

Caroline W. Dreyfus

PARTNER

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Overview

Caroline is a finance attorney in every sense of the word. Given her vast experience with many different types of financing transactions, Caroline's clients seek her guidance in every stage of a transaction, from the brainstorming of deal terms to the post closing asset management. Her keen sense of understanding a client's business concerns is what makes her a trusted advisor. As a result, she is called upon to represent large, complex transactions as well as to offer guidance to remedy troubled assets.

National Counsel To Lenders

Her representation involves assets in every state, having represented every type of lender from large national banks and life insurance companies to small private lenders and conduit lenders. She also works with borrowers in acquisitions and dispositions as well as all of their financing needs. The types of transactions for both lenders and borrowers cover the entire spectrum from straight mortgage and construction loans, CMBS loans, Fannie Mae and Freddie Mac loans, and mezzanine loans to lines of credit, syndicated loans, and sale-leaseback transactions. Such transactions involve the full spectrum of property including office buildings, multi-family, hospitality, retail, mobile home parks, hospitals, and raw land.

Full Service Attorney To Clients

In addition to representing her clients in the origination of transactions, Caroline also engages in asset management work. Not every loan goes as smoothly as planned, so a portion of Caroline's

Practice Areas

- Finance & Corporate
- Real Estate
- Commercial Lending
- Commercial Real Estate Leasing
- Commercial Real Estate Transactions

Industries

- Banking & Financial Institutions
- Hospitality

Real Estate Sectors

- Affordable Housing
- Industrial
- Land Banking
- Mixed-Use
- Multifamily
- Office
- Residential, Mixed-Use Development & Homebuilding
- Retail

work involves loan modifications and restructures, forbearances, discounted payoffs, and settlements along with enforcement of remedies.

As lenders have been expanding their practice from traditional financing, Caroline has also expanded her practice. She represents clients in the selling and purchasing of loans, both individual notes along with portfolios, including an analysis of all of the due diligence and existing financing documents. She also represents clients in financing affordable housing, wind, and solar projects.

Bar & Court Admissions

State Bar of California

State Bar of Arizona (inactive)

Education

J.D., Ohio State University Michael E. Moritz College of Law, 1998

B.S., University of Arizona, 1995, cum laude

Experience

Represented one of the largest U.S. national banks in connection with an approximately \$53 million mortgage loan to a large retail shopping center. The collateral was tenanted with small and multiple large, national tenants and subject to a ground lease with the municipality.

Represented a regional bank in connection with four mortgage loans to four affiliated borrowers secured by multiple hospitals and medical office buildings along with four revolving lines of credit to the operators of the properties and negotiated with eight separate participating lenders.

Represented a large national bank in connection with the restructure of a \$100 million A/B loan to multiple borrowers and secured by both multiple office buildings along with membership interests in affiliated entities. In addition to the multiple collateral issues, representation included negotiation of the syndication of the loan with various lenders.

Represented a large national bank to strategize regarding a \$75 million defaulted loan which ultimately resulted in the documentation and negotiation of a forbearance and subsequent discounted payoff and settlement for a large industrial property.

Represented a non-profit corporation in the formation of a loan program to fund federally granted funds for predevelopment loans for affordable housing projects including creation of form loan documents and funding and closing multiple loans upon formation of the program.

Represented a large public company in the acquisition of a portion of the membership interests in an existing entity in order to acquire control of a large shopping center in Hawaii, along with the assumption of the loan then

encumbering such shopping center.

Represented a client as co-counsel in connection with the financing in the amount of approximately \$350 million for a large wind energy project subject to more than 235 wind farm leasehold interests in Central California.

Represented a client in connection with the refinance of a loan secured by a hotel along with the purchase of its partner's membership interests in the joint venture and the restructure and consolidation of multiple junior loans securing the property.

Insights

News

Forty-Four Cox, Castle & Nicholson LLP Lawyers Recognized as Best Lawyers® Award Recipients
Press Release, *Best Lawyers*, 8.17.23

Caroline Dreyfus Named to Real Estate Forum/GlobeSt's "Debt, Equity and Finance Rainmakers In CRE"
News, *Real Estate Forum/GlobeSt.*, 2.6.23

Twenty Attorneys Named Southern California Super Lawyers
Press Release, *Super Lawyers*, 1.10.23

Caroline Dreyfus Named as a Winner of Connect's 2022 Lawyers in Real Estate Award
News, *Connect CRE*, 12.7.22

Forty-One Cox Castle Lawyers Named to 2023 Best Lawyers® List
Press Release, *Best Lawyers*, 8.18.22

Thirty-Four Attorneys Named 2022 California Super Lawyers
Press Release, *Super Lawyers*, 8.1.22

35 Cox, Castle & Nicholson LLP Lawyers Named to 2022 Best Lawyers® list
Press Release, *Best Lawyers®*, 8.19.21

32 Cox, Castle & Nicholson LLP Lawyers Named to 2021 Best Lawyers® list
Press Release, *Best Lawyers®*, 8.21.20

Twenty-Five Cox Castle & Nicholson Attorneys have been selected to the 2020 Southern California Super Lawyers
Press Release, *Super Lawyers*, 5.1.20

Capital Markets Team Listed On Real Estate Forum's Rainmakers List
News, *Real Estate Forum*, 2.5.20

Twenty-Nine Cox, Castle & Nicholson Attorneys Recognized As 2019 Southern California Super Lawyers & Rising Stars
Press Release, *Southern California Super Lawyers*, 7.15.19

Thirty-five Cox, Castle & Nicholson Attorneys Recognized As 2018 Southern California Super Lawyers & Rising Stars
Press Release, *Southern California Super Lawyers*, 7.10.18

Caroline Dreyfus Featured In The Real Deal Article For 2017 LACBA Chair Appointment
News, *The Real Deal*, 7.13.17

Caroline Dreyfus Named Chair of Los Angeles County Bar Association Real Property Section
Press Release, *CCN Press Release*, 6.28.17

Thirty Six Cox, Castle & Nicholson Attorneys Recognized As 2017 Southern California Super Lawyers & Rising Stars
Press Release, *Southern California Super Lawyers*, 6.7.17

Stretch Loans Helping Buoy Stalled CMBS Market
News, *Law360*, 6.9.16

Thirty Five Cox, Castle & Nicholson Attorneys Recognized As 2016 Southern California Super Lawyers
Press Release, *Southern California Super Lawyers*, 6.6.16

Thirty Cox, Castle & Nicholson Attorneys Recognized As 2015 Southern California Super Lawyers And Six Named As
Rising Stars
Press Release, 1.23.15

Cox, Castle & Nicholson Attorneys Highlighted In Daily Journal's "Dealmakers"
News, *Daily Journal*, 1.6.15

Five Cox, Castle & Nicholson LLP Attorneys From The Los Angeles Office Were Listed As Southern California Rising
Stars 2013
Press Release, *Super Lawyers*, 6.13.13

Seven Cox, Castle & Nicholson LLP Attorneys From The Los Angeles Office Were Listed By Super Lawyers As The Top
Women Attorneys In Southern California 2013
Press Release, *Super Lawyers*, 6.13.13

Ten Cox, Castle & Nicholson LLP Attorneys Are Recognized as 2012 Southern California Rising Stars
Press Release, 6.8.12

Eleven Cox, Castle & Nicholson LLP Attorneys Are Recognized As Southern California Rising Stars 2011
Press Release, *Super Lawyers*, June 2011

Rent Relief Often Gives Tenant New Lease on Life
News, *Los Angeles Times*, 6.16.09

2008 Rising Stars
News, *Southern California Lawyers Rising Stars Edition*, 6.19.08

Cox, Castle & Nicholson Attorney Receives Outstanding Young Lawyer Award
Press Release, 6.10.08

Cox, Castle & Nicholson LLP Names New Partners For 2008: Three New Partners Are Elected From The Los Angeles And Orange County Offices
Press Release, *CCN Press Release*, 1.2.08

Speaking Engagements

LACBA's 19th Annual Real Property Installation & Awards Dinner
Sponsorship, City Club Los Angeles, Los Angeles, California, 6.21.17

LACBA Real Property Installation & Awards Dinner
Reception, InterContinental Century City, Los Angeles, California, 5.29.14

4th Annual Bank & Finance Institutions Special Assets Executive Conference on Real Estate Workouts
Conference, Fairmont Miramar Hotel, Santa Monica, California, 9.9.13

NACAB Commercial Real Estate Lending Opportunities Conference
Conference, San Gabriel Hilton, San Gabriel, California, 6.26.13

Women of Achievement 2012
Century City Chambers of Commerce Women's Business Council
Reception, Beverly Hills, California, 10.18.12

2014 New Media in Real Estate Law and Business Practice Crocker Symposium
Sponsorship, Biltmore Hotel, Los Angeles, California, 10.3.11

Building a Practice Inside a Firm: Techniques, Success Stories and Provocative Issues
USC Gould School of Law 2011 Real Estate Law And Business Forum
Conference, Los Angeles, California, 3.2.11

How Do Lenders and Borrowers Handle a Troubled Real Estate Asset
Seminar, LACBA Conference Center, Los Angeles, California, 1.16.08

Publications

How to Respond to Rent and Loan Payment Obligations in Light of COVID-19
Client Alert, 3.27.20

Multi-State Property Financing: The Lenders Perspective
Article, 09.01.06

Multi-State Loan Transactions
Article, 04.26.05

Awards & Affiliations

Honors & Recognitions

Winner of Connect Commercial Real Estate's "*Lawyers in Real Estate Award*", 2022

Best Lawyers, Real Estate Law, 2021

Southern California Super Lawyers, 2013-2021

Super Lawyers Women's Edition, 2015-2021

GlobeSt. Real Estate Forum's 2020 Rainmaker in Debt & Equity Finance Influencers

Century City Chamber of Commerce Women of Achievement, 2012

Southern California Super Lawyers Rising Stars, 2007-2008; 2011-2012

Real Estate Southern California Women of Influence, 2007 & 2008

Outstanding Young Lawyer from the Los Angeles County Bar Association, 2007

Professional Affiliations

Los Angeles County Bar Association

Los Angeles County Bar Association, Real Property Section, Chair (2017)

Benjamin S. Crocker Symposium, Planning Committee Member,

Los Angeles County Bar Association, Finance Section, Former Chair

American College of Mortgage Attorneys (ACMA)