

RCLCO
REAL ESTATE CONSULTING

LEGAL SUPPORT SERVICES





RCLCO

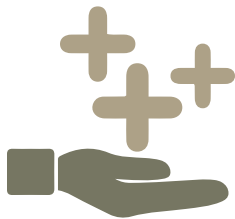
REAL ESTATE CONSULTING

In 1967, Bob Lesser, then an architect and developer, was asked to evaluate the potential uses for the center of the new town of Thousand Oaks, California. In carrying out this assignment, he found that the creativity and financial imagination required for the study were extremely stimulating—so much so that he started RCLCO.

Today, our team of experienced professionals still share that original enthusiasm and eagerness to solve challenging real estate questions while adding value to our clients' real estate endeavors. We are proud to be the "first call" for real estate developers, investors, the public sector, and non-real estate organizations seeking strategic and tactical advice regarding property investment, planning, and development.

RCLCO leverages quantitative analytics and a strategic planning framework to provide end-to-end business planning and implementation solutions at an entity, portfolio, or project level. With the insights and experience gained over 50 years and thousands of projects – touching over \$5B of real estate activity each year – RCLCO brings success to all product types across the United States and around the world.

OUR CORE VALUES



We are dedicated to adding value to our clients.



We achieve excellence and innovation in all that we do.



We aim to enjoy our work and the people with whom we work.



We promote economic, social, and environmental sustainability.

54

Years in Business

\$5B

Real Estate Touched Annually

>80

Employees Globally



RCLCO LEGAL SUPPORT

Turn to our 50 years of trusted market knowledge, extensive real estate experience, and client-focused service.

RCLCO's team of real estate experts provides a competitive advantage to clients involved with disputes related to real estate. Our knowledge of markets, analytical rigor, integrity, and discipline are unmatched. Our services include company diagnostics, economic and real estate market analysis, and project valuations leading to conclusions of lost profits, economic damages, and loss of economic viability.

In addition to supporting the client team with our valuation expertise, we serve as strategic advisors on broader real estate issues, and provide expert testimony in the majority of the cases. In these situations, we communicate complex real estate issues, focusing on how the client, the jury, and the judge will understand the issues and the analysis. We are often called upon to assist counsel in identifying and analyzing critical documents, evaluating the expert reports submitted by other experts, preparing rebuttal reports, and suggesting questions relating to real estate issues for depositions and cross examination of other witnesses.

The RCLCO team has a history of engagement with several high-profile bankruptcy and fraudulent conveyance cases that assessed value, performance drivers, and risks associated with entire portfolios, segments of portfolios, and individual assets in excess of \$5 billion. RCLCO also works closely with attorneys on behalf of clients seeking entitlements or public financing. Our services typically include fiscal and economic impact analysis, market analysis, or financial analysis.

In addition to our own knowledge and experience, RCLCO has an extensive and powerful outside network of industry experts at our disposal. By enlisting the services of RCLCO, you also gain access to all of our affiliated contacts and organizations.

Case Types

- » Bankruptcy-Related Disputes; Fraudulent Conveyance
 - » Avoidance Actions & Preference Disputes
 - » Solvency
 - » Plan Confirmation Issues
 - » Viability of Proposed Plans of Reorganization
- » Entitlements
- » Valuation
- » Construction Delay Damages
- » Transfer Pricing
- » Disputes Concerning the Value of Interests in Privately Held Companies
- » Environmental Damages
- » Entire Fairness Disputes
- » Partnership and JV Disputes
- » Landlord-Tenant Disputes
- » Various CMBS/RMBS Counterparty Disputes, Including Breach of Representations & Warranties

Representative Clients



Creditors' Committees & Debtors-In-Possession Involved in Real Estate Bankruptcies



Law, Accounting, & Restructuring Firms



Borrowers, Lenders, & Servicers Involved in the Workout of Troubled Loans



Developers & Landowners Seeking Entitlements or Public Financing



Services

- » Asset, Portfolio, or Entity Valuations
- » Entitlement Support
- » Fiscal & Economic Impact Analysis
- » Annexation Analysis
- » Expert Reports & Testimony
- » Forensic Real Estate Analysis
- » Rebuttal Reports
- » Real Estate Cycle & Economic Cycle Analyses
- » Absorption / Sell-Off Analysis
- » Market Share & Market Penetration Analysis
- » Cash Flow Analysis
- » Debt-Equity Analysis
- » Operating Cost Analysis
- » Net Present Value & Internal Rate of Return Analysis
- » Reposition/Reorganization Plan
- » Disposition Analysis

REPRESENTATIVE WORK

RCLCO has represented developers, cities, private equity funds, debtors-in-possession, private REIT holders, creditor committees, and attorneys, among others.

QUALITY REAL ESTATE KNOWLEDGE & EXPERIENCE

APPRAISAL RIGHTS DISPUTE

Two large-scale master-planned communities, retail, and office properties in Florida and South Carolina.

Role: Determined the market value of the company's real estate assets prior to an announced merger.

Client: Developer

CHAPTER 11 BANKRUPTCY

240 communities and land development projects in 13 regions across the United States, with inventory valued at over \$2.8 billion on the balance sheet.

Role: Determined whether the proposed reorganization plan was in the creditors' best interest and provide expert testimony on fraudulent transfer case.

Client: Unsecured creditors committee

CHAPTER 11 BANKRUPTCY

6,000-acre resort, second home community with two golf courses, equestrian center, etc.

Role: Estimated the loss in value of the community should the community cease all club/amenity, sales, and other administrative operations and shut the project down for a period of time due to lack of funding.

Client: Debtor-in-possession

CHAPTER 11 BANKRUPTCY

591-acre large-scale community with 212 lots and an 18-hole golf course in early development phase.

Role: Evaluated the debtor's business plan, with particular emphasis on debtor's assumptions relating to future home/lot prices and sales absorption.

Client: Debtor-in-possession

COUNTY OPPOSITION TO NEW HOUSING, INCLUDING ASSUMPTION THAT MOST NEW HOUSING IS FISCALLY NEGATIVE

Role: Evaluated the fiscal impact of various types and prices of homes in a growing suburban county.

Client: Consortium of multiple land use attorneys, engineers, builders, and developers

DAMAGES LAWSUIT

Economic downturn led to losses in portfolio of loans.

Role: Provided expert report and deposition testimony in determining the extent to which the proximate cause of losses incurred at the mortgage lender in question was related to the unprecedented nature of the downturn.

Client: Attorney to mortgage lender

DAMAGES DUE TO OIL SPILL

412-acre agriculturally themed community with 184 lots in early development phase.

Role: Determined the market value of an agriculturally themed master-planned community whose viability and marketability was destroyed by an oil spill adjacent to the site.

Client: Master-planned community developer

DISTRESSED DEVELOPMENT COMPANY

20 land development and income-producing properties worth approximately \$200 million.

Role: Restructured the developer's bank debt to avoid bankruptcy and to minimize guarantees previously provided by the patriarch, and posture company for upturn.

Client: Family development company



ECONOMIC LOSS RESULTING FROM CONSTRUCTION DEFICIENCIES

Construction deficiencies and economic loss charges associated with high-end, mixed-use residential and commercial retail complex in Florida.

Role: Provided economic and real estate market analytics supporting an expert report and potential testimony quantifying the economic loss to the owner/operator as a result of construction deficiencies.

Client: Residential owner/operator

EMINENT DOMAIN

Disputed valuation in eminent domain case involving a property zoned for a mix of residential and office adjacent to an existing waste water treatment plant.

Role: Conducted fair market valuation of property in an eminent domain matter.

Client: City

ENTITLEMENTS FOR DEVELOPMENT

Large parcel of land near two new suburban rail stations.

Role: Evaluated the market for future development and determined the fiscal impact to the county. Our study was used to obtain entitlements for profitable, marketable residential development as part of the small area planning process.

Client: Landowner/developer

ENTITLEMENTS FOR DEVELOPMENT

Development of a mixed-use urban infill development to include townhomes, rental apartments, retail, and medical office.

Role: Conducted analysis to determine whether the proposed development will cause gentrification in the surrounding neighborhood, supporting the acquisition of city entitlements.

Client: Partnership of several developers and city government

ENTITLEMENTS FOR DEVELOPMENT AND STATE AND COUNTY INFRASTRUCTURE INVESTMENT

Large riverfront land holding in a close-in suburb.

Role: Conducted a market and financial analysis feeding into a state and county fiscal and economic impact analysis, which helped convince the county to entitle the development and the state and county to provide hundreds of millions of dollars of infrastructure.

Client: Landowner/developer

ENTITLEMENTS FOR DEVELOPMENT AND STATE AND COUNTY INFRASTRUCTURE INVESTMENT

Redevelopment of an aging suburban downtown with numerous vacant stores.

Role: Conducted market analysis, and state and county fiscal and economic impact analyses, that encouraged hundreds of millions of dollars of state and county infrastructure investment.

Client: Landowner/developer



“

RCLCO IS VERY KNOWLEDGEABLE

and able to convey often complicated real estate concepts in simple, understandable terms.”

*-Michael L. Waldman, Partner,
Robbins, Russell, Englert,
Orseck, Untereiner & Sauber, LLP*

Over the past 12 years, AndersonPacific has worked closely with RCLCO on all of its entitlement and development projects throughout California. **THEIR THOUGHTFUL APPROACH TO THE MARKET, BALANCED WITH STRONG ANALYTICS**, in-depth review of the region and submarket, and understanding of the quality level of the asset being delivered compared to the market, all played a collective role in **PROVIDING US THE NECESSARY INFORMATION TO MAKE SOUND BUSINESS DECISIONS.**”

*-Ryan Altoon,
Executive Vice President,
Anderson Pacific, LLC*

RCLCO HAS BEEN MY GO-TO MARKET RESEARCH FIRM FOR OVER A DECADE. The quality and thoroughness of their work in multiple markets has helped immeasurably in getting our projects financed.”

*-Jim Andersen,
Senior Vice President,
Trammell Crow*

FRAUDULENT CONVEYANCE

\$675 million recapitalization of a portfolio of five luxury second-home/resort master-planned communities located in the southeast and caribbean.

Role: Prepared an analysis of fair market valuation of portfolio as input into solvency opinion in connection with a recapitalization.

Client: Private equity fund

FRAUDULENT CONVEYANCE

Portfolio of commercial real estate loans and direct investments in real estate companies and funds totaling over \$2.2 billion. Diverse balance sheet, including whole loans, mezzanine debt, preferred equity, participating notes and unsecured lines of credit on international portfolio of real estate assets, including multifamily, hospitality, healthcare, office, retail, value-add redevelopment, and land.

Role: Evaluated economic and real estate market trends and resulting fair market valuation of collateral supporting recapitalization of a revolver.

Client: Committee of secured creditors

PLANNING TO PERMIT DENSIFICATION OF EXISTING SUBURBAN OFFICE SITES

Developers sought master plan designation for entitlements that would make the desired densification or redevelopment feasible.

Role: Conducted financial analysis to determine the entitled density that is likely to be necessary to encourage the densification or redevelopment of sites consistent with the county's desired future for denser, mixed-use development.

Client: Three property owners

VALUATION DISPUTE

Valuation dispute on 60+ retail centers owned by a private REIT.

Role: Performed due diligence support related to the acquisition of an interest in a portfolio of grocery-anchored shopping centers.

Client: Private REIT holders





KEY PERSONNEL

Specialized thought leaders with years of experience offering urban insights.

MORE THAN 10 MANAGING DIRECTORS

AND 80+ STAFF AT YOUR SERVICE





ADAM DUCKER, CHIEF EXECUTIVE OFFICER

P: (240) 644-0980 | E: ADUCKER@RCLCO.COM

Adam Ducker is Chief Executive Officer of RCLCO and oversees the firm's Real Estate Economics and Management Consulting Practices. Adam joined RCLCO in the mid-1990s as an associate directly after graduate school and learned the trade with the firm. He is a recognized expert in strategic planning for real estate companies, investment analysis, market and financial analysis, and marketing of real estate assets. He has particular depth of expertise in high-density housing, retail/entertainment, and hotel development.

Adam is a member of the Executive Committee of RCLCO, which manages shared resources and oversees overall company strategy. He also sits on the board of the RCLCO Foundation.

Adam is a frequent speaker on topics ranging from place-making, urban redevelopment, retail trends, and in-town housing. His writing has been widely published and quoted in publications such as The New York Times, The Wall Street Journal, Urban Land, Real Assets, among others. He is an active member of the Urban Land Institute (ULI), vice chair of the Redevelopment and Reuse Council, and a board member of the Terwilliger Center for Housing. A native of the New York metropolitan area, Adam received Bachelor's and Master's degrees from Columbia University.



CHARLES HEWLETT, MANAGING DIRECTOR

P: (240) 644-1006 | E: CHEWLETT@RCLCO.COM

Charles has over 25 years of experience in real estate and has consulted on a broad spectrum of commercial and residential properties in most major metropolitan regions in the country. Prior to joining RCLCO, he was president of Lofty Builders, Inc., a real estate service company concentrating in renovation, rehabilitation, and management of investment real estate properties in the Boston metropolitan area.

Charles graduated from Brown University in Providence, Rhode Island. He has conducted training seminars on the methodology for metropolitan-development trend analysis for regional branch offices of major national commercial developers. He is also a frequent speaker and ULI panelist-including the redevelopment of the Southeast Federal Center in Washington, D.C., and Atlantic City in Norfolk, Virginia. Charles has written articles published in the Corridor Real Estate Journal, Urban Land Digest, and publications of the National Multi Housing Council.



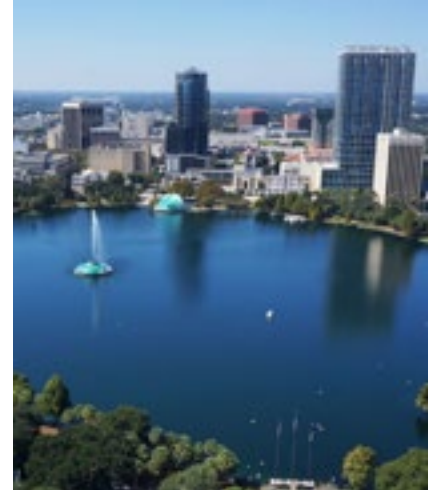
SCOTT PRICE, MANAGING DIRECTOR

P: (240) 644-0989 | E: SPRICE@RCLCO.COM

Prior to joining RCLCO and for the past 25 years Scott has spent his career as a Chief Operating Officer and/or a Chief Financial Officer for large real estate development and home building companies. Scott has a diverse financial and operational background and has been involved in over \$5.0 billion of real estate acquisition, construction, development and disposition activities.

Scott has been a senior executive for two "Inc. 500" companies. Prior to becoming a corporate officer, Scott was a Senior Manager specializing in the real estate industry with a large public accounting firm.

Scott earned his Bachelor of Science degree in Accounting and performed post graduate work towards his Masters in International Management at the University of Maryland. Scott is a Certified Public Accountant and is currently an adjunct faculty professor at Georgetown University's Graduate School of Professional Studies – Real Estate, where he teaches classes on Distressed Real Estate and Strategies for Real Estate Companies.



OFFICES

WASHINGTON, DC

7200 Wisconsin Avenue
Suite 1110
Bethesda, MD 20814
P: (240) 644-1300

AUSTIN, TEXAS

100 Congress Avenue
Suite 2000
Austin, TX 78701
P: (512) 215-3156

LOS ANGELES, CALIFORNIA

11601 Wilshire Boulevard
Suite 1650
Los Angeles, CA 90025
P: (310) 914-1800

ORLANDO, FLORIDA

964 Lake Baldwin Lane
Suite 100
Orlando, FL 32814
P: (407) 515-6592

CONTACT US TODAY!



JOSHUA A. BOREN

Managing Director, Strategic Initiatives
P: (310) 984-1757
E: JBOREN@RCLCO.COM



OFFERING THE *FULL SPECTRUM* OF REAL ESTATE ADVISORY SERVICES

Turn to our 50+ years of trusted market knowledge, extensive industry experience, and client-focused service.

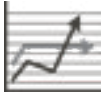
GAIN ACTIONABLE INSIGHTS

THROUGH RCLCO'S SPECIALIZED SERVICE GROUPS

REAL ESTATE ECONOMICS



RCLCO's market research services center around in-depth analyses of demographic, economic, and industry-wide trends. Turn to us for trusted, unbiased third-party reports and recommendations regarding achievable market pricing, product definition, and absorption potential for any proposed development concept, site, or product type.



INVESTMENT STRATEGY

RCLCO uses informed real estate analytics to help institutional investors create and implement top-performing portfolios. Clients call on us to make critical decisions even during times of uncertainty – decisions that prove to be durable and lead to successful outcomes.



MANAGEMENT CONSULTING

RCLCO has decades of experience monitoring and evaluating real estate trends. Leverage these insights to define and execute a successful direction for your firm, portfolios, and projects. Our unique team offers both seasoned and fresh perspectives, leading to the optimal blend of real-world experience and innovative ideas.



ASSET MANAGEMENT

Our asset management team works with clients to enhance the value and cash flow of their real estate holdings, providing strategic advice, risk management and monitoring, joint venture management, and operational management.



LEGAL SUPPORT

Backed by extensive experience on a national scale, RCLCO provides a large array of customized analyses, valuations, entitlement support services, and expert testimony to position your real estate-related legal cases for success.

