

Handling Real Estate Transactions With Confidence

Know the Process From A to Z

SEATTLE, WASHINGTON — AUGUST 3, 2011

Faculty

Luis F. Aragon — *Aragon Law*
Kerry S. Bucklin — *Bucklin Evens PLLC*
Mark E. Funke — *Funke PS Law Offices*
Erin G. Howshar — *McNaul Ebel Nawrot & Helgren, PLLC*
Timothy W. Jones — *Lane Powell PC*
John Paul Turner — *Rodgers Deutsch & Turner*
Jose F. Vera — *Vera & Associates*
Marc O. Winters — *McNaul Ebel Nawrot & Helgren, PLLC*

Continuing Education

CLE - 6.5

See inside for details!

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SEMINAR OUTLINE

I. RECENT DEVELOPMENTS AND LEGISLATIVE UPDATE

8:30 - 9:30, Luis F. Aragon and Mark E. Funke

II. TITLE INSURANCE AND SURVEY REVIEW: WHAT YOU NEED TO KNOW

9:30 - 10:30, John Paul Turner

- A. The Title Commitment
- B. Requests and Revisions to Consider
- C. Survey Review: Why and What to Look For
(Zoning, Setbacks, Easements, Right-of-Way Issues, Etc.)
- D. Beneficial and Burdensome Easements
- E. Determining the Best Course of Action When Dealing With Title Defects and Encumbrances
- F. The Title Policy and Endorsements
- G. Property Valuation

III. STEP-BY-STEP THROUGH THE PURCHASE CONTRACT

10:45 - 12:15, Erin G. Howshar and Marc O. Winters

- A. Initial Considerations, Due Diligence Responsibilities and Disclosure Obligations on Commercial Real Estate Transactions
- B. Reviewing Pre-Negotiated Terms and Conditions
- C. Essential Elements of the Contract
 - 1. Parties Such as Business Entities and Trusts
 - 2. Granting Clause
 - 3. Legal Description of Property: Avoiding Pitfalls
 - 4. Purchase Price
 - 5. Real Estate Tax Proration
 - 6. Earnest Money Escrow
 - 7. Representations and Warranties
 - 8. Contingencies/Closing Preconditions
 - 9. Indemnity Provisions
 - 10. Environmental Provisions
 - 11. Default and Remedies
 - 12. Other Miscellaneous Provisions

IV. ETHICAL CHALLENGES IN REAL ESTATE

1:15 - 2:15, Jose F. Vera

- A. Attorneys' Fees Disputes
- B. Who is Your Client?
- C. Conflicts of Interest
- D. Liability During Closing and Post-Closing Procedures
- E. Disclosure of Defects
- F. Duty to Report Unethical Conduct/Fraud

V. FINANCING COMMERCIAL PROPERTY ACQUISITIONS

2:15 - 2:45 and 3:00 - 3:35, Timothy W. Jones

- A. Standard Loan Documents
- B. Security Agreements
- C. Assignments of Leases and Rents
- D. Additional Guarantees
- E. Cross Collateralization
- F. Drafting Resolutions to Address Authority Issues

VI. THE CLOSING

3:35 - 4:40, Kerry S. Bucklin

- A. Closing Checklist
- B. Closing Documents and Procedures: A Walk-Through
 - 1. Types of Deeds
 - 2. Closing Statement
 - 3. Other Forms
- C. Types of Closings: Escrow and New York
- D. What to Do When Good Closings Go Bad

*If needed, the above agenda may be changed to best accommodate all of our attendees.

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SEMINAR OVERVIEW

ABOUT THIS SEMINAR

Successfully Handle Commercial Real Estate Transactions

Do you know how to confidently navigate through commercial property transactions - dotting all your i's, handling issues that arise, and using proactive strategies to prevent future disputes? This fundamental course will give you the tools you need to handle each step of the transaction. Don't miss this opportunity to get the latest information and techniques to ensure a smooth real estate deal. **Register today!**

BENEFITS OF ATTENDING

- Stay up to date on recent real estate developments and new laws.
- Recognize the scope of the seller's disclosure obligation and the buyer's due diligence responsibilities.
- Walk through the essential components of the purchase contract, including representations and warranties, contingencies, indemnity provisions, environmental provisions, etc.
- Determine the best course of action for handling title defects and encumbrances.
- Make reviewing land surveys easy by knowing the specific zoning and land use issues to look for.
- Gain insight into how the title insurance policy is prepared and what it typically covers.
- Anticipate problems and think on your feet to resolve issues that may arise on the date of the closing.
- Know what procedures need to be completed after the closing paperwork is signed.
- Maintain an ethical practice by avoiding conflicts of interest and disclosure pitfalls.

WHO SHOULD ATTEND

This A to Z course provides the fundamentals of commercial real estate transactions for:

- Attorneys
- In-House Counsel
- Paralegals
- Lenders
- Real Estate Professionals
- Title Insurance Professionals

CREDIT INFORMATION

This seminar is a valuable opportunity to get the continuing education that's so crucial to keeping up to date in your profession. Not only was this program carefully designed to meet its educational objectives, but you can also take advantage of specific continuing education credits we've arranged with appropriate accrediting organizations.

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For additional questions regarding continuing education credits, please contact us at **866-240-1890**.

CLE - 6.5 - Approved for 6.5 hours of Washington continuing legal education credit, which includes 1.0 hour of ethics.

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ADDITIONAL LEARNING OPPORTUNITIES

VIDEO WEBCASTS

Video webcasts offer attendees the opportunity to gain continuing education training through streaming audio and video.

You will also be able to view and print the reference manual, and submit questions electronically for live responses! Check out some of these upcoming video webcasts!

July 6 Evidence Tactics in Divorce: Electronically-Stored Information (57575ER)

July 13 Evidence Tactics in Divorce: Medical Records and Evaluations (57582ER)

July 20 Evidence Tactics in Divorce: Witness Testimony (57586ER)

To register, visit us online at www.nbi-sems.com or call 800-930-6182.

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Can't leave the office for an entire day?

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July 6 Step-by-Step Through the Foreclosure Process (57180ER)

July 7 Foreclosure: Property Preservation and Disposition (57178ER)

July 7 Jumping Witness Examination Hurdles (56739ER)

July 14 What to do When Opposing Counsel is a Bully (56741ER)

July 19 Insurance Subrogation Basics (57177ER)

July 28 Special Issues When Foreclosing on Various Property Types (56500ER)

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CDs & BOOKS

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© June 2010 148 Pages (FP52702)

Whether you're new to this area of practice or just need a refresher, this comprehensive overview is for you! Examine the fundamentals of residential landlord tenant law and gain applicable legal knowledge on landlord and tenant rights and obligations, leases, evictions, bankruptcy issues and the nuances of subsidized housing. Be prepared to successfully handle residential rental disputes with a firm legal foundation? order today!

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OUR DISTINGUISHED FACULTY

LUIS F. ARAGON is a real estate attorney with 3 years of experience handling residential and commercial transactions and litigation. Mr. Aragon has assisted both landlords and tenants in resolving disputes and navigating the intricacies of The Residential Landlord-Tenant Act. He has also worked with owners and homeowners associations to resolve disputes concerning regular and special assessments. Mr. Aragon also works with residential property owners who seek to protect the integrity of their property. He routinely assists Mark K. Funke on commercial real estate transactions by providing support and offering a second opinion when necessary. Mr. Aragon attended the University of Washington, where he received a B.A. degree, in History, and a B.S. degree, in Biochemistry, in 2003. He received his J.D. degree from the University of Washington School of Law in 2008 and opened his own practice immediately. Mr. Aragon provides pro bono estate planning services to residents of the Bailey-Boushay House through the Volunteer Attorneys for People with Aids program of the King County Bar Association.

KERRY S. BUCKLIN is a partner with Bucklin Evens PLLC, where his practice areas include: condominium development, commercial real estate development, landlord/tenant and commercial lending/borrowing. He is responsible for commercial real estate transactions representing developers, including tying up the property, forming and structuring the development entity to address economic, tax and liability protection issues, drafting syndication documents, loan documents, and sale agreements. Mr. Bucklin is also primarily responsible for the representation of several lender clients, and often represents landlords, tenants, buyers, and sellers in traditional real estate transactions. He is a Certified Clock Hour Instructor for the Washington Association of Realtors and the Commercial Brokers Association and frequently speaks on Real Estate Agency and Commercial Real Estate Forms. He is also a frequent speaker for the Washington Bar Association Continuing Legal Education. He is the primary author of the real estate forms for the Commercial Brokers Association. Mr. Bucklin received his B.A. degree from the University of Washington and his J.D. degree from the University of Washington School of Law.

MARK E. FUNKE is a commercial real estate attorney with 14 years of experience in commercial real estate. Mr. Funke invests in real estate on his own, including private money loans and operating office, industrial, retail, and residential property. This experience allows him to bring the unique perspective of the investor to his role as attorney. Mr. Funke has helped clients complete deals ranging from the lilliputian to the purchase of a \$43 million complex. He received his J.D. degree from the University of Washington School of Law in 2002. After graduating, he clerked for Justice Richard B. Sanders of the Washington State Supreme Court and then in 2003 launched his own practice. Mr. Funke participated in the University of Washington Commercial Real Estate Certificate program in 2007 and has been named a Super Lawyer and Rising Star by Washington Law and Politics in 2005, 2007, 2009, and 2010.

ERIN G. HOWSHAR is an associate at the law firm of McNaul Ebel Nawrot & Helgren, PLLC, where her practice focuses on real estate and business. She has extensive experience representing clients in real estate transactions, including secured and unsecured financing, mezzanine debt, purchases and sales, construction contracts and commercial leases. Ms. Howshar also negotiates and drafts a broad range of business contracts, including asset purchase

agreements, assignments, commercial licenses, employment and severance agreements, and management agreements. She is admitted to practice in Washington State and Wyoming. Ms. Howshar earned her B.A. degree, magna cum laude, from St. Louis University and her J.D. degree from Washington University School of Law.

TIMOTHY W. JONES is an attorney at Lane Powell PC, where he focuses his practice on real estate financing, purchase and sale transactions, property management, tenancy in common agreements, commercial leasing and distressed real estate. His experience with distressed real estate includes commercial loan workouts, note sales, short sales, deeds in lieu and nonjudicial foreclosures. Mr. Jones is also a frequent speaker and author on real estate issues. He has been published in the *Puget Sound Business Journal* and *BUILDERnews* magazine. In addition, he often speaks at Building Owners and Managers Association of Seattle King County's educational programs. Mr. Jones is also a Certified Real Estate Instructor by the Washington State Department of Licensing to instruct courses in numerous real estate subject matters, and serves as a faculty member at North Seattle Community College in its Real Estate Program.

JOHN PAUL TURNER is a partner in the Bellevue law firm of Rodgers Deutsch & Turner, where his practice is focused in the areas of condemnation and real estate valuation litigation. He represents both private individuals and corporate property owners against federal, state and related governmental and municipal entities throughout Washington state. He earned his B.S. degree from Santa Clara University and his J.D. degree from Willamette University. Mr. Turner is former president of the Puget Sound Chapter of the International Right of Way Association.

JOSE F. VERA is a member of the five-person law firm of Vera & Associates, where his practice focuses on general commercial litigation, real estate litigation, bankruptcy litigation, community association law and related litigation and commercial leasing. He has lectured on contract disputes for the Washington State Paralegal Association; commercial evictions and bankruptcy for the Building Owners and Managers Association; and previously has lectured for National Business Institute. Mr. Vera is a member of the Washington State Bar Association. He earned his B.A. and J.D. degrees from the University of Washington.

MARC O. WINTERS is a member of the law firm of McNaul Ebel Nawrot & Helgren, PLLC, where his practice focuses on a wide range of real estate and business transactions predominantly involving the financing, acquisition, development, management, restructuring and disposition of commercial real estate projects and branded assets. Mr. Winters also counsels pension fund advisory firms and tax-exempt investors on a variety of issues relating to the structuring of business transactions and all aspects of real estate investments. He has been designated as a LEED Accredited Professional by the United States Green Building Council (USGBC). The Leadership in Energy and Environmental Design (LEED) Green Building Rating System is the nationally accepted benchmark for the design, construction, and operation of high-performance green buildings. As a LEED Accredited Professional, Mr. Winters is able to advise owners, developers, lenders, contractors and architects on a variety of legal issues pertaining to green building and assist them in evaluating and navigating the LEED certification process. He earned his B.S. degree, with honors, from the University of Oregon School of Business and his J.D. degree from the University of Oregon School of Law, Order of the Coif.

SEATTLE — AUGUST 3

Washington State Convention Center

800 Convention Place, Seattle WA 98101

Phone: 206-694-5000

SCHEDULE

Registration 8:00 — 8:30 am Seminar 8:30 am — 4:40 pm

Complimentary snacks and refreshments are provided. Lunch is on your own.

TUITION

\$359 for the first registrant

\$349 for each additional registrant

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