

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

The following information constitutes an Advertisement.

INTEGRITY

JUDGMENT

FORESIGHT

EXPERIENCE

The Law Offices of Gregory L. Wasserman is a results oriented boutique law firm focused on transactional real estate and business law matters. We provide professional, pragmatic and forward looking representation in an efficient, personalized and cost effective manner. Mr. Wasserman is an experienced attorney who has served as lead counsel for billions of dollars of complex transactions. His background includes private practice and executive level experience in a real estate private equity and investment management firm. Some brief information about our practice and experience is included on the following pages. The firm offers various alternative billing arrangements, discounts and incentives to better serve the needs and desires of its clients. Please contact us to discuss how we can add value to your real estate and business endeavors.

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

General Information/Principal Attorney

The firm's principal attorney, Greg Wasserman, is a seasoned attorney with over 25 years of experience in the real estate and finance industries. He has been the lead counsel in structuring, negotiating, documenting and closing several billion dollars of complex real estate transactions nationwide, including acquisition, disposition, development, syndication, financing and joint venture transactions. Mr. Wasserman also has significant experience with leasing matters, construction and consulting agreements, entity formations and representation and general business matters and transactions. Mr. Wasserman has represented large developers, lenders, institutional investors, family offices, small and mid-sized companies, investment groups and individual owners and investors.

In addition to his private practice experience, Mr. Wasserman's professional background includes serving as an executive officer, Assistant General Counsel and Director of Infill Acquisitions and Development for a CALPERS sponsored real estate investment advisor. In this capacity Mr. Wasserman also served as primary legal counsel and strategic advisor on business and operational matters to an affiliated development firm that had 6 offices across the country. Mr. Wasserman is also a licensed real estate broker. He understands your business.

Mr. Wasserman received his B.A. from the University of Rochester with a double major in Economics and Political Science. He received his J.D. from the University of California, Hastings College of the Law. Mr. Wasserman is licensed to practice law in the State of California.

Real Estate Services

The real estate services we offer our clients include or relate to the following:

- Purchases and Sales
- Acquisition Syndications
- Debt Financing/Project Loans

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

- Equity Joint Ventures and Participating Loans
- Limited Liability Company and Limited Partnership Formations
- Land Use, Entitlement and Development
- Easements, Licenses and Use Agreements
- Leasing and Property Operations
- Land Acquisition and Development
- Lot Option Financing and Land Banking

Business Services

The business services we offer our clients include or relate to the following:

- Entity Selection, Formation and Governance
- Contract Negotiation, Drafting and Review
- Standard Form Preparation
- Business Purchases and Sales
- Business Financings
- Joint Ventures and Strategic Alliances
- Commission and Referral Fee Agreements
- Employment and Independent Contractor Agreements

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

ALTERNATIVE BILLING ARRANGEMENTS

The information set forth below regarding alternative billing arrangements is for discussion purposes only. Your actual legal fees and the nature and terms of your representation will be determined by and subject to the terms and conditions of your Representation Agreement, which will include certain exclusions, acknowledgements, disclosures and waivers of associated conflicts of interest. The firm does not guaranty, warrant or predict the outcome or result of your representation and hereby disclaims any guaranty, warranty or prediction regarding the outcome or result of your representation. Any fee related arrangements set forth herein below are subject to change at any time and from time to time.

The firm offers creative and alternative billing arrangements, discounts and incentives applicable to law firm's legal fees, but not costs incurred, to better serve its clients, including the following:

Term Sheet/LOI Contingent Fee: The Term Sheet/LOI Contingency Fee, when applicable hereunder, provides clients with up to 2 hours of fully contingent legal time for drafting and negotiating Term Sheets and Letters of Intent, which time incurred will only be payable by client if the underlying transaction is closed or consummated. The Term Sheet/LOI Contingency Fee offer applies to hourly fee arrangements when the firm is serving as your primary counsel. However, the Term Sheet/LOI Contingency Fee arrangement will not be available to clients who have not timely paid and do not timely pay all amounts owing to the firm.

Dead Deal Discount: In the event your purchase, sale, development, financing, joint venture and/or leasing transaction does not close for any reason, then except as otherwise set forth herein the firm will discount (or credit) your legal fees otherwise owing to us with respect to such transaction by 25%. The Dead Deal Discount applies to hourly fee arrangements when the firm is serving as your primary counsel, and will not be available to clients who have not timely paid and do not timely pay all amounts owing to the firm. Additionally, the amount of the Dead Deal Discount will take into account and be offset by the application of the Term Sheet/LOI Contingency Fee.

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

Volume Discount: In the event that the total number of attorney hours incurred by us in a given calendar month on your purchase, sale, development, financing, joint venture and/or leasing transaction exceeds 30 hours, then except as otherwise set forth herein any additional attorney hours incurred by us in such month on the subject transaction shall be reduced by 10%. The Volume Discount applies to hourly fee arrangements when the firm is serving as your primary counsel, and will not be available to clients who have not timely paid and do not timely pay all amounts owing to the firm. Additionally, the Volume Discount will not apply to a given transaction if the Dead Deal Discount has been applied to such transaction.

Success/Contingent Fee Billing Arrangement: The Success/Contingent Fee Billing Arrangement protects the client from incurring significant legal fees for transactions that do not close. Pursuant to this arrangement, which will be entered into at the sole discretion of the firm, a modest fixed fee will be collected at the onset of the representation. The balance of the legal fees with respect to the representation will be in the form of a contingent payment that only becomes payable if the client enters into the subject transaction. The size and nature of the contingent payment will be dependent upon the underlying transaction and the associated legal work, and will take the form of a fixed amount and/or a percentage interest due upon consummation of the underlying transaction.

Fixed/Flat Fee Billing Arrangement: The firm will enter into a Fixed/Flat Fee Billing Arrangement for ongoing representation(s) that are similar in nature and character provided that the associated legal work is reasonably predictable. This may include landlord leasing transactions, acquisitions and/or dispositions for the same product type, financings with the same lender for the same product type, programmatic entity documents, etc. The firm will also consider engagement on a flat fee basis for single transactions, including single tenant net-leased properties (NNN).

**PLEASE CONTACT US TO DISCUSS HOW THESE
ALTERNATIVE BILLING ARRANGEMENTS CAN BE
APPLIED TO YOUR TRANSACTION.**

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

Representative Matters

Some representative transactions that the firm's principal attorney has been lead or primary counsel are reflected below:

- Representation of real estate investors in the purchase and sale of net leased, single-tenant properties.
- Representation of real estate investors and syndicators in connection with the acquisition and financing of numerous apartment properties and development projects throughout California.
- Representation of a private equity investment firm with respect to the negotiation and drafting of a Development Agreement for a master planned community containing over 1,300 lots in Southern California.
- Representation of a private home builder in numerous land acquisitions and development joint ventures in Southern California and the Phoenix area.
- Representation of a private owner in connection with a 56,400 industrial lease in Denver, CO.
- Representation of a private equity investment firm in connection with the negotiation and drafting of a Development Agreement for a project containing 358 condominium units and 311 independent, assisted living or skilled nursing units IN Southern California.
- Representation of a Southern California electronics distribution company in their leasing and general business transactional matters.
- Representation of a real estate developer/homebuilder in connection with the negotiation and drafting of a Development Agreement for a project containing 112 condominium units, and the acquisition and financing of the underlying land in Southern California.

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

- Representation of a real estate investment group funded with institutional capital pursuant to participating loans in the acquisition and development of several partially completed residential subdivisions in California and Nevada, and the subsequent sale of bulk homes and developed lots through lot option arrangements.
- Provided landlord side leasing support to a large CMBS Trustee.
- Assisted a NYSE traded industrial REIT in their acquisition activities.
- Representation of a design boutique company with respect to shopping center and high-end location retail leases.
- Representation of a real estate receiver in connection with numerous assignments in the Pacific Northwest.

Land Acquisition and Development/Lot Option Financing Transactions

- 775+/- lots in the Sacramento area in a \$92.2MM transaction
- 850+/- lots in the Las Vegas area in a \$91MM transaction
- 575+ /-lots in Riverside County, California in a \$58MM transaction
- 175+/- lots in Riverside County, California in a \$24.2MM transaction
- 225+/- lots in the Las Vegas metro in a \$20.5MM transaction
- 350+/- lots in South Carolina in a \$17.7MM transaction
- 350+/- lots in North Carolina in a \$16.7MM transaction
- 300+/- lots in the Phoenix metro in a \$16.5MM transaction
- 125+/- lots in Georgia in a \$13.5MM transaction

Project Work-Outs and Financing Restructurings

- 351 unit (\$21MM) townhouse and condominium project in Denver, CO
- 80 unit (\$29MM) condominium project in Southern California
- 5 project land development/lot banking portfolio in California, Colorado and Arizona (\$30MM)
- 10 project (\$350MM) land development/lot banking portfolio in California, Virginia, Nevada, Arizona and New York

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

Ground Up Development Projects/Joint Ventures and Financings

- 478 units in Fairfax, Virginia in a \$146MM mid-rise and podium condominium development project with a separate parking structure
- 327 units in Seattle, Washington in an \$87MM high-rise apartment development project with a retail component and subterranean parking
- 367 units in San Jose, California in a \$72MM mid-rise apartment development project with a separate parking structure, an affordable housing component and environmental impairment
- 110 units in Millbrae, California in a \$57.7MM condominium loft development project with subterranean parking in a Redevelopment Project Area with environmental impairment
- 78 units in Los Altos, California in a \$46.3MM mid-rise condominium development project with subterranean parking and an affordable housing component
- 80 units in Cupertino, California in a \$42MM podium condominium development project with a retail component with significant co-development obligations
- 35 units in Santa Clara, California in a \$30.7MM single family small-lot development project and an affordable housing component
- 66 units in Mountain View, California in a \$28MM townhouse development project with an affordable housing component and environmental impairment
- 273 units in Concord, California in a \$40MM mid-rise apartment development project in a Redevelopment Project Area with an affordable housing component and environmental impairment
- 45 units in Pleasanton, California in a \$25.7MM townhouse development project and an affordable housing component
- 55 units in Grand Terrace, California in a \$15MM single family and attached unit development project
- 47 units in Rocklin, California in a \$14MM single family small-lot development project with an affordable housing component
- 76 units in Murrieta, California in a \$32MM single family development project
- 355 units in Denver, Colorado in a \$56MM rental loft development project with wrap around parking and a retail component; multiple parcels assembled to facilitate development

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

- 200 units in Bothell, Washington in a \$23MM garden style apartment development project
- 235 units in Mukilteo, Washington in a \$24MM garden style apartment development project

Project Acquisitions/Joint Ventures and Financings

- 273 units in Tampa, Florida in a \$47MM transaction
- 400 units in Roseville, California in a \$45MM transaction
- 292 units and 204 units in Dallas, Texas in a \$21MM transaction
- 338 units in San Diego, California in an \$88.5MM transaction
- 158 high rise units with subterranean parking in Denver, Colorado in a \$29.7MM transaction
- 262 garden style units in San Diego, California in a \$61.7MM transaction
- 82 townhouse style units with subterranean parking in Burbank, California in a \$29MM transaction
- 127 high rise units in St. Louis, Missouri in a \$14.5MM transaction

Project Dispositions

- 187 units in Los Angeles, California for \$85MM
- 160 units in Diamond Bar, California for \$25MM in a complex tax structured transaction
- 328 units in Denver, Colorado for \$33MM in a complex UPREIT transaction
- 268 affordable housing units in Sacramento, California for \$13MM, subject to a Regulatory Agreement and with HAP Contracts in place
- 183 units in Denver, Colorado for \$23MM
- 168 affordable housing units in Sacramento, California for \$12.8 MM subject to a Regulatory Agreement and with HAP Contracts in place

Please contact us with any questions, and please be advised that the direct or indirect delivery of this material by law firm constitutes an Attorney Communication in the nature of advertising.

Law Offices of
Gregory L. Wasserman
Real Estate & Business Counsel

DISCLAIMER: No Attorney-Client relationship shall be created as a result of any preliminary communication or contact between a prospective client and the firm. Any information you provide to the firm in any communication prior to your entering into a formal Representation Agreement with the firm shall not be deemed or considered or otherwise maintained as confidential in nature.

**700 Larkspur Landing Circle, Ste. 199
Larkspur, California 94939
www.gwassermanlaw.com**

**Email: info@gwassermanlaw.com
Telephone: 415-459-4997
Facsimile: 415-373-4507**