

OPINE EXPERTS

Kevin Rose, Esq. Real Estate Forensic Consultant and Expert Witness

Mr. Rose is a real estate attorney whose expertise focuses on California Subdivision Law and transactional work.

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EDUCATION

B.S., 1992 University of California, Irvine (political science)

J.D., 1995 University of California, Hastings School of Law (magna cum laude)

PROFESSIONAL BACKGROUND

- Kevin Rose is the managing partner of San Francisco's Reuben & Junius, a highly-regarded land use law firm. He has led its subdivision/transactions team since joining the firm in 1998.
- He and his associates have represented over one hundred projects of all sizes and shapes, including complicated airspace parcel subdivisions (Trinity Plaza, Fox Plaza, Ghirardelli Square), office condominiums, and more traditional high rise projects like 88 King Street (One Embarcadero South – across from AT&T Park) and 235 Montgomery Street, an infill renovation of an existing commercial building into residential condominiums.
- Mr. Rose was responsible for obtaining California Department of Real Estate approval of the firm's form "Master Management Condominium Documents" and supervises the regular update of these documents, including changes to address the SB 800 construction defect litigation.
- Mr. Rose also regularly advises clients about reducing the risk of construction defect liability for residential projects and taking the necessary steps to properly form and operate the homeowners association.
- As part of Mr. Rose's subdivision work, he also advises clients concerning the entire marketing and sales process. Such work includes preparing the required sales disclosures, advising the client about legal compliance issues, and protecting the client's rights when buyers default.

Subdivision Law

- Processing of the subdivision map through City agencies (including compliance with related subdivision and off-site improvement regulations as needed)
- Preparation of all condominium legal documents (CC&Rs, HOA articles of incorporation, HOA Bylaws, condominium purchase agreement, limited warranties and SB800 documents)
- Preparation of declarations of annexation, maintenance agreements, reciprocal easement agreements as needed
- Advising on preparation of condominium plan

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- Advising on preparation of HOA budgets and organization and set-up of HOA
- Processing of application for subdivision public report through DRE (submittal of required documents to California DRE; response to DRE notices; negotiation with DRE deputy commissioners; review of public reports; compliance with DRE Regulations)

Unusual Projects

Mr. Rose's condominium work has involved more than "plug and play" projects. He has worked with clients to structure unique and creative approaches to a number of subdivision issues. For example, at the Fox Plaza, San Francisco project, Mr. Rose helped structure the plan to create commercial air space parcels to subdivide an existing project consisting of parking, residential units, office space, and future development airspace. Mr. Rose also drafted and negotiated the CC&Rs that govern this complicated structure owned by separate companies. This project involved convincing the San Francisco Department of Public Works that the subdivision of an existing residential project did not constitute an illegal "conversion" of these units.

Mr. Rose also represented the former owner of Ghirardelli Square in San Francisco with respect to the subdivision of twelve different buildings into three airspace parcels. Mr. Rose faced a number of challenges due to the age, irregular shape and multiple elevations of the buildings located on this site. Working with the client team the project was successfully subdivided, and Mr. Rose drafted the reciprocal easement agreement governing the rights and obligations of the different parcels.

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| • Ghirardelli Square | Airspace subdivision and Reciprocal Easement Agreement |
| • 114 Sansome Street | Proposed 205 unit commercial condominium project (Developer abandoned due to market concerns) |
| • 1489 Webster Street | Advised client regarding existing condominium map and potential conversion issues, including Redevelopment Agency rights |
| • Fillmore Center Project | Advised client regarding conversion issues and development rights granted by the San Francisco Redevelopment Agency |
| • Rincon Center 88 Howard St. Airspace Parcels | Prepared amendments to and analysis of existing Reciprocal Easement Agreement and advised client concerning owner rights and duties |

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Real Estate Transactions

Mr. Rose focuses on complicated transactions, including sales and acquisitions, multistate deals, sales of business assets, real estate financing, foreclosures and workouts, partnership and equity agreements, entity formation, subdivision work for both commercial and residential projects, leasing and construction contracts. Representative projects include:

- Representing the lender and equity partner in the acquisition of a portfolio of promissory notes secured by ten separate properties, including foreclosure-related matters
- Representing the owners of many Class A and Class B office buildings in San Francisco, Oakland and Contra Costa County on all leasing matters, including green building programs
- Negotiating a \$15 million sale of land, including the development agreement and cost-sharing agreement, as part of a mixed-use project in Cotati, California, containing over 250,000 square feet of retail space and 42 residential units
- Negotiating a \$30 million equity investor agreement and \$87 million construction loan for a 300-plus unit condominium project in San Francisco
- Handling purchases and sales of numerous office buildings in San Francisco
- Representing a statewide residential real estate broker in all its transactions
- Representing the purchaser of a company specializing in timeshare sales and marketing
- Leading the real estate due diligence team for the potential acquisition of over 20 apartment buildings in California, as well as a nationwide acquisition of a publicly traded manufacturing company
- Representing a New York-based finance lender in all its California commercial real estate loans (over \$150 million in closings) and in obtaining a California finance lender's license
- Representing a local parking operator on leasing and acquisition matters
- Negotiating and arranging many purchases and sales of transferable development rights in San Francisco

Litigation and Administrative Law

Mr. Rose represents clients in real estate litigation and in real property tax appeals before the San Francisco Assessment Appeals Board. Mr. Rose also has represented commercial landlords in unlawful detainer disputes and other contract matters.

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PROFESSIONAL AFFILIATIONS

Member, State Bar of California, Real Property Law Section

COMMUNITY INVOLVEMENT

Mr. Rose has served as a pro bono fee arbitrator for the San Francisco Bar Association and has represented a number of clients through Legal Services for Children. In his spare time, Kevin spends time with his wife Angela and five children, and is a NCAA Division I basketball official.