

Real Estate Investment Trust Services

The Real Estate Investment Trust (REIT) Services in Washington National Tax has extensive experience serving public REIT audit clients. The cornerstone of our practice is the broad experience in both industry and government that our professionals bring to the table in any REIT transaction.

The REIT vehicle is a tax-efficient structure for acquiring and managing large portfolios of investment properties and mortgage assets. Complying with complex REIT qualification rules requires ongoing consultation with highly experienced REIT tax professionals. The REIT Services group in Washington National Tax has the in-depth knowledge and experience necessary to help you stay abreast of the complicated REIT requirements and frequently changing business environment and practices.

Our Specialized Industry Knowledge

The Real Estate Investment Trust (REIT) Services team, positioned within the Passthroughs group in the Washington National Tax practice, focuses exclusively on issues related to the REIT industry. These professionals have significant experience with publicly trade, non-listed widely held, and private REITs, equity REITs and mortgage REITs, private equity transactions, and large initial public offerings. The REIT Services group understands not only the real estate business, but also the intricacies of REIT tax regulations and the demands faced by publicly traded companies.

The professionals on the REIT Services team are committed to providing proactive, insightful tax-advantaged strategies and structuring ideas that are tailored to the business goals of clients. The foremost concern of REIT Services professionals is protecting a client's qualified REIT status. Thus, the team has developed the industry's most complete REIT Qualification Service, which is made available to all REIT clients.

Our Services

We also provide:

- REIT qualification opinions and related transactional due diligence
- Ongoing REIT qualification monitoring and implementation of REIT qualification systems, including:
 - Asset and income tests review
 - Impermissible services review
 - Share ownership analysis
 - Qualifying distributions review
- Transactional structuring and review
 - IPO and REIT conversion structuring
 - Private equity fund structuring
 - Review of REIT charter and bylaws, partnership agreements, leases, share ownership, income and asset tests compliance, and impermissible services activity for REIT qualification and related tax matters
 - Transfer pricing and related structuring for taxable REIT subsidiaries
 - Earnings and profits analysis, C corporation earnings distribution analysis
 - Umbrella Partnership structuring, section 752 debt modeling, partnership allocations
 - Structuring entity takeovers and mergers

- Cross-border planning, FIRPTA and branch profits tax analysis
- Tax-efficient property sales structuring
- Mortgage REIT services, including;
 - Implementing our proprietary mortgage REIT qualification system
 - Mortgage securitization services, taxable mortgage pool analysis, excess inclusion income analysis
 - Modeling original issue discount or premium in debt securitizations
 - Hedging analysis
 - Taxable REIT subsidiary structuring and transfer pricing analysis
 - Foreclosure activity consulting
- Review of public REIT tax provisions and Sarbanes-Oxley internal control requirements for REIT qualification
- Representation before the IRS for private letter rulings, closing agreements, examinations, and other matters
- Assistance in understanding the legislative and regulatory environment, the potential impact of proposed law changes, and how to plan in a changing environment.

Contact Us

For more information, please contact **David Brandon**, principal, at dbrandon@kpmg.com or 202-533-3034.

Our People

Our REIT professionals have more than 40 years of combined experience working exclusively in or for the REIT industry. They include recognized industry specialists, who have authored numerous articles for prominent legal and accounting journals and industry publications. The group includes both tax attorneys and accountants, who have held management-level positions in the U.S. Treasury Department, the IRS, and in a large public REIT.

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