

Featuring Speakers From:

- CBRE, Inc.
- CenturyPacific
- Clark Fadden Commercial Real Estate
- Davis Wright Tremaine
- Fidelity National Title Group
- First American Title Insurance Co
- Jameson Babbitt Stites & Lombard
- Lane Powell
- Loeffler Law Group
- Marten Law
- Northwest Commercial Mortgage Company
- Ryan Swanson & Cleveland
- Schnitzer West, LLC
- Schweet Linde & Coulson
- Tousley Brain Stephens
- Van Ness Feldman
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The 25th Annual Advanced Conference on

Commercial Real Estate Purchases & Sales

The structuring, financing, negotiation, documentation, enforcement, and due diligence of commercial property sales



April 18 & 19, 2019

Seattle, Washington

Crowne Plaza Hotel - Seattle Downtown

Credits: 10.75 WA MCLE (1 Ethics) | 10.75 WA LPO (1 Ethics) | 12.50 WA Real Estate
(call about others)

Quick when/where: 9:00 a.m., 1113 Sixth Avenue

Real Estate Purchases & Sales Conference

April 18 & 19, 2019 | Seattle, Washington
Crowne Plaza Hotel - Seattle Downtown



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If you cannot attend in person, check boxes to order:

- Audio Replay Video Replay Course Materials

19APSWA WS



8:30 Registration Opens

9:00 Introduction: Anatomy of a Purchase & Sale Agreement and Most Common Points of Contention

A look at the "must include" provisions and specific sticking points

Jennifer Dunn Cobb, Esq., Program Co-Chair
Jameson Babbitt Stites & Lombard ~ Seattle, WA

Brian L. Lewis, Esq., Program Co-Chair
Ryan Swanson & Cleveland ~ Seattle, WA

10:15 Break

10:30 Pre-PSA Processes

Broker and lawyer perspectives on pre-listing analysis, marketing options and alternative processes for buyer selection and negotiation of pre-PSA deal terms

Trevor Clark, Principal
Clark Fadden Commercial Real Estate ~ Seattle, WA

Marco de Sa e Silva, Esq.
Davis Wright Tremaine ~ Seattle, WA

11:15 Title Insurance and Survey Issues

Key issues in review of easements and CCRs; special issues for condominiums and other forms of ownership; buyer title objections and requirements, seller responses and pro forma title policies

John W. Jones, Sr. VP, Senior Commercial Underwriter
Fidelity National Title Group ~ Seattle, WA

Chantale Stiller-Anderson, Esq.
Van Ness Feldman ~ Seattle, WA

12:15 Lunch (on your own)



1:30 Buyer Due Diligence

In general: Example checklists with various due diligence tasks; use of third party consultants and specialists; relative timing considerations; due diligence waivers

Michael A. Nesteroff, Esq.
Lane Powell ~ Seattle, WA

Land use: Zoning, entitlements, and other land use issues

Alan L. Wallace, Esq.
Williams Kastner & Gibbs ~ Seattle, WA

Environmental investigations: Scoping issues for Phase 1 and Phase 2 environmental studies; invasive vs. non-invasive testing; practicalities including the need for realistic timeframes

Richard H. Allan, Esq.
Marten Law ~ Portland, OR

3:15 Break

3:30 Economic Due Diligence: Leases and Other Income Streams

Tenant interviews, estoppel certificates and Subordination, Non-Disturbance and Attornment agreements

Gregory G. Lutje, Esq.
Ryan Swanson & Cleveland ~ Seattle, WA

4:15 Buyer Structures

Options for ownership and capital structures; tips for finding the structure that best fits the property and buyer group; special issues for foreign entity involvement

Steven L. Wood, Esq., Founder and Managing Director
CenturyPacific ~ Seattle, WA

5:00 Continue the Exchange of Ideas: Reception for Faculty and Attendees

Sponsored by Jameson Babbitt Stites & Lombard and Ryan Swanson & Cleveland



About the Conference

LAW SEMINARS INTERNATIONAL

What previous attendees have said:

"The seminar was very well presented, and the presenters were top notch. Thank you for your efforts and those of the presenters."

"All the presenters were well prepared."

"Overall content was excellent as always!"

"Great social happy hour on Thursday evening."

The market for purchase and sale of commercial real estate is often competitive and fast paced. Just as each piece of real property is unique, each sale transaction will inevitably present its own set of details, issues, and complexities, as well as the deal-specific motivations, goals, and requirements of the seller and buyer. The 25th Annual Conference on Advanced Commercial Real Estate Purchases & Sales will provide up-to-date information on the current market and tools, insights, issues, and examples necessary to allow real estate legal and other professionals to succeed in their pertinent roles.

The conference is designed to flow like a transaction itself: We begin with a discussion of "pre-sale" analysis and process, followed by presentations by real estate lawyers on necessary details and common issues in negotiation of the PSA. We then hear presentations and discussions between buyers, sellers, and other real estate specialists regarding physical, title and economic due diligence, ownership structures, financing, closing procedures and issues, defaults and remedies and real-life ethical challenges.

This conference is a must for anyone who does, or desires to, play a role in the realm of real property purchases and sales.

~ Program Co-Chairs: Jennifer D. Cobb, Esq. of Jameson Babbitt Stites & Lombard and Brian L. Lewis, Esq. of Ryan Swanson & Cleveland



9:00 Market Update

Developer perspective

Steve Cook, Investment Partner
Schnitzer West, LLC ~ Bellevue, WA

Capital markets view

James Bach, First Vice President, Capital Markets
CBRE, Inc. ~ Seattle, WA

10:00 Break

10:15 Financing

Key issues in the negotiation of mortgage loan documents

Gary W. Beem, Co-Founder
Northwest Commercial Mortgage Company ~ Seattle, WA

11:00 The End Goal: Anticipating Logistics and Other Issues for Escrows & Closings

Coordination tips for smoother closings: Avoiding documentation and procedural problems; resolving pro-ration disputes and minimizing loan-funding delays

Crystal Flood, Esq., Commercial Closing Counsel
First American Title Insurance Co ~ Seattle, WA

11:45 Lunch (on your own)

1:00 Deals Gone Bad: Rights & Remedies

Importance of PSA language; remedies for seller and buyer defaults; pertinent statutes and case law

Thomas S. Linde, Esq.
Schweet Linde & Coulson ~ Seattle, WA

Christopher I. Brain, Esq.
Tousley Brain Stephens ~ Seattle, WA

2:00 Ethical Issues for Real Estate Lawyers

Review of ethics for transactional attorneys with examples of ethical issues arising in connection with real estate transactions

Evan L. Loeffler, Esq.
Loeffler Law Group ~ Seattle, WA

3:00 Evaluations and Adjourn

Related Seminars & Replays:

Moving In-House and Toward the C Suite	April 4-5, 2019	Seattle, WA
Commercial Real Estate Leases	December 13-14, 2018	Seattle, WA
GMA and Land Use	November 15-16, 2018	Seattle, WA
Clean Water and Stormwater	August 16-17, 2018	Seattle, WA
Water Law in Washington	June 14-15, 2018	Seattle, WA

See more at www.lawseminars.com



Registration & Other Conference Information

To Register:

Call us at: 206-567-4490
Fax the registration form to us at: 206-567-5058
Email us at: registrar@lawseminars.com
Online: www.lawseminars.com
Mail the registration form on the front page.
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 \$895 with a group rate of \$805 each for two or more registrants from the same firm. For government employees, we offer a special rate of \$670. For students, people in their job for less than a year, and public interest NGO's, our rate is \$447.50. All rates include admission to all program sessions, food and beverages at breaks, and all course materials. Materials will be available for download and review a few days before the program. Make checks payable to Law Seminars International. Financial aid is available to those who qualify. Contact our office for more information.

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 Friday, April 12, 2019. After that time, we will credit your tuition toward attendance at another program or the purchase of a video or audio replay.

Location: The conference will be held at the Crowne Plaza Hotel - Seattle Downtown at 1113 Sixth Avenue in Seattle, WA 98101. Call the hotel directly at (206) 464-1980 for reservations.

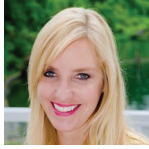
Continuing Education Credits:

Live credits: This program qualifies for 10.75 WA MCLE (including 1 Ethics), 10.75 WA LPO (including 1 Ethics), and 12.50 WA Real Estate credits. Upon request, we will apply for, or help you apply for, CLE credits in other states and other types of credits.

Time Shift Your Content:

Audio podcasts and video replays, with course materials, are available at the same price as live attendance. The course materials alone are available for \$100. Replays will be available within one-week after the program or from the date we receive payment.

Faculty: Real Estate Purchases & Sales Conference



Jennifer Dunn Cobb, Program Co-Chair, is a member at Jameson Babbitt Stites & Lombard. She represents developers, owners, users, purchasers, and lenders in all aspects of real estate transactions, including development, leasing, sales and acquisitions, entity formation, and financing.



Brian L. Lewis, Program Co-Chair, is Chair of the Real Estate, Development & Finance Group at Ryan Swanson & Cleveland. He focuses his practice on real estate transactions and debtor/creditor relations.



Richard H. Allan is the managing partner of Marten Law's Portland office. He represents developers in the acquisition, siting, expansion and operation of major projects, with an emphasis on energy facilities, but also including industrial facilities, ski areas, and destination resorts.



James Bach is First Vice President, Capital Markets for CBRE, Inc. He originates mortgages (construction, bridge, mezzanine and permanent) and equity opportunities for correspondent life insurance companies, banks, pension funds, conduits (CMBS), agency lenders, credit companies and other institutional investors.



Gary W. Beem, Co-Founder of Northwest Commercial Mortgage Company, previously worked at George Elkins Company, Peoples Bank Mortgage, and Rainier Mortgage.



Christopher I. Brain is a co-founder of Tousley Brain Stephens. He has handled litigation regarding purchase agreement disputes; specific performance and foreclosure actions; restrictive use covenants and construction; ownership and management of closely held businesses

including complaints of fiduciary breach; disputes by and among partners or shareholders in closely held entities.



Trevor Clark, a Principal at Clark Fadden Commercial Real Estate, specializes in the office sector of corporate real estate. Prior to focusing on tenant representation and investment sales, he had a landlord portfolio of 3 million square feet in downtown Seattle.



Steve Cook is an Investment Partner at Schnitzer West, LLC. It is one of the West Coast's leading real estate development & property management firms.



Marco de Sa e Silva is the former Chair of the firm's Real Estate and Land Use Practice Group at Davis Wright Tremaine and represents clients in real estate transactions and land development projects.



Crystal Flood is Commercial Closing Counsel at First American Title Insurance Co.



John W. Jones is Sr. VP, Senior Commercial Underwriter for Fidelity National Title Group. He oversees underwriting for local, multi-county, and multi-state transactions for the firm's Seattle commercial division.



Thomas S. Linde is a Member at Schweet Linde & Coulson. He is one of the leading experts in the areas of real estate, and creditor's rights and remedies law.



Evan L. Loeffler, Loeffler Law Group, represents property management companies, landlords, and commercial tenants in Seattle and surrounding counties. He is also co-author of the Real Estate Closing Deskbook, Third

Edition, published by the American Bar Association.



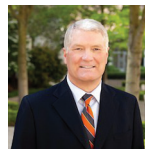
Gregory G. Lutje is Of Counsel at Ryan Swanson & Cleveland. He focuses his practice primarily on leasing, acquisitions, dispositions, financing/refinancing, development and entitlements.



Michael A. Nesteroff is a partner at Lane Powell. He has extensive experience representing clients in environmental litigation, agency negotiations, property acquisition and leasing issues, and counseling clients on risk and compliance.



Chantale Stiller-Anderson is Of Counsel at Van Ness Feldman. Prior to joining Van Ness Feldman, Chantale spent over 10 years as commercial closing counsel for major private development clients at First American Title.



Alan L. Wallace is a member of Williams Kastner & Gibbs. He counsels private and non-profit real estate owners, developers, and investors in obtaining, protecting, and litigating real property rights.



Steven L. Wood is the Founder and Managing Director of CenturyPacific. Prior to founding CenturyPacific, he served as the Senior Executive of Burlington Northern Railroad's real estate subsidiary.



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Who Should Attend:
Attorneys, brokers, property managers, owners, buyers, appraisers, Limited Practice Officers, and other real estate professionals

You Will Learn About:

- Market Update
- Pre-PSA processes
- The most common points of contention when negotiating purchase & sale agreements
- Title insurance and survey issues
- Buyer due diligence
- Buyer structures and financing
- Logistics and other issues for escrows & closings
- Rights & remedies for deals gone bad
- Ethical issues for real estate lawyers

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