

James A. Simpson

SERVICE AREAS

Business

- Real Estate
 - Capital Markets Lending
 - Real Estate Finance
 - Workouts + Foreclosures
- Finance
 - Originations

Litigation + Trial

- Workouts + Foreclosures

Governments + Nonprofits

- Real Estate
 - Workouts + Foreclosures

EDUCATION

- Wayne State University Law School, J.D.
- Michigan State University, B.A.

BAR ADMISSIONS

- Michigan

COURT ADMISSIONS

U.S. Court of Appeals

- 6th Circuit

U.S. District Court

- Eastern District of Michigan



Principal

Troy

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James A. Simpson is involved with all phases of real estate finance, acquisition, zoning, development, ownership, leasing, operation, investment and workouts and foreclosures -- including office, commercial, apartments, manufactured housing, hotel industrial properties and -- in all regions of the country. He has been involved as lender's primary counsel with national lending programs and workout and foreclosure matters at all levels and, as owner's counsel, with aggregate portfolios having several billions of dollars in value, as well as complex multi-state real estate litigation. Jim also has significant experience with developers and corporate owners and tenants, and major joint ventures as well as extensive experience with troubled properties and owners, and the restructuring of financing arrangements.

"A great lawyer is an amalgam of deep knowledge and broad experience, an ever-questioning mind, solid character and values, wisdom, intuition, good judgment, focus -- and plain old tireless hard work. This, then, must be coupled with the ability to listen to people and truly hear and distill what their issues, needs and goals are, and then instill in them the unquestioned trust and confidence necessary to act as an effective team or a collaborative adversary. Add a good sense of humor, and no overriding ego, and greatness is within reach."

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As co-leader of the Capital Markets Lending Group, Jim represents national money center, regional and local institutional and bank lenders, mortgage bankers and servicers, with emphasis on capital markets, bank and conduit financing. This includes senior and junior mortgage and other asset-backed loan originations and securitizations, loan warehousing and repo arrangements, REMICS, Fannie Mae and Freddie Mac multifamily and manufacturing housing

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programs, construction lending, mezzanine loans, whole loan and pool sales, agented credits, syndications and participations and loan servicing, administration, workout, foreclosure, and asset recovery. He's truly "been there and done that."

A senior officer of one of Jim's clients said: "*The woods are full of bears. Bad counsel spends time and money killing all the bears; good counsel knows which bears bite, which don't, and helps the client deal with the bears that do. That pretty much sums up my experience with Jim. He has an incredible depth of knowledge and experience in every phase of commercial real estate lending, borrowing, developing, leasing and securitization, as well as all the bears that bite. This knowledge is paired with something that is, unfortunately, rare amongst the attorneys that I've been exposed to over my career – good business judgment. As a client, I appreciate the difference between spending my time and money efficiently and ineffectively. Jim provides good counsel in the truest sense of the word.*"

EXPERIENCE

Jim has served as a closing or supervising counsel for a diverse group of national and regional lenders in connection with the closing of well over two thousand loans destined for portfolio or securitization and secured by office, commercial and multifamily real estate in nearly all 50 states with loan sizes ranging from \$1 million to in excess of \$150 million, and aggregating billions of dollars in loan volume.

Jim is also one of our lead principals who is dedicated to and imbedded within the firm's workout + foreclosure team, bringing his extensive origination and securitization experience to the table every day.

Jim also has headed up acquisition teams for acquisitions of well over a thousand completed transactions, and many additional negotiations. These acquisitions have included businesses in manufacturing, distribution, sales, services and the professions. His principal concentration has been on the middle market, and the largest transaction involved a management buyout of a \$450 million manufacturer.

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Another client said: *"I have had the pleasure of working closely with Jim for nearly 13 years. We have closed hundreds of commercial real estate loans together. I can honestly say that Jim is hands-down the best closing attorney I have ever worked with, not just because of his vast knowledge of the securitization industry and legal matters, but even more so because of his excellent communication/people skills, his bedside manner, and the fact that he is always available at a moment's notice. He is overall a true professional. It is an honor to work with him on a daily basis."*

Representative Matters

- Michigan opinion counsel for \$4 billion mortgage for emergence from Chrysler Bankruptcy
- \$92 million multistate resort hotel loan restructuring and full re-documentation
- \$75.5 million multistate multifamily loan
- \$22.3 million airport parking loan
- \$39 million financing of former Army Depot converted to offices and research
- \$18 million big box shopping center loan
- \$8.5 million syndicated hotel renovation loan
- \$45.6 million multifamily Freddie Mac loan
- \$10.8 million participated manufactured housing property construction loan
- \$179.0 million three-bank multistate restaurant franchise financing facility
- \$50.0 million corporate acquisition package
- \$145.0 million five-bank stadium financing presentation package
- \$150 million mortgage and asset-backed repo facility
- \$100 million whole asset-backed loan pool sale
- \$35 million series of earnout, bridge, and mezzanine loans
- Extensive workout involvement as lender's counsel on major properties throughout the country and foreclosure counsel in Michigan, Indiana, Ohio, and Illinois
- Major servicing fee revolving working capital line of credit

PROFESSIONAL ACTIVITIES

- American Bar Association, Law Firm Advisory Board Working Group on Legal Opinions
- State Bar of Michigan
- Oakland County Bar Association
- Mortgage Bankers' Association of America (MBA), Commercial eMortgage Work Group
- Commercial Mortgage Securities Association (CMSA), Technology Initiatives Committee
- Mortgage Industry Standards Maintenance Organization (MISMO), Commercial Work Group
- Oakland County Circuit Court, Past Special Commercial Mediator

HONORS + AWARDS

- Best Lawyers in America, Banking and Finance Law 2005-present; Real Estate Law 2012
- Chambers USA: America's Leading Lawyers for Business, Real Estate, 2005-present
- Michigan Super Lawyers, Banking 2006-present
- DBusiness Magazine, Top Lawyers, Banking 2011

CIVIC, CULTURAL + SOCIAL ACTIVITIES

- Board of Zoning Appeals, City of Birmingham, Michigan, Former Member
- Joint Cablecasting Board of Birmingham, Beverly Hills, Franklin, and Bingham Farms, Michigan, Former Member
- Beaumont (Hospital) Foundation, Former Board Member
- Wayne State University Law School Law Alumni Association, Past Chairman
- Wayne State University Law School Fund, Past Chairman
- Bloomfield Open Hunt Club, Former Board Member and Officer
- Birmingham Athletic Club
- e-Cognita Technologies, Inc. (A software development company specializing in intelligent automated transaction processing for lenders and lawyers, formed with Wells Fargo Bank and others), Founder, Director, and Vice-president/Chief Strategic Officer

PUBLICATIONS

"Getting Everyone to the Same Page on Technology." CMBS World, Summer 2001

"Commercial eMortgages: The Present and Future of 'Paperless Transactions' in Commercial Mortgage Lending," Participating Author (written as part of the MISMO Commercial eMortgage Workshop, and offered to the Mortgage Bankers' Association of America's Board of Governors for adoption as a Position Paper of the MBA)

SPEECHES

"Challenges in Today's Highly Structured Environment," (Panelist), Trigild Lender Conference, February 2009

MBA-CREF National Technology in Mortgage Banking Conference, Panel Member, 2002

Real Comm Conference, Panel Member, 2001

MBA Commercial Real Estate Finance (CREF) National Technology in Mortgage Banking Conference, Moderator, 2000