



REAL ESTATE COUNSEL FOR CORPORATE AMERICA

ATTORNEY ADVERTISING

**Ballard
Spahr**
LLP

NATIONAL STRENGTH LOCAL PRESENCE

Ballard Spahr knows real estate. Whether it's a plant or a pipeline, a headquarters building or a space lease, all companies own or use some form of real estate in their business operations and face real estate issues. From ground-up development to sophisticated financing to complex tax matters, our attorneys handle all aspects of real estate projects, transactions, and disputes to support companies in their core business.

With more than 125 real estate attorneys in offices across the country, real estate is a key focus of the firm. We represent leading corporations and work with them to maximize asset value, minimize taxes, pursue opportunities, and overcome obstacles. Corporations rely on our guidance in real estate matters because we understand their challenges and partner with them to identify and implement solutions. Through decades of experience, we have developed deep knowledge of our clients and their industries—including manufacturing, retail, telecommunications and technology, pharmaceuticals, financial services, hospitality, higher education, insurance, and energy.

Our practice is exceptionally diversified and our services fully integrated—providing seamless, strategic counsel, whether a company is acquiring property, challenging a property assessment, planning and implementing development, entering into a complex lease, or divesting assets that no longer fit its core mission.

We work with clients to develop, expand, relocate, or dispose of corporate headquarters in locations throughout the country. We advise corporate management and in-house legal teams on every aspect of complex real estate transactions, including the negotiation of economic incentives that support community growth and development. Our depth of experience extends beyond our nationally recognized Real Estate Department. As members of a multipractice, national firm, our real estate lawyers can call upon the skills and experience of attorneys in more than 50 other practice areas to assist with legal issues involving environmental matters, bankruptcy, public finance, government relations, litigation, intellectual property, privacy, and data security.

ACQUISITIONS AND DIVESTITURES

We handle the acquisition and disposition of real estate in connection with merger and acquisition transactions, as well as structuring, negotiating, and closing build-to-suit and sale-leaseback transactions, and other real estate financing matters.



We represent buyers and sellers of all property types—including office buildings, shopping centers, hotels, industrial facilities, single-tenant pad sites, and portfolios of multi-tenant properties. We do deals throughout the country. We are experienced in navigating the legal requirements and local idiosyncrasies that can affect a transaction. We understand local transfer requirements and taxes and are able to plan for them in the way that best suits our clients' specific needs.

DUE DILIGENCE

We perform due diligence for property transactions nationwide. Our attorneys listen carefully to our clients' goals and requirements—the key to successfully managing due diligence. We are skilled in analyzing surveys, plats and plans, titles (including easements and restrictions), environmental reports, zoning reports, leases, and management and other property-level agreements. We present our findings and analysis clearly and concisely in the manner best suited to the client. When we discover a problem, we assess the risks and options and offer practical solutions that fit our clients' goals.

LEASING

We are national leaders in leasing matters. We represent some of the largest U.S. corporations in leasing space for headquarters, research centers, and other major facilities. Our Leasing Team is active in a wide variety of transactions—including build-to-suit leases, sale-leasebacks, ground leases, and financing leases. We have handled leases for virtually every type of property: office buildings, medical and health care facilities, laboratory and research centers, industrial and warehouse sites, shopping centers and malls, mixed-use projects, hotels and resorts, transportation facilities, cultural buildings and museums, and entertainment centers and sports complexes.

DEVELOPMENT AND CONSTRUCTION

We help companies plan, build, and occupy headquarters, campuses, and other facilities. We have played a leading role in signature projects for corporations in a variety of industries—including pharmaceutical, technology, life sciences, manufacturing, retail, and professional sports—as well as projects for cultural institutions, colleges and universities, health systems, nonprofits, and government agencies.

We advise clients in construction projects throughout the country. We understand how local codes and regulations intersect with state and federal requirements and industry standards, and guide clients along the most efficient routes to success.

We have deep, practical experience in handling every phase and aspect of a development and construction project—from due diligence, acquisition, and assemblage of land parcels to complex leasing and ownership structures, including mixed-use and condominium structuring—as well as project financing, including tax-increment financing and tax credits. We also guide clients through land use and regulatory approvals and handle negotiations and agreements with neighborhood and community groups, as well as with governmental and quasi-governmental agencies.

Our attorneys are recognized leaders in drafting and negotiating design and construction-related contracts, including customizing construction and design documents, managing risk and liability, structuring insurance programs, and handling bidding, procurement, and labor issues.

We handle environmental remediation, permitting, and compliance matters that may arise. Our team includes LEED-certified lawyers who advise clients on green building compliance, sustainability, and environmentally sensitive projects.

FINANCE

Our finance lawyers play pivotal roles in structuring and negotiating a broad array of complex, high-profile real estate transactions—often leveraging local and regional incentives. We help clients execute individual and programmatic transactions involving a wide range of deal structures and project types, and we advise clients on resolving problems and pursuing opportunities, including those that involve distressed assets. Our active and decades-long relationships with important industry participants—lenders, servicers, GSEs, and others—help us identify opportunities and trends and facilitate transactions.

We advise clients on federal, state, and local tax credits, including Low-Income Housing Tax Credits, historic tax credits, and New Markets Tax Credits.

FEDERAL, STATE, AND LOCAL TAX

Our team of experienced real estate tax attorneys advises clients on federal, state, and local tax issues that arise in the acquisition, construction, ownership, financing, and disposition of real estate. We regularly defend clients in state and local tax audits and controversies. We are known for our ability to structure transactions to minimize state and local taxes, including current and future realty transfer taxes. Our work includes all aspects of simple and complex like-kind exchanges, installment sales, and U.S. taxation of domestic and foreign owners and investors in real estate. We also advise REITs on federal tax matters relating to formation, operation, and mergers and acquisitions, as well as on matters of partnership taxation and state and local tax.

LITIGATION

Our real estate litigators regularly work with our transactional real estate lawyers to outline dispute avoidance strategies in transaction documents. Our lawyers are knowledgeable and dedicated advocates in courts and alternative dispute venues and before hearing boards. We stay on the cutting edge of emerging issues in real estate and construction litigation. We represent clients in all real estate-related disputes,

including enforcement actions, eminent domain and ad valorem real estate tax appeals, construction disputes, defect and warranty claims, accessibility issues, and labor and employment disputes.

AD VALOREM PROPERTY TAX

We help corporate clients minimize property taxes by analyzing and contesting valuations. We handle appeals for manufacturing facilities, office buildings, and corporate headquarters, as well as residential, hospitality, industrial, and mixed-use properties, “energy generation” facilities (including nuclear), and land for development. We work with appraisers and other tax professionals and use our knowledge and experience to benefit corporate clients. Our advice has resulted in millions of dollars in tax savings for corporate clients.

EMINENT DOMAIN

We handle complex, high-value condemnation cases. We represent owners of manufacturing facilities, commercial and residential development sites, office buildings, telecommunications facilities, power stations, and outdoor advertising signs in the spectrum of takings: federal highway improvements, airport expansion, open-space acquisitions, transit facilities, port development, and redevelopment projects. Our lawyers have served in legal and administrative positions in government agencies with the power of eminent domain and have advised on planning, acquisition, and relocation benefits. We work with a network of respected appraisers and experts to develop valuation strategies for presentation to administrative boards and courts in total and partial condemnation and *de facto* and regulatory takings.

ZONING AND LAND USE

Our attorneys understand the political and regulatory landscape in our markets, and we know how to steer clear of the obstacles that can delay a project. We regularly appear before local zoning, planning, and review boards, as well as other regulatory bodies and in court. We help resolve complex zoning and land use issues so clients achieve the maximum potential

from development and use of their property. We help clients secure permits and approvals for real estate development projects, from straightforward land development, subdivisions, special exceptions, and variances to complex environmental permitting and historic preservation. We have obtained and preserved entitlements for thousands of projects, including some of the most significant developments in locations throughout the United States.

LEGAL OPINIONS

Ballard Spahr lawyers regularly provide local legal opinions for real estate transactions, including opinions on enforceability, non-consolidation, due organization, authorization, execution, and delivery. Our opinion practice is informed by our comprehensive knowledge of local and state laws and requirements.

Contacts

AMY M. MCCLAIN

Chair, Real Estate Department
mcclaina@ballardspahr.com
410.528.5592

KATHERINE M. NOONAN

*Practice Leader, Real Estate Development
and Transactions Group*
noonank@ballardspahr.com
202.661.7657

JEFFREY S. BEENSTOCK

Partner
beenstock@ballardspahr.com
856.761.3417

MARK S. DEPILLIS

Partner
depillis@ballardspahr.com
215.864.8731

MARK POLLAK

Partner
pollakm@ballardspahr.com
410.528.5563

ALAN S. RITTERBAND

Partner
ritterband@ballardspahr.com
215.864.8716

JOSEPH W. WEILL

Partner
weillj@ballardspahr.com
856.761.3437

