into different and more intensified uses. Many times the disputes are exacerbated by older, poorly drafted documents that do not contemplate or address the changes.

We will explore the wide variety remedies that are related to the claims in these disputes. This seminar is a must for those who want to know the latest on the full range of remedies available in commercial real estate.

~ Program Co-Chairs: Christopher I. Brain, Esq. and Andrew A. Guy, Esq.



Christopher I. Brain, *Program Co-Chair*, member at Tousley Brain Stephens PLLC, focuses on complex real property, business and class action litigation. He handles purchase agreement disputes, specific performance and foreclosure actions, restrictive use covenant and construction cases, ownership and management of closely held businesses.

Andrew A. Guy, *Program Co-Chair*, partner at Stoel Rives LLP, focuses on commercial contract cases, real estate-related litigation, lease enforcement, judicial and nonjudicial foreclosures, representation of creditors in bankruptcy and loan enforcement and restructurings. He was named a "Super Lawyer" by *Washington Law & Politics*.

Diana K. Carey, shareholder at Karr Tuttle Campbell, chairs the firm's Bankruptcy and Creditors' Rights Group and focuses on representation of Chapter 11 trustees, debtors and creditors committees. She was named "One of the Top 50 Women Super Lawyers" by *Washington Law & Politics*.

Ellen Conedera Dial, partner at Perkins Coie LLP, focuses on real estate development and financing, acquisitions and dispositions, leasing, land use and zoning. She was named in *The Best Lawyers in America* and a "Super Lawyer" by *Washington Law & Politics*.

John E. Glowney, partner at Stoel Rives LLP, focuses on real property and commercial litigation including landlord-tenant disputes, condemnation matters, purchase and sale disputes, adverse possession claims, boundary disputes and quiet title actions. He was named "One of Washington's Best Lawyers" by *Washington Law & Politics*.

John A. Gose, of counsel at Kirkpatrick & Lockhart Preston Gates Ellis LLP, focuses on finance, insolvency and real estate law, and advises clients on public/private real estate development projects. He is past chairman of the Real Property Probate and Trust Section of the American Bar Association.

Robert J. Henry, partner at Lasher Holzapfel Sperry & Ebberson, PLLC, focuses on contract litigation, lease disputes, boundary and title claims, Fair Credit Reporting Act, employment and wage and hour claims. He was named a "Super Lawyer" by *Washington Law & Politics*.

Richard Hooper, President of Pivotal Solutions, Inc., handles negotiations with lenders including credit facilities, compiling, preparing and submitting loan request packages to lenders. The company also provides workout restructure consultation. Previously, he was a senior workout and restructuring specialist for two major national banks.

Scott B. Osborne, of counsel at Kirkpatrick & Lockhart Preston Gates Ellis LLP, focuses on real estate and finance issues. He counsels developers, investors and lenders in transactions involving industrial buildings, shopping centers, hotels, office developments and multi-family projects. He was named in *The Best Lawyers in America* and a "Super Lawyer" by *Washington Law & Politics*.

Kim D. Stephens, P.S., member at Tousley Brain Stephens PLLC, litigates condemnation, environmental, construction and securities matters. He was named in *The Best Lawyers in America* in commercial litigation, eminent domain and condemnation law.



Registration & Other Workshop Information

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Walk-ins are welcome, subject to space availability.

Registration is complete when we receive payment or agree to later payment.

Tuition: Regular tuition for this program is \$695 with a group rate of \$595 each for two or more registrants from the same firm. For government employees, we offer a special rate of \$495. For students and people in their job for less than a year, our rate is \$347.50. All rates include admission to all seminar sessions, food and beverages at breaks, and all course materials. Make checks payable to Law Seminars International.

Substitution & Cancellation: You may substitute another person at any time. We will refund tuition, less a \$50 cancellation fee, if we receive your cancellation by 5:00 p.m. on

Thursday, August 21, 2008. After that time, we will credit your tuition toward attendance at another program or the purchase of a Homestudy. There is a \$25 cancellation fee for Course Materials orders and \$50 for Homestudy orders.

Seminar Location: The workshop will be held at the Renaissance Seattle Hotel at 515 Madison St. in Seattle, WA 98104. Call the hotel directly at (206) 583-0300 for reservations at the special negotiated rate of \$209 and mention that you are attending a Law Seminars International workshop. Rooms are on a first come, first served basis.

Continuing Education Credits: This program qualifies for 6.5 WA CLE credits. WA Appraiser and Real Estate Credits are pending. Upon request, we will apply for CLE credits in other states and other types of credits.

If You Cannot Attend: Our complete Homestudy Course, consisting of a DVD recording and the written course materials, is available for \$705. The written course materials alone are available for \$100. We will ship your Homestudy order via UPS ground within two weeks after the seminar or the date we receive payment (whichever is later).



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You Will Learn About:

- Effective workout strategies: A case study
- Remedies in purchase and sale agreements
- Special issues arising from condemnation disputes
- Remedies in leases and development agreements
- Foreclosure and receivership
- Remedies for restrictive covenant and easement disputes
- Update on options for equitable remedies

Watch for our telebrieffings on major legal developments.

Members of our distinguished faculties will present analyses of major decisions and other developments as soon as they happen in a one-hour telephone conference.

If you wish to receive announcements for telebriefings that affect you, please make sure we have your email address—send it to me, H. Kate Johnson, President:

kate@lawseminars.com

Law Seminars International News:

Upcoming Seminars:

Land Use in Eastern Washington	July 14 & 15, 2008	Walla Walla, WA
Buying & Selling Hotels	August 18, 2008	Seattle, WA
Real Estate Joint Ventures	September 25 & 26, 2008	Seattle, WA
Commercial Real Estate Leases	October 2 & 3, 2008	Phoenix, AZ
Growth Management Act	November 17 & 18, 2008	Seattle, WA
Commercial Real Estate Leases	December 4 & 5, 2008	Seattle, WA
Marine Shoreline Development	February 4, 2009	Seattle, WA

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