

## Real Estate

### Attorneys

Bruce N. Dean

James B. "Jim" Witkin

### Services

Acquisitions

Sales

Financing

Development

Real Estate Closings

Leasing

Public/Private Partnerships

Construction Contracts

Tax Appeals

Condemnation

### Related Areas

Commercial Real Estate Closings

Construction Contracts

Leasing

Public/Private Partnerships

Real Estate Finance

Real Property Taxation

Linowes and Blocher LLP real estate lawyers have extensive experience representing clients in all types of commercial real estate transactions, including acquisitions, financing, dispositions, construction, development, leasing and management of real estate. Our clients include national, regional and local developers, builders, financial institutions, life insurance companies, investors, asset managers, retailers, tax-exempt organizations, universities, governmental agencies and utilities. We've assisted clients with the acquisition, financing and sale of office buildings, apartments, condominiums, shopping centers, hotels, churches, schools, senior living facilities, power generating projects and other industrial projects in Maryland, Virginia, the District of Columbia, Delaware, Pennsylvania, North Carolina and beyond. Our experience covers both single-asset and multi-property portfolio transactions.

### Acquisition, Development and Financing

Our Real Estate attorneys can prepare all types of documents needed for real estate deals:

- Purchase and exchange contracts
- Ground leases
- Joint development agreements
- Easement agreements

and assist with title, survey and environmental due diligence, and represent borrowers and lenders in negotiating and closing acquisition, construction and permanent financing. We help clients with the construction phase of a project by negotiating contracts with architects, engineers, contractors and other consultants.

### Banking & Finance

Linowes and Blocher LLP has a sophisticated banking and finance practice focused primarily on the representation of national, regional and local commercial banks, asset based lenders, institutional investors and other commercial finance organizations. Linowes and Blocher LLP lawyers represent lenders in structuring, negotiating, documenting and resolving real estate and other asset-based loans in Maryland, Virginia and the District of

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Columbia. Loan facilities include real estate acquisition, development and construction loans, permanent loans, mezzanine loans, sale-leaseback financing, and asset-based financing transactions using accounts receivable and inventory as the primary collateral. Our lawyers advise on all aspects of lender due diligence so that our clients can evaluate the risks and better balance the business and legal considerations in financing transactions.

After a loan is made, Linowes and Blocher attorneys continue to provide full service to our banking and finance clients. We regularly represent banks and financial institutions in litigation matters, as well as bankruptcy, creditor's rights issues, foreclosures, note sales and workouts. Our litigators and bankruptcy lawyers appear in State and Federal courts throughout the mid-Atlantic region. We are known for our results oriented approach to resolving business controversies. Our bankruptcy attorneys are regularly recognized as among the top bankruptcy attorneys in the Washington, D.C. region.

### **Real Estate Closings**

We close large-scale commercial and residential transactions in Maryland, the District of Columbia and Virginia. Linowes and Blocher LLP is an authorized agent for Fidelity National Title (formerly Lawyers Title), Chicago Title and First American Title Insurance Company and maintains close working relationships with the professional staffs of these companies.

### **Leasing**

We represent landlords and tenants in office, retail, mixed-use and industrial/flex leasing and ground leasing transactions throughout the Washington, D.C. Metropolitan area and along the East Coast. Significant projects include 801 17th Street, N.W., 1101 New York Avenue, Capitol Crossing, Chevy Chase Center, Monument Corporate Park, New Carrollton Metro, Station Place, and UMBC Research Park.

### **Construction Contracts**

We negotiate and draft all types of design and construction agreements, based both on commonly used industry forms and custom agreements. We represent various parties in construction projects, including owners, contractors and design professionals. When construction disputes arise, our litigation attorneys represent clients in negotiation, arbitration and litigation.

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## **Taxation**

Our Real Estate Transactions Group works with our real estate tax appeal attorneys in representing property owners, developers and property managers throughout the State of Maryland and the District of Columbia in prosecuting appeals of *ad valorem* tax assessments. These tax appeals can lead to thousands of dollars in savings to property owners.

## **Opportunity Zone Fund Formation**

The Firm advises real estate and business clients in the formation of opportunity zone funds and the acquisition of real property and operating businesses located within federally designated qualified opportunity zones. The Federal Opportunity Zone Program, created by the Tax Cuts and Jobs Act of 2017, provides income tax incentives for the reinvestment of capital gains from the sale of real estate, stocks or other capital assets directed towards new investments in real estate or operating businesses located in designated census tracts which are primarily distressed communities. The Firm advises developers, property owners, business entrepreneurs, and investors in the formation, qualification and ongoing operation of the investment vehicles for the capital providers and the acquisition, construction, expansion and operation of the underlying real estate and/or business interests that constitute the qualified opportunity zone business properties.

## **Public/Private Partnerships**

Given the firm's historic experience in land use, real estate and business financing transactions, our group is a leader in structuring, negotiating and implementing public/private development projects in urban renewal, town center and central business district areas where the viability of new projects is dependent on the State, a county or a municipality providing infrastructure, parking and other public sector improvements.

Our attorneys have created a wide variety of public/private partnerships ("PPP") with the State and local municipalities and governmental agencies. We represent developers in these deals who are providing mixed use public and private components and common infrastructure projects. Given our strong working relationships with local governments, combined with our land use experience, we have been successful in creating practical solutions that address both the private and the public sector goals for each project.

Examples of the different types of PPP's with which the firm has been involved include:

- Representation of developers in the negotiation of joint development agreements, ground leases and related transactional documents for WMATA development sites
- Creation of ownership structures through commercial condominiums or ground leases to allow for the separate sale and financing of public and private elements in a project
- Formation of special taxing and tax increment financing districts for financing construction of infrastructure
- Business improvement districts for financing local services, including public safety, transportation, marketing and beautification efforts

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- Sale/lease-back of capital projects to governmental entities, including parking garages

In representing our clients in the formation of PPP's, we undertake a variety of roles and responsibilities, including:

- Negotiating and drafting development agreements, mixed-use condominium, ground lease and reciprocal easement documents, municipal bond financing documents, and management agreements for publicly owned infrastructure and facilities
- Preparing authorizing legislation for adoption by governmental entities
- Developing ownership structures, including land condominiums, easements, land swap agreements, and other creative means for shared usage of real property
- Tax planning to achieve optimal objectives
- Structuring credit enhancement vehicles
- Coordination of land use entitlement approvals
- Negotiation and drafting intercreditor agreements and other financing agreements with lenders and other capital providers
- Negotiation of PILOT (Payment-In-Lieu of Tax) agreements

## **News & Speaking Engagements**

Bethesda Magazine has named seven Linowes and Blocher LLP attorneys as "Top Attorneys" for 2019 November 4, 2019