



Kari L. Larson

Associate

Seattle
+1.206.370.8024

kari.larson@klgates.com

OVERVIEW

Kari Larson is an associate in the firm's Seattle office. Her practice focuses on commercial real estate including the acquisition, disposition, leasing, financing, and development of commercial, timber and agricultural holdings. Kari regularly represents both borrowers and lenders (foreign and domestic) in lending transactions secured by commercial and agricultural properties, with a particular focus on the negotiation of intercreditor and co-lender arrangements. Kari is also certified in Legal Project Management.

Kari grew up on a dairy farm in Skagit Valley, Washington. With this background in mind, Kari regularly counsels clients with respect to purchase and sale agreements, agricultural leases, recreational use agreements, hunting license agreements, access and utility easements, water rights transfers, and other issues related to the various aspects of ownership and operation of timber, farmland and other agribusiness assets. Additionally, Kari has developed particular experience in advising clients on regulatory issues impacting the growing, processing, manufacturing and distribution of food products, including issues under the Food Safety Modernization Act, supply chain management issues, and transportation issues. Further, Kari regularly advises on jurisdictionally-specific permitting, licensing, certification, and product-specific requirements for producers, processors and retailers (including online retailers) of food. Kari also counsels clients on filing requirements for foreign investors under the Agricultural Foreign Investment Disclosure Act and analogous state statutes.

In the renewable energy sector, Kari has experience in addressing real property and title issues arising in the acquisition, development and financing of wind, solar, and other renewable energy projects across the United States. Kari also reviews and negotiates wind and solar leases on behalf of landowners.

In the general commercial real estate sector, Kari regularly represents clients in drafting and negotiation of financing documents, commercial leases, purchase and sale agreements, easements, covenants, and other documentation related to the financing, leasing, development, and acquisition or sale of office buildings, warehouse, distribution and fulfillment centers, condominiums, hotels, shopping centers, industrial facilities, and other commercial mixed-use properties.

PROFESSIONAL BACKGROUND

Prior to joining K&L Gates, Kari was a real estate associate at a regional law firm with one of the largest real estate practices in New York.

ACHIEVEMENTS

- CALI Excellence for the Future Award in Property
- Nominee, American Bar Association On the Rise - Top 40 Young Lawyers Award 2020
- American Bar Association Real Property Trust and Estates Section Fellow 2019-2021
- Legal Project Management Certification

PROFESSIONAL / CIVIC ACTIVITIES

- Membership Committee, Crew Seattle & Sound
- Member and Co-Chair, American Agricultural Law Association Symposium Planning Committee In-House Counsel Tract, American Agricultural Law Association
- Member, American Bar Association Real Property Trust and Estates Section Mortgage Lending Committee
- Member, American Bar Association Real Property Trust and Estates Membership Section Committee

SPEAKING ENGAGEMENTS

- Presenter, "Trouble at the Park Hotel: The Fictional Challenges of a Luxury Hotel Struggling to Stay Afloat and Avoid Foreclosure During a Global Pandemic," ABA 33rd Annual RPTE Conference (April 2021)
- Moderator, "Not all Lenders Are the Same: What is a Nonbank Lender and What Difference Does It Make Anyway?," ABA 33rd Annual RPTE Conference (April 2021)
- Moderator, "Distressed Real Estate and Loan Work Outs - Nuts and Bolts on Navigating Forbearance Negotiation and More," American Bar Association CLE (February 2021)
- Presenter, "PACA and Real Property: Follow the Fruit, Washington State Bar Association New Developments in Real Property CLE," (August 2018)
- Presenter, "Farm to Retail: Food Supply Chain Liability and Supply Agreements," American Agricultural Law Association Annual Agricultural Law Symposium (October 2017)
- Presenter, "Food Safety: What Do Clients Need to Know in 2017?," Oregon State Bar Agricultural Law Section Ag Law Round Up (May 2017)

EDUCATION

- J.D., Seattle University School of Law, 2012 (*magna cum laude*)
- B.A., Washington State University, 2007 (*magna cum laude*)

ADMISSIONS

- Bar of New York
- Bar of Washington

THOUGHT LEADERSHIP POWERED BY HUB

- 24 June 2020, Keeping "PACE" in Commercial Real Estate Improvements: A Primer on the New Washington Commercial Property Assessed Clean Energy and Resiliency (C-PACER) Program (*Alerts/Updates*)
- 20 June 2019, Buying the Farm: A Due Diligence Primer When Buying or Selling Farming Operations and other Agribusinesses (*Articles*)
- 5 December 2018, PACA and Real Property: Follow the Fruit (*Alerts/Updates*)
- 12 September 2018, Acquisition and Disposition of U.S. Agricultural Land by Foreign Investors: Federal and State Legislative Restrictions, Limitations, and Disclosure Requirements (*White Papers*)

OTHER PUBLICATIONS

- *Washington Lawyers Practice Manual*, Chapter 15 - Commercial Practice, Part Three: Secured Transactions under the Uniform Commercial Code, 2014-present
- Co-author, "Real Property Practice Tip: Don't Be Misled By the Title - The Agricultural Foreign Investment Disclosure Act of 1978 Applies to More Than Just Agricultural Transactions," WSBA Real Property Probate & Trust Newsletter, Winter 2017

NEWS & EVENTS

- 22 August 2017, K&L Gates Advises Healthcare Trust of America, Inc., on \$2.3 Billion Acquisition of 72 Medical Office Buildings (*Noteworthy Work, Press Release*)

AREAS OF FOCUS

- Real Estate
- Commercial Ownership, Leasing, and Management
- Distressed Real Estate

- Power
- Real Estate Acquisitions and Dispositions
- Real Estate Finance

INDUSTRIES

- Agribusiness
- Consumer Products
- Resort, Hospitality, and Leisure
- Sports

REPRESENTATIVE EXPERIENCE

Agribusiness & Timber

- Represented an institutional investment manager on the launch of its online licensing system with respect to recreational and hunting licenses for its national timber portfolio.
- Represented an institutional investment manager on the negotiation of financing documents and the related intercreditor agreement with respect to crop improvements on real property in Grant County, Washington.
- Represented an institutional investment manager on the acquisition of permanent cropland (almonds and grapes) in California, and six related post-closing lease transactions.
- Represented a private investment company on the acquisition of a national farmland portfolio.
- Represented an institutional investment manager on the leasing of apple orchards in Grant County, Washington.
- Represented an institutional investment manager on the disposition of cropland in California.
- Regularly represent a private investment company on the development and update of its real estate forms library including form purchase and sale agreements, leases, easements, consultant agreements and diligence forms.

Commercial Real Estate

- Represented non-U.S. investors in connection with various subordinate debt financings secured by hotel, commercial, and retail properties across the United States.
- Represented Healthcare Trust of America (NYSE:HTA) in its acquisition of 72 medical office properties across 15 states from Duke Realty (NYSE: DRE) for \$2.3 billion.
- Represented an investment company on its acquisition of a luxury resort in the Caribbean.
- Represented a sports league in connection with its stadium and practice facility leases.

- Represented a nationally recognized sports hospitality company in obtaining a \$150M credit-line facility.
- Represented a commercial real estate investment company in its various refinancing of shopping centers and hotels in the company's national portfolio.
- Represented a commercial real estate investment company in the acquisition and financing of a \$115M Class A office building located at 1750 K Street, Washington DC.
- Represented an institutional lender in the restructuring and modification of a \$52 million mortgage loan encumbering real property in Nassau County, New York.

Food & Beverage

- Advised a vertical farm with respect to food safety regulatory requirements and product labeling.
- Advised an online retailer on regulatory compliance requirements applicable to its food distribution facilities storing shelf-stable, refrigerated and frozen foods, including fresh produce.
- Advised an online retailer on the regulatory requirements applicable to mobile food vendors in Seattle, Washington.
- Advised a public corporation regarding food safety issues to consider in the design and construction of its food distribution facilities and food delivery vehicles.
- Advised a public corporation regarding the applicability of nutrition labeling requirements for its restaurant and retail portfolios.
- Advised a public corporation regarding the applicability of various state "bag ban" legislation to its restaurant and retail portfolios.
- Advised a start-up company regarding the regulatory requirements applicable to meal kit direct-to-consumer delivery services, and interstate shipments of potentially hazardous food products under a direct to consumer model.
- Advised a public corporation regarding the regulatory requirements applicable to interstate distribution of seeds and live plants.
- Advised a foreign investment company on the regulatory filing requirements under the Agricultural Foreign Investment Disclosure Act with respect to its acquisition of leasing interests in agricultural land.
- Advised a vertically integrated producer/processor in food safety issues to consider in integrating and consolidating its business operations into one entity.