Wall Street and Commercial Real Estate

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April 26, 2012 – Los Angeles, CA City National Bank

Greer Advisors, LLC

Goals of Presentation

- Disclaimers
- Market Drivers Economy, Interest Rates
- Financial Regulations (Dodd-Frank)
- Capital Market Trends CMBS, REITs, CDS
- Risk Pricing
- Market Conditions (Sales Volume, Price PSF, Cap Rates)
- Rents, Vacancies
- Outlook & Forecast

Disclaimers

This presentation is being conducted by Everett Allen Greer of Greer Advisors, LLC who is not affiliated with City National Bank and is solely responsible for the information presented in this program.

Investment Advice is not being provided.

Market Drivers

Market Drivers

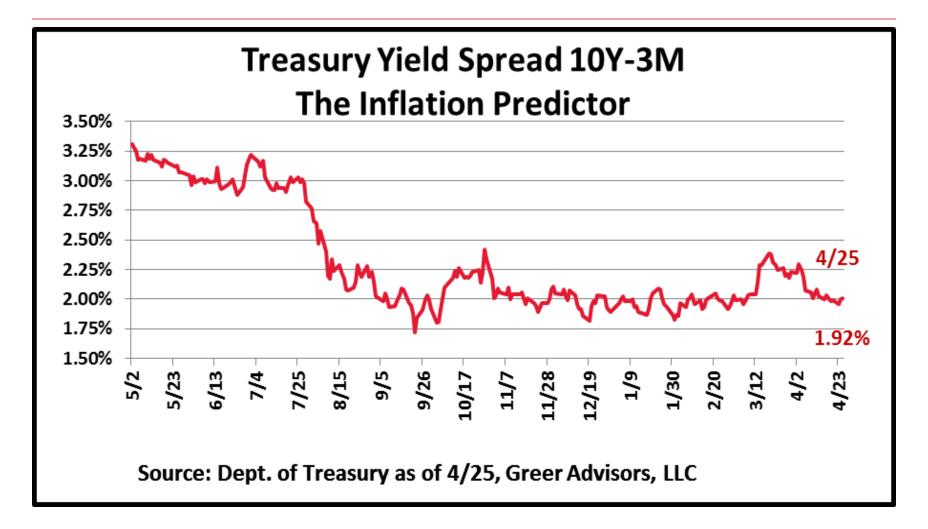
Supply / Demand – Not as bad as early 90's

- Non-Res. Supply Growth was Very Limited Growth
- Most Demand ties to Jobs, which is tied to GDP
 - Office FIRE Employment, Portion of Service Employment
 - Retail Household Formations, Income Growth
 - Industrial Manufacturing vs Distribution
 - Multifamily Households
 - Hotel Corporate Travel Office Employment
- Jobs & Retail Sales Drive Supply & Demand!!!

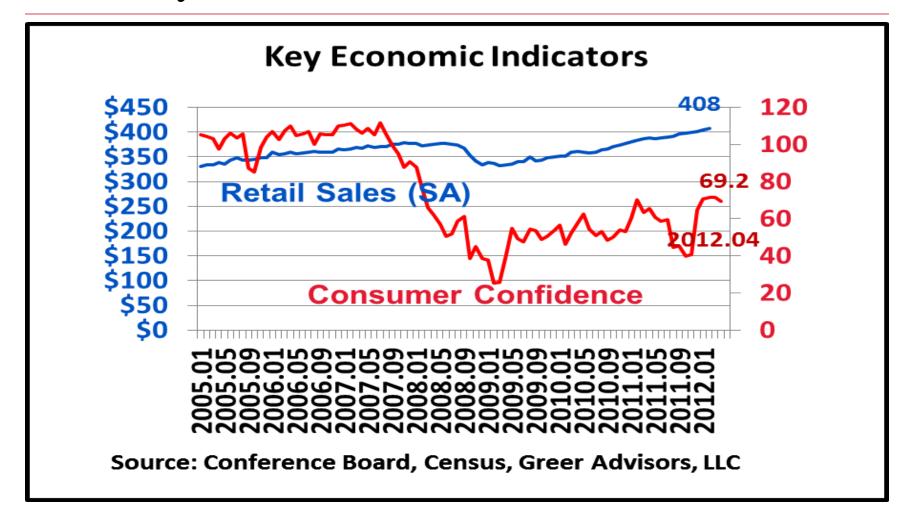
Financing – Is the Most Important Fundamental

Leverage, Rate, Term, Recourse

Interest & Inflation



Economy – Consumer Confidence & Sales



Economy

Consumer Side

- Consumer Confidence is Poor at 69.2 (April Conf. Board)
- Unemployment Remains High
- Potential Sovereign Defaults Continue to Threaten (PIGS)
- Liquidity, Leverage, Interest (for non-AAA Debt) Poor
- Retail Sales are OK, the Rest is near Flat Line

Investment Banks

- Capital IQ and Deal Logic show LBO's ② /M&A on the rise
- Record Profits GS near 1,000 batting average every day since the Crisis Started
- IB's record profits cost of taxpayer

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•Financial Regulations

Financial Regulations

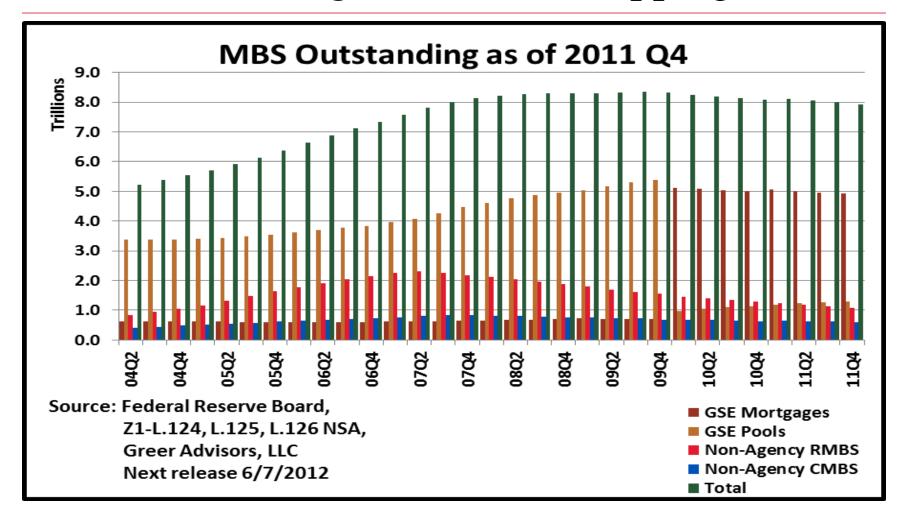
Dodd-Frank Wall Street Reform & Consumer Protection Act

- 16 Titles See Summary on Wikipedia Post TARP ©
 - 243 Rules to be created (reportedly 62% not done)
 - 67 Studies required (most are not done)
 - 22 New Periodic Reports
- Restructure of Regulators, elimination of OTS
 - Financial Stability Oversight Council (New)
 - Office of Financial Research (New)
- Keys for Commercial Real Estate:
 - Rating Agency Reform
 - Securitization Reform (nominal change due to QIB clawbacks)
 - Derivatives minimal change thus far due to "netting"

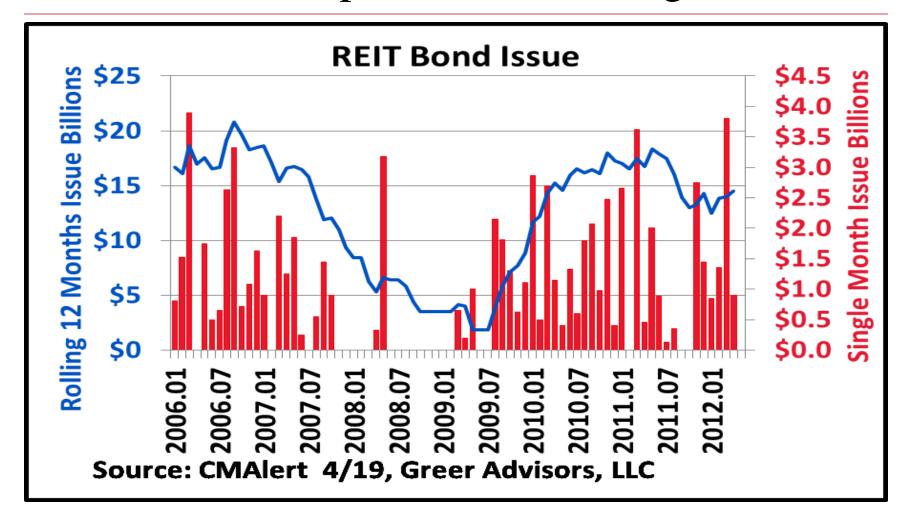
Troubled Asset Relief Program

Real Estate Capital Markets

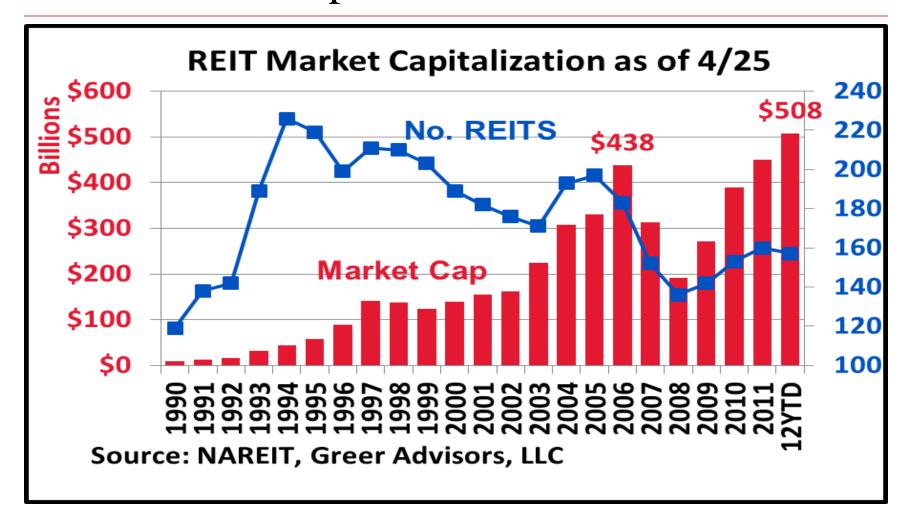
MBS Outstanding's in U.S. - Dropping



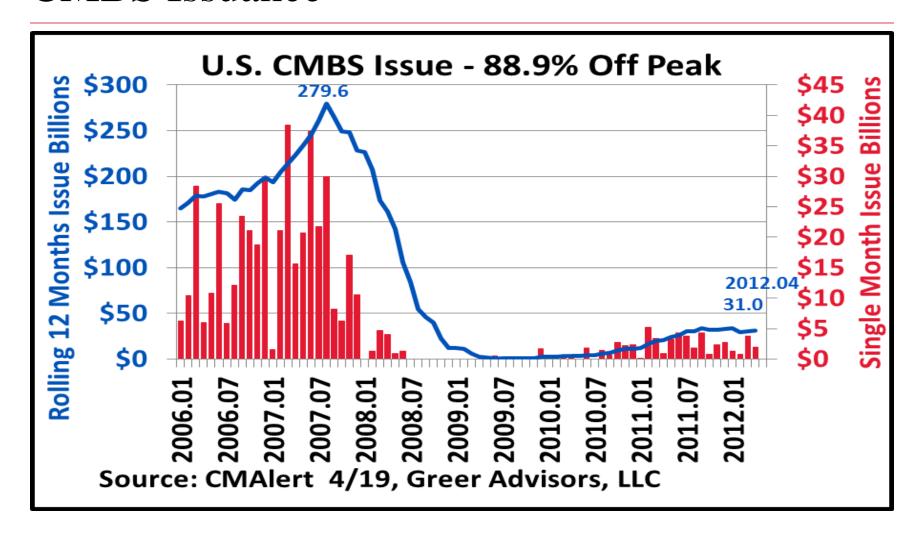
REIT Market Capitalization – Long Term



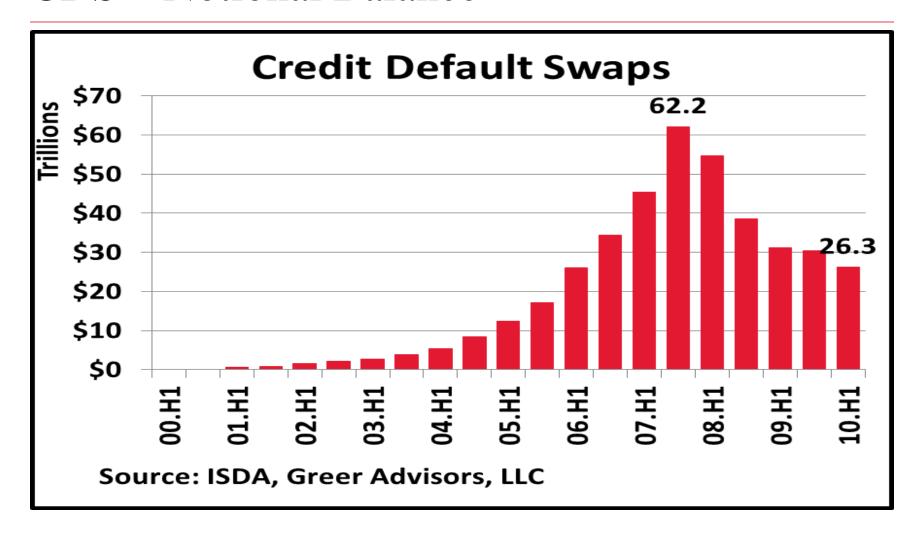
REIT Market Capitaliztion



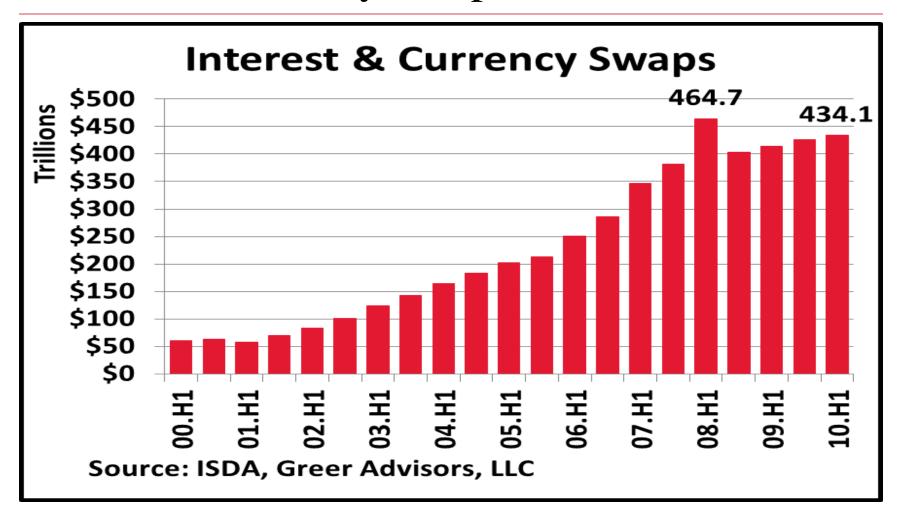
CMBS Issuance



CDS – Notional Balance

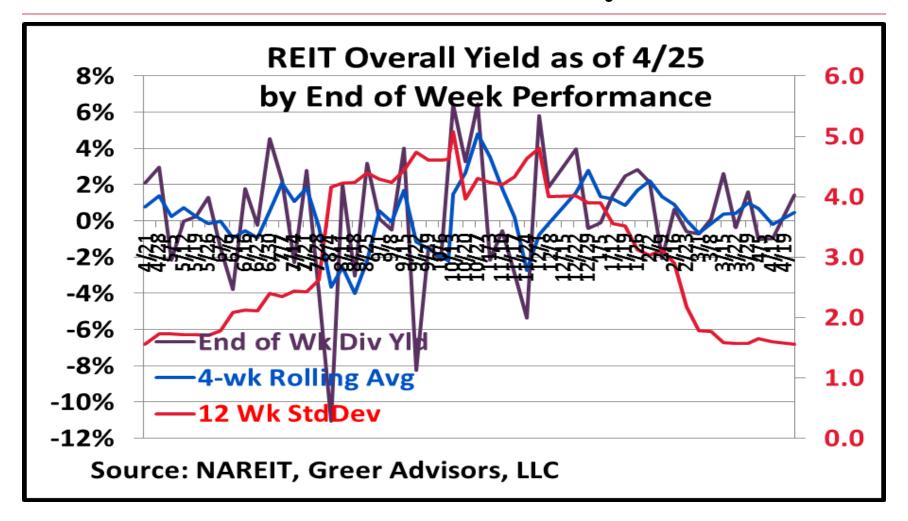


Interest & Currency Swaps



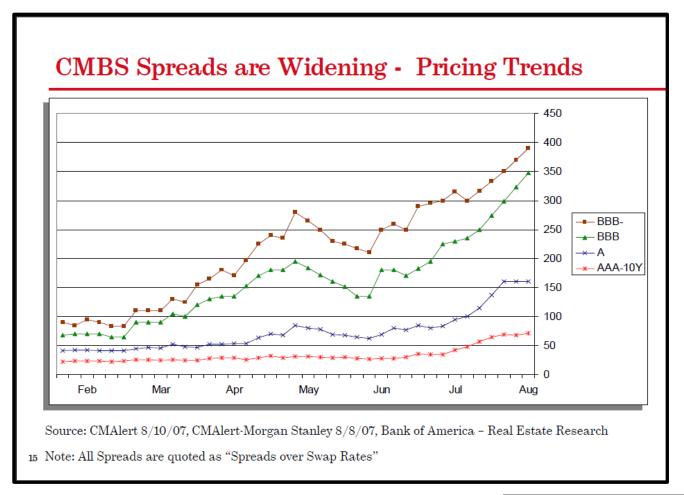
Risk Pricing

REIT Dividend Yield - Volatility



What Broke – CMBS Yield Rates Rose

Slide from 8/3/2007 Presentation



Interest – What Broke - AAA vs BB Spreads

Greer CMBS / CMBx Yield Rate TM									
Tranche	Yield	Suboord	Weight of	Contribution					
			Debt	to Total					
AAA	2.46%	29.76%	70.24%	1.72%					
AJ	3.33%	12.70%	17.06%	0.57%					
AA	4.95%	10.63%	2.07%	0.10%					
A	9.38%	8.00%	2.63%	0.25%					
BBB	27.05%	4.72%	3.28%	0.89%					
BBB-	28.39%	3.68%	1.04%	0.30%					
BB	102.09%	2.69%	0.99%	1.01%					
Unrated	176.00%	0.00%	2.69%	4.73%					
Implied Over	all Debt Yiel	100.00%	9.57%						
Loan to Value	mplied Overall Debt Yield 100.00% Loan to Value Ratio								
Class-A Equi	ty Yield Tot	tal Yield	28.00%	14.18%					
Class-B Equity Yield Total Yield			102.00%	32.68%					

Notes: ① The table is somewhat complicated, as evidenced by the numerous footnotes. Several conclusions can be drawn. 1) If the 'Implied Overall Debt Yield' is greater than loan rates in the marketplace, the CMBS market CAN NOT recover because the required bond yields are too high to make debt affordable to borrowers. 2) When the spread between AAA and BB tranches is above 500 bps (now at 9,963 bps), the market can't recover because of risk aversion for lower-rated tranches. As a point of reference, January '07 AAA-BB CMBS spreads were around 65 bps. Lastly, the yields for each tranche provide tremendous insight into the pricing of risk premiums for each layer in the capital stack.

② MarkitTM Data and Calculations based on close of 4/25. Swap (10Yr) as of 4/24.

3 Coupon and Price data were from MarkitTM for AAA Senior through BB bonds. MarkitTM data was used as part of the calculations by Greer Advisors, LLC to determine Spreads. Subordination levels were from MarkitTM.

4 Profit / arbitrage opportunity for the issuer was ignored.

(5) The yield spread for "unrated" classes were based on (BBB-yield minus BB yield) times 1.0, round to the nearest bp. Class-A property equity yield was assumed equal to the BBB- (last investment-grade piece) yield rounded to the nearest 100 bp. Class B property equity yield was assumed equal to the BB yield, rounded to 100 bps.

Bubble Creation & Bursting - Causes

Drivers Leading Up to Bubble

- Vicious Upward Cycle of Growth Created Buyer Greed
- Cheap Supply of Capital to Fund Loan Demand
- Unrealistic Growth & Profit Incentives Across Industry
- NSROs ②, Issuers, Originators Misaligned Incentives

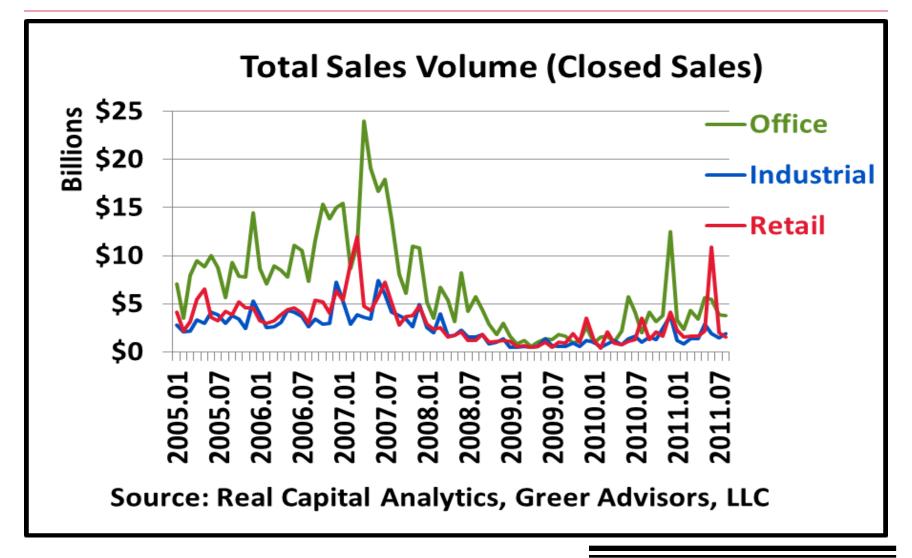
Drivers Causing Bubble to Burst

- "Never Before" Rise in Delinquency & Loss Rates
- Faith in Ratings Lost
- Risk went from "Under-priced" to "Over-priced"

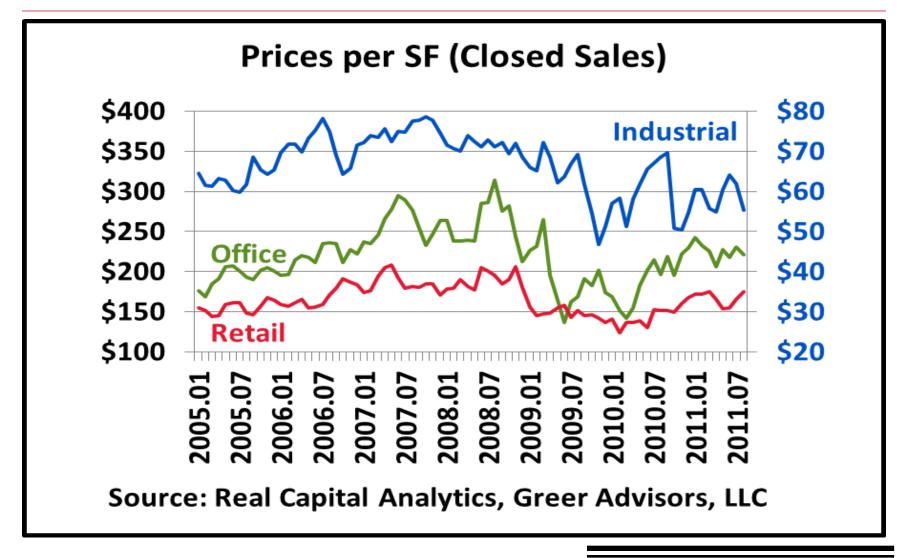
National Statistical Rating Organization

Market Performance

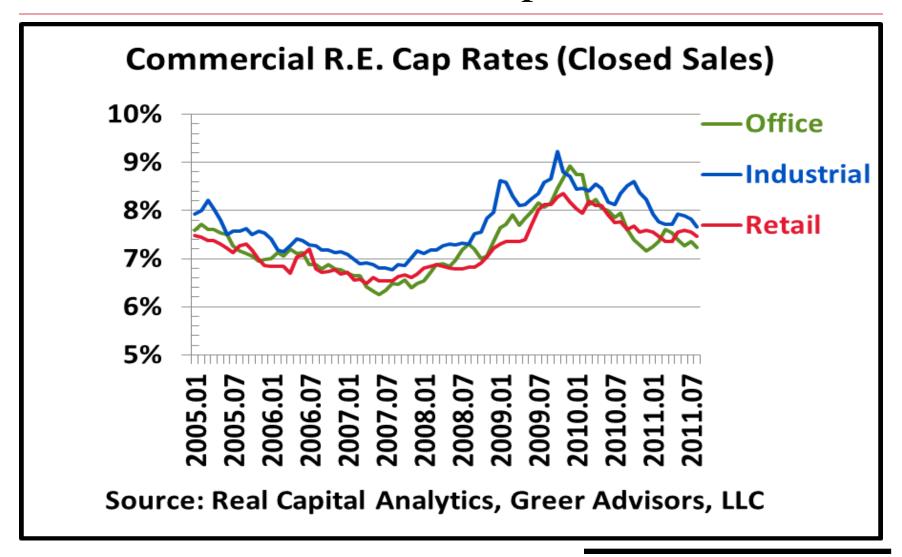
Commercial Real Estate Sales Volume



Commercial Real Estate Prices \$\$ PSF



Commercial Real Estate Cap Rates



Top - Bottom Market Stats – as of 2011 Q3

	NDUSTRIA	L - 20:	11.Q3		OFFICE - 2011.Q3				RETAIL - 20	11.Q 3	<u> </u>
			Eff Rent				Eff Rent				Eff Ren
Vac	Metro	Vac %	\$ \$6.43	Vac	Metro Albany	Vac %	\$ \$15.62	Vac	Metro San Francisco	Vac % 3.7%	\$ \$29.8
	os Angeles	6.8% 7.9%	\$6.43 \$4.92	_	Albany Honolulu	7.9% 8.8%	\$23.48		Fairfield County	3.7% 4.9%	\$29.8 \$24.9
	alt Lake City an Francisco	9.8%	\$4.92 \$7.78	_	New York	9.8%	\$55.46	_	Long Island	4.9% 5.6%	\$24.9 \$22.6
	rancisco Orange County	9.6%	\$7.76 \$8.40	_	Long Island	9.6%	\$20.88	_	Northern New Jer	5.7%	\$24.3
	louston	10.0%	\$5.66		Oklahoma City	11.5%	\$20.00 \$15.11		San Jose	6.0%	\$26.5
	ortland	10.2%	\$5.00 \$6.12		Pittsburgh	11.5%	\$17.81		Oakland-East Bav	6.4%	\$24.9
	ansas City	10.6%	\$6.12 \$6.48	_	Trenton	12.0%	\$17.61 \$24.66		Orange County	6.4%	\$26.7
	,	10.7%	\$5.44	_	Stamford	12.5%	\$24.00		Suburban Virginia	6.4%	\$24.3
	ong Island	11.0%	\$5.44 \$5.09	_		13.1%	\$35.63		•	6.5%	\$25.2
	/linneapolis	11.4%	\$2.93		Washington, DC		\$28.05	_	Los Angeles	6.8%	φ∠5.∠ \$19.5
	Sary			_	Boston	13.2%		10		14.7%	\$19.5 \$10.4
	hoenix	16.9% 17.0%	\$4.65 \$5.83		West Palm Beach	21.5%	\$21.44 \$18.18		Wichita	14.7%	\$10.4 \$11.8
	lartford		*	_	Edison	21.6%		_	Colorado Springs		
	acramento	18.0%	\$4.44		San Jose	21.6%	\$25.84		Syracuse	14.8%	\$10.5
	tlanta	18.1%	\$3.34		Jacksonville	21.9%	\$16.35		Dallas	14.9%	\$14.0
	soston	18.4%	\$5.71	_	Tampa	21.9%	\$19.50		Indianapolis	15.1%	\$12.3
	tamford	18.5%	\$5.91		Dallas	22.4%	\$18.40		Cleveland	15.3%	\$12.7
	/lemphis	18.7%	\$2.32		Riverside	22.4%	\$19.38		Tulsa	15.8%	\$9.7
	etroit	19.7%	\$3.15		Las Vegas	24.6%	\$22.70	_	Birmingham	15.9%	\$12.1
	renton	20.1%	\$3.71		Detroit	24.9%	\$15.69		Columbus	16.0%	\$10.7
	nn Arbor	24.2%	\$6.37	65	Phoenix	26.1%	\$19.53	80	Dayton	17.0%	\$8.8
Na	ational Average	12.5%	\$5.28		National Average	17.1%	\$21.05		National Average	11.1%	\$15.8
1 Lo	os Angeles	6.8%	\$6.43	35	Los Angeles	17.2%	\$24.71	7	Orange County	6.4%	\$26.7
	range County	9.8%	\$7.78	41	Ventura	17.8%	\$18.60	9	Los Angeles	6.5%	\$25.2
	iverside	12.1%	\$4.28	48	San Diego	18.9%	\$25.54	11	San Diego	7.1%	\$25.1
17 V	entura	12.1%	\$8.03	51	Orange County	19.8%	\$22.74	26	Ventura County	9.9%	\$24.7
42 Sa	an Diego	15.3%	\$7.51	62	Riverside	22.4%	\$19.38	28	San Bernardino/R	10.3%	\$17.9
B.	⁄lin	6.8%	\$2.74		Min	7.9%	\$15.09		Min	3.7%	\$8.8
	/lax	15.1%	\$8.40		Max	26.1%	\$55.46		Max	17.0%	\$31.8
	pread ource: CBRE Econo	8.3%	\$5.66		Spread	18.2%	\$40.37		Spread	13.3%	\$23.0

Source: CBRE Econometric Advisors, REIS, Inc., Greer Advisors, LLC

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Outlook & Forecast

Greer's Recovery Signs – Prereq's to Recovery

- √CDS Exposure under \$25 Trillion (i.e. under 50% of peak)
- √ Stable or Decline in CMBx Yield Spreads for 6 weeks
- Re-emergence of CMBS market
 New CMBS Market will include:
 Issuer Keeps 1-5% 1st-loss piece
 AAA Subordination near 30%....
 AAA is 70%, not 90% of issue
- √ REIT Market Capitalization (Total Value) Stabilizes or Increases for 6 months
- Consumer Confidence Rises and Stays Above 70 for 6 months As of April 2012 (last report) index at 69.2 (1985=100)
- Risk Curve (AAA Sr. vs BB) flattens to under 500 bps. As of 4/25/2012 CMBx spread stands at 9,593 bps, nearly 100 pts

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Greer's 3-Year Forecast as of 4/26/2012

- Barbell Modest Growth or Global Recession
 - Global Economy Heals or Not
- Cap Rates will Rise 0.5-2% during 2012-13
 - Mostly in class B/C
 - Trophy Class A will remain low until Flight to Quality Stops
- Margins (to 10 Yr Treasuries or LIBOR) will rise and settle at 300±50 bps over 10 year Treasuries, but might over-correct in the short run, say 10Yr 400+ bps.
- Values have recovered slightly.
- Individual Market Performance will continue to vary widely.
 - 10-30% difference in Top vs Bottom
- Change Creates Opportunities Build Businesses
- SBA remains very Active

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Conclusions

- MBS Loss Rates Remain at All Time Highs
- Class A vs. B/C Big Cap Rate Spreads
- Reduced Leverage for ALL Investor Deals, More RECOURSE
- SBA will remain Only Source for High Leverage
- MBS Very Very Slow Return. Need New Business Model
- Insurance Co's, Fannie/Freddie and Some Lenders are Active
- CASH WILL REMAIN KING!
- Rents / Vacancies Remain better than early 1990s

Quote of the Day

"...prediction is very difficult, especially when it's about the future..."

NY Yankees #8, Yogi Bera

Niels Bohr
Nobel Laureate, 1922
Atomic Structure /
Quantum Mechanics



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Questions / Answers

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