

REAL ESTATE

Whether you are a growing business looking to expand your footprint or manage an existing portfolio, many companies are challenged by the complexity of the law affecting the real estate industry. Lawyers in Armstrong Teasdale's Real Estate practice area represent international and domestic developers, lenders, investors, mortgage servicers, insurers, financial institutions, high-net-worth individuals, institutional and corporate owners, governmental entities, property managers, tenants, construction companies and brokers in all areas of real estate law. The practice includes experience with developers and governmental entities in both incentive-based redevelopment and traditional projects.

The Real Estate practice area is structured to provide targeted, interdisciplinary knowledge for virtually every transaction, project and industry. Our real estate lawyers work closely with the firm's Public Finance lawyers to identify opportunities for development incentives, including the negotiation and coordination of available incentives from state and local agencies.

Our Real Estate lawyers also work closely with the firm's Litigation practice group in matters involving eminent domain, land use and zoning disputes, ownership issues, commercial leasing, easements, municipal annexation, development claims, possession and trespasser claims, leasehold enfranchisement, and all aspects of commercial landlord and tenant work. Our lawyers also represent construction professionals and property owners in matters involving mechanic's liens and construction disputes.

Further, our skilled lawyers represent clients in resolving issues in connection with troubled loans, special assets and commercial and residential loans, at every stage of the recovery process. We also handle title insurance matters, including title insurance coverage and major claims litigation, foreclosures, evictions and disputes involving real estate owned properties (REOs).

We assist clients across all industry sectors, including retail, leisure and hospitality, land conservancy organizations, manufacturing, municipalities, energy and natural resources, construction and development, financial services, title insurance underwriters, education and planning authorities with:

- Annexation
- Asset Management
- Acquisitions, Sales and Leasing
- Build-to-Suit Transactions
- Commercial and Residential Claims
- Construction Contracts and Dispute Resolution
- Corporate Real Estate
- Development (brownfields, urban, residential and mixed use, affordable housing)
- Development Claims (including rights of way and rights to light, restrictive covenants and site due diligence)
- Development Financing
- Development Incentives
- Disputes (including those related to REOs)
- Easements and Third-Party Rights

- Eminent Domain
- Energy Projects
- Entity Formation
- Environmental Law
- Financing
- Foreclosures and Evictions
- Historic Tax Credits
- Landlord and Tenant (including dilapidations, lease renewals and terminations, breach of covenant claims and rent reviews)
- Land Use Approvals
- Mineral Rights
- New Markets Tax Credits
- Orders for Possession, Trespassing Disputes and Eviction
- Planning and Boundaries Work
- Property Management
- Public Utilities
- Real Estate Brokerage
- Title Insurance and Major Claims

EXPERIENCE

Representation of National Chain Tenants

Represented tenants of national chains (drug, financial and fast food), insurance companies, petroleum and manufacturing companies on a national basis.

\$55 Million Sale of Advertising Company

\$55 million sale of advertising company to public company. The asset sale transaction involved the sale of rights in over 400 locations in four states, the transfer of over 1,000 advertising contracts, and the sale of two commercial buildings. The team helped the client navigate various corporate governance issues and achieve its goal of selling the business.

Borrower's Counsel on \$46 Million Real Estate Loan

Served as borrower's counsel on a \$46 million real estate loan secured by a 312-unit multifamily residential development.

Contract Negotiations for Architectural Firm

Represented a global architectural and design firm in contract negotiations as part of a multi-year renovation of a national thoroughbred horse racing park. The client requested several contract revisions subsequent to the bidding process, which were successfully negotiated.

Acquisition of Transmission Line Easements for Energy Client

Assisted client in securing transmission line easements by negotiation and condemnation.



45,000-Square-Foot Lease Negotiation for Real Estate Company

Represented a national real estate owner and management company in the complex lease negotiation for nearly 45,000 square feet of commercial office space in suburban St. Louis for a professional services company providing technology services to the federal government.

Purchaser's, Lender's Counsel for \$20.8 Million Credit Facility

Served as purchaser's and lender's counsel with respect to a \$20.8 million credit facility related to the acquisition and development of a 216-unit low-income multifamily housing project located in South Carolina.

\$10 Million Mining Operation, Real Estate Acquisition

Served as real estate counsel in approximately \$10 million acquisition of mining operations and associated real estate in southwest Missouri, including negotiation of the purchase and sale agreement; drafting and negotiation of several new easement agreements for cross access, utilities and rights of way; negotiation of new mineral leases; and extensive title and survey review of approximately 880 fee-owned acres and approximately 1,000 leased acres of real estate.

Property Acquisition, Construction Contracts, Public Incentives for 1 Million-Square-Foot Development

Represented a health care client in acquisition of property for a multi-building campus development in excess of 1 million square feet. Negotiated design and construction contracts for the project, as well as a public incentive package valued at more than \$450 million.

Counsel to National Property Data Lender

Served as counsel for compliance and litigation defense to national public corporation in connection with real property.

Counsel to National Mortgage Servicer Defending Consumer Protection Claims and Affirming on Appeal Second Trial Judge's Authority to Rule Conversely on Second Summary Judgment

Served as counsel to lender/servicer in defense of multi-count counterclaim for damages in context of foreclosure action, affirmed on appeal following differing decisions by original and successor trial judge.

Counsel to Land Engineer in Defense of Property Flooding Claims

Served as counsel to engineer in connection with damages claim for water runoff in development and appeal of writ of prohibition as to inverse condemnation claim.

Counsel for Multimillion-Dollar Commercial Real Estate Transaction

Served as borrower's counsel issuing borrower's opinion letters for several large commercial real estate transactions.

Trial Counsel on Breach of Contract Damages and Assignment of Contract, Affirmed on Appeal

Served as Plaintiff's counsel and lead trial counsel on damages claim for breach of contract and/or negligence and rights on assignment. Matter affirmed on appeal, per curiam.

Counsel to Secured Creditor in Beer Distributorship Bankruptcy

Served as counsel to mortgage lender in Chapter 11 of Central Illinois closely held beer distributor.

Assignment of Interests in Limited Partnerships Owning 700+ Kansas Apartment Units

Assisted multiple general partner entities with the assignment of their interests in 38 limited partnerships that own approximately 700 multifamily apartment units located in the State of Kansas. The assignments included seeking approval and consent to the transfers from approximately 100 limited partners, the Kansas Housing Resources Corporation, the U.S. Department of Housing and Urban Development, and the U.S. Department of Agriculture - Rural Development.

Assignment of Interests in Limited Partnerships Owning 500+ Tennessee Apartment Units



Assisted multiple general partner entities with the assignment of their interests in approximately 20 limited partnerships that own 500+ multifamily apartments units located in the State of Tennessee. The assignments included seeking approval and consent to the transfers from approximately 100 limited partners.

Renegotiation of Nearly 1,000 Retail Leases for Men's Clothing Retailer

Completed a two-phase renegotiation of nearly 1,000 retail leases across the United States and Canada for a men's retail clothing client in connection with COVID-19 impacts and the client's emergence from Chapter 11 bankruptcy proceedings. In the first phase, we negotiated rent deferral agreements for nearly 400 retail locations in connection with the impact of COVID-19 and related government-mandated closures on the client's operations; and assisted with nearly two dozen litigation matters relating to closures in several states. In the second phase, following the client's declaration of Chapter 11 bankruptcy, we renegotiated nearly 850 retail leases assumed by the client in connection with the bankruptcy proceedings, successfully finalizing and obtaining full execution of nearly 99% of renegotiated leases submitted for legal review, nearly three times the success rate the client had originally anticipated.

Acquisition of Central and Southeastern Missouri Beer Distribution Business

Represented a St. Louis beer distributor, one of the largest privately held companies in the region and one of the largest distributors of beer, wine, spirits and other non-beer products, in its purchase of a distributing company serving customers throughout central and southeastern Missouri. The acquisition adds to the client's annual distribution volume and further expands its market share in the region.

Leveraged Bona Fide Lender Defense to Secure Summary Judgment for Client

Obtained summary judgment in the Missouri 23rd Judicial Circuit Court for a lender client regarding competing claims over property used as collateral for a loan, which was incorrectly identified in the deed. Used the bona fide lender defense to defeat plaintiff lender's argument that the description of the collateral property on the deed was mistakenly swapped; and that the plaintiff lender's failure to identify the correct property at its loan origination prevented the court from using its equitable powers to swap the collateral.

Defeated Motion to Cancel Notice of Pendency in \$1.5 Million Dispute

Defeated a motion by property owner to cancel client's notice of pendency on real property, on grounds that property owner was "alter ego" of parties who defaulted on the loans totaling \$1,545,000.

Secured \$26 Million Jury Verdict for Developer

Led a litigation team to secure a \$26 million jury verdict for client and developer in a protracted case brought by an adversarial homeowners' association fighting to stop the development of a luxury condominium project in Aventura's Dumfoundling Bay. The case won recognition as No. 7 in the "Top 10 Verdicts in Florida" in 2018.

Secured Summary Judgment for Developer and Others

Secured summary judgment in favor of developer and various other entities, and three individuals against defamation and malicious prosecution claims in federal court seeking punitive damages.

Secured Spoliation of Evidence Order in Apartment Building Claim

Secured a spoliation of evidence order and "adverse inference" against any claim for liability at a jury trial in a \$45 million claim against the property manager, termite company and other parties affiliated with a residential apartment complex near the University of Central Florida.

Defeated Prior Owner in Bid for Historic Mansion

Successfully defeated a claim by a prior owner to retake one of the few remaining historic mansions along Miami's Brickell Avenue in a prolonged trial with millions of dollars at stake.

Counsel for Successor Trustee Related to a Commercial Foreclosure



Managed and conducted foreclosure of commercial real estate located in Missouri which sold for over \$6 million.

Counsel in Commercial Litigation, Foreclosure, Special Assets and Receivership Matters

Served as counsel to local, regional and national lenders in numerous commercial litigation and foreclosure, special assets and receivership matters involving the sale and liquidation of nearly every type of real property and collateral, as well as workouts, including: office parks, mobile home parks, factory, warehouse and manufacturing properties, retail centers, marinas, medical offices and equipment, transportation development districts (TTDs), liquor stores, turkey farms, cattle, farm products and equipment, hotels, dry cleaners and many more.

Managed Over 4,000 Missouri Non-judicial Foreclosures

Supervised and managed over 4,000 non-judicial foreclosures in Missouri for successor trustee under deeds of trust regarding residential and commercial properties.

Counsel for Secured Lender in \$4 Million Commercial Transaction

Served as counsel for bank and drafted commercial loan documents with respect to loans totaling in excess of \$4 million and facilitated closing.

Counsel to National Bank in Collection on Commercial Loan

Served as counsel to national bank in collection on commercial loan, secured by multi-state collateral, including receivership.

Counsel for Secured Lender in \$8 Million Commercial Transaction

Served as counsel for bank and drafted commercial loan documents with respect to loans totaling \$8 million, secured in part by commercial real estate in Georgia and South Carolina, and facilitated multi-state closing.

Lead Trial Counsel to National Title Underwriter in Multimillion-Dollar Litigation

Served as lead trial counsel to national title underwriter in multimillion-dollar defense litigation, resulting in clarification of law in the Eighth Circuit on policy exclusions.

Counsel to Insured Homeowner Defeating Claim to Strip Ownership

Served as counsel to insured under owner's policy to successfully protect property title, in state court and on appeal, from adverse claims by neighbor and lender.

Commercial Condominium Buyout in Illinois

Advised a client with office space in a commercial condominium in Illinois on a transaction involving the buyout of a holdout owner.

Commercial Condominium Creation for Developer

Assisted a client in creating two new commercial condominium units in Maplewood, Missouri, including site evaluation, management of related legal issues, and negotiation with the Missouri Department of Transportation regarding their use of common ground for state highway expansion.

Developer Representation in Hospital Site Purchase

Represented the developer in the sale of a site to a Missouri health care system for the construction of a hospital.

Due Diligence for Rehab Center Prior to Development Deal

Evaluated site options and conducted due diligence on behalf of a rehabilitation company in advance of a deal for future development.

HUD Financing and Construction Agreement Negotiation for Major St. Louis Developer

Handled HUD financing and negotiated construction agreements for a multifamily housing building in Maplewood, Missouri.



Local Counsel to National REIT in Retail Center Purchase

Served as local counsel to a national REIT in the purchase of a retail center in Illinois. Drafted local opinion letters and handled due diligence.

Multifamily Housing Development Involving Historic Tax Credits

Counseled client on a multifamily housing development in the city of St. Louis, involving historic tax credits.

Advised Medical Marijuana License Applicants on Real Estate Matters

Counseled applicants in connection with choosing proposed medical marijuana facility sites, advised and assisted clients with understanding and securing zoning and land use approvals, and assisted with the negotiation and preparation of purchase contracts and leases.

\$145.9 Million Sale of Office Building, Land

Represented the seller in the sale of a 1 million-plus-square-foot Class A office building in downtown St. Louis, Missouri, in a unique separate sale of the fee (\$25.9 million) and the leasehold estate (\$120 million).

Real Property Partnership Dispute

Represented four limited partnerships in derivative action alleging that four separate apartment complexes in Manhattan were sold to an insider for less than fair market value in breach of the general partners' fiduciary duties, resulting in global settlement reimbursing limited partners for their losses.

Disputes Concerning Purchase of Unsold Co-op Shares

Represented major developer in a series of suits concerning the developer's attempted purchase of a large block of unsold co-op shares worth over \$200 million, the usurpation of that opportunity by an erstwhile joint venture partner, and a real estate broker's subsequent attempts to collect a fee in connection with the transaction resulting in a net payment of millions of dollars to the developer.

Defeated Preliminary Injunction Regarding Restrictive Covenant

Defeated a preliminary injunction motion seeking to enforce a restrictive covenant in a real estate contract.

Earned Arbitration Award for Michigan Avenue Property Owner

Earned an arbitration award for the owner of a Michigan Avenue property, defeating the developer's claim that it had substantially completed construction.

Judgment Against National Bank

Obtained summary judgment plus attorneys' fees against a national bank on behalf of the landlord in a commercial lease dispute.

Arbitration Award for Michigan Avenue Property Owner

Earned an arbitration award for the owner of a Michigan Avenue property, defeating the developer's claim that it had substantially completed construction.

Landlord-Tenant Dispute for National Hotel Operator

Successfully represented a national hotel operator in a lease dispute with its landlord at a downtown Chicago property. The client's primary goal was not to recover monetary damages, but rather to substantially extend the lease term. After taking over the case from prior counsel, we amended the complaint to add claims that the landlord and its affiliate had breached a territorial exclusivity covenant in the lease. We then sought discovery on the affiliate's profits from improperly competing with our client. After we obtained court orders requiring both defendants to comply with discovery, the landlord reversed its longstanding opposition to extending the lease and settled the case by entering into a 50-year lease.

Real Estate Investment Dispute for Minority Members

Assisted a group of minority members in multiple limited liability companies which were organized to facilitate real estate investments. The minority members were attempting to sell their interests to the majority member who was not negotiating in good faith. We drafted complaints alleging breach of fiduciary duty, among other things, which persuaded the majority member to purchase the minority members' interests. The complaints never had to be filed.

Representation of Real Estate Developer in Suit Against Local Municipality

Represented a shopping center developer in a lawsuit against a local municipality for damages related to the municipality's attempt to restrict consumer access to the shopping center's parking lot.

Defense of Developer, Personal Guarantor in Commercial Foreclosure Actions

Defended real estate developer and personal guarantor of loans in multiple commercial foreclosure actions.

Multimillion-Dollar Judgment for Commercial Landlord

Secured an \$8+ million judgment for a commercial landlord against a surety on a bond posted to secure WeWork's obligations as the tenant of a commercial building in Denver.

Acquisition of Transmission Line Easements for Energy Client

Assisted client in securing electrical power transmission line easements by negotiation and condemnation. Despite having an original list of 80 parcels of land, the team settled the majority on a compressed timeline and went to hearing on just four parcels, all of which were ultimately resolved in our client's favor.

Sizeable Judgment for Real Estate Client in Dispute

Represented real estate client in dispute with tenant and surety, and secured a sizeable judgment on the pleadings.

Successful Defense of Real Estate Developer at Federal Jury Trial and on Appeal

Represented real estate developer in several mechanic's lien suits and federal jury trial alleging breach of contract and violation of Illinois statutes concerning securities, consumer fraud, and condominiums. Obtained early dismissal of securities claim and part of a team that secured jury and bench trial verdicts entirely in client's favor. Successfully defended challenged rulings on appeal to the Seventh Circuit.

Obtained Summary Judgment on Consumer Fraud Claim for Mortgage Company

Obtained summary judgment on consumer fraud claim on behalf of mortgage company in dispute with former IT vendor and obtained favorable settlement.

Dismissal of Claims and Favorable Settlements in Representation of Real Estate Investment Firm

Represented real estate investment firm in disputes against lessees and former executives and secured dismissal of claims and favorable settlements.

Representation of Advertiser in First Amendment Challenge

Represented a billboard advertiser in a First Amendment challenge to a zoning ordinance preventing off-premise advertising in a successful appeal before the U.S. Court of Appeals for the Sixth Circuit.

Judgment for Commercial Real Estate Owner, Voiding Rejected Purchase Contract

Obtained a judgment order for a commercial real estate owner that held a property sales contract void under an attorney modification clause and dismissed the buyer-plaintiff's claim with prejudice.

Litigation Success Leads to Negotiated Victory for a National Hotel Operator

After substituting in as counsel for a commercial tenant in an eviction action, amended to add claims that the landlord and its affiliate had breached the lease's territorial-exclusivity covenant and sought discovery on the affiliate's profits from the forbidden competition with our client. After the court ordered our opponents to provide the discovery, the landlord relented and entered into a 50-year lease that ceded operational control of the property to our client, reversing the landlord's longstanding opposition to such terms.

**Appellate Victory Affirming Court-Ordered Removal of Illegal Billboard**

The Illinois Appellate Court affirmed a summary judgment order we obtained, compelling the removal of an illegal billboard that stalled completion of a shopping center development.

Complete Victory for Defendant/Counterclaimant at Trial, Affirmed on Appeal

Defeated all claims against a building owner at trial and obtained a seven-figure judgment on the owner's counterclaim against the contractor and its principals, including on veil-piercing theories and an award of attorney's fees. The victory was affirmed on appeal.

Defense of Owner Against REA Claims

Defended owner of landmarked high-rise building in claims brought by adjacent landowner under Reciprocal Easement Agreement (REA).

Handled Eviction Proceedings for Commercial Owner

Represented commercial owner in landlord-tenant eviction proceedings.

Defense in \$120 Million Claim for Negligent Real Estate Portfolio Advice

Defended global real estate services firm in \$120 million claim for negligent real estate portfolio advice.

Defense in Breach of Oral Contract Case Against Prominent Real Estate Developer

Defended claims asserted against prominent real estate developer for alleged breach of oral contract to share millions in profits.

Defense of Real Estate Services Firm in Multimillion-Dollar Veil-Piercing Case

Defended real estate services firm and related entities in multimillion-dollar veil-piercing claims.

Representation of Global Real Estate Lender in Multimillion-Dollar Contested Foreclosure

Represented global real estate lender in multimillion-dollar contested foreclosure of exclusive shopping center development project in Myrtle Beach, South Carolina.

Defense of Multimillion-Dollar Contract Claim Against Large Shopping Mall REIT

Defended multimillion-dollar contract claim concerning internet hosting services asserted against one of largest shopping mall real estate investment trusts (REITs).

Representation of One of the Largest Shopping Mall REITs in Multimillion-Dollar Dispute

Represented one of largest shopping mall real estate investment trusts (REITs) in multimillion-dollar contract dispute concerning private line telecommunications.

Enforcement of Noncomplete, Nonsolicitation Agreements for Global Real Estate Firm

Represented global real estate services firm in enforcement of noncompete and nonsolicitation agreements with former employee.

Defense in Case Alleging Breach of Fiduciary Duty, Breach of Partnership Agreement

Represented general partner of real estate partnership in defense of claims brought by limited partner for breach of fiduciary duty and breach of partnership agreement.

Representation of Court-Appointed Receivers in High-Profile Shopping Mall Foreclosures

Represented court-appointed receivers in numerous high-profile commercial foreclosures of shopping malls.

Representation in \$110 Million Receivership

Represented court-appointed receiver in \$110 million receivership concerning interrelated real estate companies.

Representation of High-Profile Retail Tenant in Breach of Lease Case



Represented high-profile retail tenant in its multimillion-dollar breach of lease claim against landlord concerning redevelopment of State Street Corridor in Chicago.

Emergency TRO Motion for Lender

Defended a secured lender's emergency motion for temporary restraining order to freeze assets of a computer software company.

Post-COVID-19 Lease Dispute

Represented a global e-commerce company in a commercial lease dispute.

Summary Judgment for Commercial Real Estate Lender

Secured a victory in the New York Supreme Court, Appellate Division, First Department, on behalf of a commercial real estate lender. A borrower and guarantors sought to void multiple loan, mortgage, note and guarantee agreements by claiming that the agreements were unconscionable and induced by fraud. The trial court granted summary judgment dismissing the claims and granting the client's counterclaims for foreclosure. The Appellate Division affirmed, following which the trial court issued a final judgment of foreclosure and sale.

Land Acquisition, Negotiations for Banking Client Expanding Footprint

Negotiated the acquisition of vacant land for the development of two new branch locations for a banking company in Northwest Arkansas. Worked with a local development team to negotiate access, signage and development approvals to facilitate design and construction of the new locations.

Acquisitions for Banking Client's Southern Expansion

Completed the acquisition of two sites in Northwest and Central Arkansas to facilitate a banking client's expansion. Worked closely with a local development team to ensure local approval of the bank's intended development. In addition, the team worked through local and subdivision architectural and site plan approvals, property investigation, site plan development and access negotiations across neighboring properties to ensure the one of the sites, which has a unique topography featuring a 40-foot vertical drop from east to west, was suitable for our client's intended development.

\$50 Million+ Corporate Debt Restructuring

Advised a client in a corporate debt restructuring of more than \$50 million that allowed it to part ways with the family of its deceased founder. The restructuring included a comprehensive court-approved settlement agreement involving the payoff of several debt obligations, the release of the related security agreement, the purchase and extinguishment of a warrant to purchase over 500,000 shares of common stock of the client's holding corporation, and the release of rights under multiple purchase agreements, including a stock purchase agreement. The negotiated settlement agreement price included approximately \$17 million of debt forgiveness to the client's benefit. Also represented the client in a \$2 million revolving loan and a \$44 million term loan, handled employment agreements for the CEO and CFO, negotiated landlord consents on client leases in dozens of locations, and provided assurances to the lender on the client's employee stock ownership plan.

Sale of 1.46-Million-Square-Foot Office Tower

Represented the buyer, a real estate investment, development and management company, in the purchase of a 1.46 million-square-foot office tower in downtown St. Louis.

Sale of 284-Acre Corporate Training Facility

Represented the seller, a global aerospace company, in the sale of its 284-acre corporate training site, including approximately 300,000 square feet of mixed-use space, to a not-for-profit Catholic media company for its corporate headquarters and graduate theology school.

\$9 Million in Sale-Leaseback Arrangements for Menswear Retailer



Represented a retail menswear holding company in the sale and leaseback of two retail locations, in Missouri and Michigan, and a distribution center in Florida, for a total of approximately \$9 million.

\$23.4 Million Sale of Corporate Headquarters

Represented a retail menswear holding company in the sale of its former corporate headquarters in California for \$23.4 million.

\$200 Million Construction Financing

Closed \$200 million in construction financing for construction of a health care client's headquarters expansion. Also helped the client secure various state and local tax incentives, including the issuance of \$715 million in Chapter 100 bonds for the project.

Representation of Owner of Largest Multi-Tenant Office Building in Missouri

Represented the owner of the largest multi-tenant office building (over 1 million sq. ft.) in the state of Missouri, on all leasing and other property management issues.

Sale of Superfund Site

Counseled a mining company through the rare sale of a federal Superfund site, an 1,800-acre former cobalt mine. This included securing a collateralized walk-away indemnity for the client, handling the real estate components and assisting with the relationship with another responsible party for the cleanup during the transaction.

Special Counsel for Municipality in Property Acquisition

Special counsel for the City in connection with property acquisitions for a project including flood mitigation and Chapter 353 redevelopment efforts.

Represented Property Owner in \$350 Million Development

Represented property owners in the preparation and negotiation of all construction and architectural agreements for a project exceeding \$350 million, and counseled property owners concerning contractor delay and performance issues throughout the project.

\$43 Million Bond Issue for Municipality

Represented a municipality in the issuance of more than \$43 million in bonds to fund the redevelopment of a former shopping center site. Because of possible changes in the tax code, it was necessary to structure the transaction twice in order to anticipate all possible contingencies and minimize the tax obligation for the municipality's developer.

Representation of Over 40 Retailers with Respect to Real Estate

Represented multiple related companies in the bi-state region, collectively operating over 40 stores and carwashes, with respect to real estate (purchase, development, tax credits, government incentives, zoning, leasing, real estate tax appeals and sales) and other industry issues.

Successfully Obtained Zoning Code Amendments and Land Use Approvals for Construction Project

Successfully obtained zoning code amendments and land use approvals to construct and operate storage facilities in Missouri. Prepared multi-faceted applications to amend the zoning codes and to obtain use permits; appeared at several municipal board meetings; and communicated in a timely manner with municipal staff, committees, board members and our client's teams of engineers and architects to meet deadlines embedded in the complex zoning codes.

Expansion of Manufacturing Capacity for Client

Client needed to expand manufacturing capacity. Drafted and negotiated real estate purchase contract, negotiated and secured development incentives, and guided client through successful redevelopment in Hazelwood, Missouri.

Contract Negotiations for Multimillion-Dollar Hospital Development



Represented a large general contractor in the preparation and negotiation of AIA contract documents for a multimillion-dollar hospital development in Illinois.

Long-standing Representation of Banks, Lending Institutions in Real Estate Matters

Represented multiple banks, lending institutions and related entities on all matters of real estate including acquisitions, REO management and dispositions, zoning, 1031 exchanges, easements and leases.

Local Counsel in Facility Zoning Matter

Served as local counsel for online retailer on its first Missouri distribution facility. Representation included zoning issues relating to parking and traffic requirements for the facility, consisting of a 348,480-square-foot a sorting center and 100,000 square feet in another building for a delivery station.

\$35 Million Sale of Industrial Site

Represented the seller in the complex sale of a 1,300-acre industrial property for \$35 million. The firm also represented the client in its purchase of the site three years earlier, which included handling several lawsuits inherited in the purchase.

Representation of Class A Office Building Portfolio Owner

Represented owner of portfolio of Class A office buildings throughout St. Louis region.

Multimillion-Dollar Deal in Client's First International Expansion

Represented a client that heat treats metal parts for general manufacturers, including those in the automotive and aircraft industries, in its first international expansion. The deal included providing assistance with a long term supply arrangement with an European equipment manufacturer as well as a long-term facility lease and construction agreements; retaining local counsel in Mexico; setting up foreign subsidiaries and adding a new U.S. subsidiary; as well as handling associated intellectual property, real estate and tax issues.

Review of 480 Leases for Grocery Store Chain

Conducted a lease review for a national grocery store chain, consisting of approximately 480 leases across the country with a wide range of landlords and terms. This involved flagging construction and improvement rights, maintenance and repair responsibilities, approaching renewals and incomplete files.

Represented Property Owner in \$80 Million Development in California

Represented property owners in the preparation and negotiation of design and construction contracts for a building in California exceeding \$80 million.

Design and Construction Contracts for National Theme Park Owner

Handled all design and construction contracts for a national theme park owner for all construction projects, including various attractions and water features exceeding \$10 million in value.

Representation of National Developers in Significant Joint Venture

Represented two national developers in a joint venture project in Clayton, Missouri, to secure the zoning, permitting and governmental incentives for the construction of a mixed-use project of approximately 300 apartments and over 40,000 sq. ft. of commercial space.

Settlement in Long-Standing Real Estate Litigation Matter Prior to Jury Trial

Secured a significant settlement in a real estate dispute in which the client filed suit against a developer for breach of partnership agreement, breach of fiduciary duty, and fraud; against the recipients of the proceeds for fraudulent transfer and aiding and abetting; and against the closing agent for negligence and aiding and abetting. Following significant procedural wins for the client, the defendants made a settlement offer which was 25 percent higher than the client's original settlement demand at the outset of the litigation.

Seven-Figure Settlement Against Developer



Negotiated a seven-figure settlement against a largely defunct Texas developer. The claims were mainly based upon the breach of multiple development agreements between the parties associated with several large affordable housing projects in Texas and various affiliated notes. The client had considered the matter a complete loss and believed there was little, if any, possibility of recovery.

\$65 Million Chapter 100 Bond Issuance for Manufacturing Company

Served as bond counsel in Chapter 100 bond issuance for manufacturing facility expansion and acquisition of equipment. Local facility installed new equipment for canned goods.