



Nicole R. Ament
Shareholder

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Denver, Colorado

Nicole considers herself her clients' business partner first, and their real estate attorney second. Serving as the firm's Hospitality, Resort and Recreation Group chair, she has more than 17 years of national experience working with complex real estate portfolios and large single assets, specializing in land use, development, financing and disposition unique to real estate portfolios with emphasis on resort and recreation work.

Nicole has managed portfolio transactions with as many as 276 properties in a single portfolio and in excess of \$1.5 billion in assets in diverse industries including hotels, golf courses, ski areas, health care facilities, manufactured housing communities and athletic clubs. Her client base spans from high end ski resorts, including combined financing work for Squaw Mountain and Alpine Meadows, to fitness facilities.

Drawing on her national experience, Nicole is familiar with the unique real estate aspects of different markets and is able to recognize opportunities to make transactions run more efficiently. She leverages her complex portfolio experience to assist regional and local clients with both large-scale single assets and complex development issues. She handles both business and legal aspects of the transaction to help clients get the deal done and find positive ways to impact their bottom line.

Nicole works effectively with both sides in a transaction to find solutions that work for all parties, identifying issues and needs to assemble and manage resources from both inside and outside the firm. As a trusted advisor, she has long-standing relationships with clients and remains heavily involved during the life of the client's portfolio, allowing her to negotiate each deal as if it were her own. Nicole proactively works to identify property and operational challenges in order to develop smooth exit strategies for her clients.

Practices

Land Use, Real Estate, Acquisition Disposition, Development, Hospitality, Resort & Recreation

Industries

Real Estate

Representative Matters

- Represented The Bay Club Company in its acquisition of the Manhattan Country Club, a swim and tennis club in Manhattan Beach, California.
- Represented ClubCorp Holdings, Inc. in its acquisition of Oakhurst Golf & Country Club in Clarkston, Michigan.
- Represented ClubCorp Holdings, Inc. in its acquisition of Norbeck Country Club in Rockville, Maryland.
- Represented ClubCorp Holdings, Inc. in its acquisition of North Hills Country Club in Glenside, Pennsylvania.
- Represented ClubCorp Holdings, Inc. in its acquisition of Eagle's Nest Country Club in Phoenix, Maryland.
- Represented KSL Capital Partners in the entry into a Purchase and Sale Agreement by the Miraval Group for the acquisition and redevelopment of the Cranwell Spa and Golf Resort in Lenox, Massachusetts.
- Represented KSL Capital Partners in the sale of the Miraval Group, the owner and operator of the Miraval Brand, the Miraval Resort and Spa in Tucson Arizona, and the Travaasa Resort and Spa in Austin, Texas.

- Represented KSL Capital Partners in the acquisition by the Miraval Group of the Travaasa Hotel and Spa in Austin, Texas.
- Represented Squaw Valley Alpine Meadows in a refinancing of a term loan and revolving credit facility from Wells Fargo Bank. Squaw Valley Alpine Meadows is a premier ski resort and a portfolio company of KSL Capital Partners.
- Represented The Bay Club Company in securing term and revolving credit facilities. Proceeds were used to repay existing credit facilities and will be used for future acquisitions, capital expenditures and working capital.
- Represented The Bay Club Company, a California-based active lifestyle corporation, in acquiring The Golf Club at Boulder Ridge in San Jose, CA.
- Represented The Bay Club Company, a California-based active lifestyle corporation, in acquiring Fairbanks Ranch Country Club in San Diego, CA.
- Brownstein acted as lead real estate general counsel for Freeport LNG Development, L.P. (Freeport LNG) and its subsidiaries in the acquisition of a multi-train natural gas liquefaction and export facility being constructed at Freeport LNG's existing LNG regasification facility at Quintana Island near Freeport, Texas. The real estate component of this project involved (i) closing-on and repurposing over 13 miles of pipeline, (ii) acquiring owner and lender title policies for the entire project in the amount of \$US11 billion, which was one of the largest issuances of title insurance in history and involved every national title insurance company, and (iii) using complex conveyance instruments to provide common ownership for portions of the project and maintaining separate ownership for other portions. The total committed debt and equity (including for contingencies and cost overruns) is in excess of US\$11 billion. The financing was the largest fully non-recourse construction project financing in history.
- Represented ClubCorp Inc. in its acquisition of Atlanta-based Sequoia Golf in a deal valued at roughly \$265 million. The deal for the additional 50 clubs was negotiated and concluded in only two months.
- Represented KSL Capital Partners in its acquisition of a controlling interest in Miraval Resort & Spa, a luxury wellness spa in Tucson, Arizona, and its brand. Additionally, the firm negotiated joint venture/partnership agreement with the prior owner, and restructured Miraval as part of the acquisition.
- Represented KSL Capital partners, in the sale of the Bay Club Companies to York Capital Management with a minority investment from JMA Ventures and the company's management team.
- Represented KSL Capital Partners, a Colorado based private equity firm, in the refinancing of the credit facility for the James Royal Palm Hotel in Miami.
- Represented Western Athletic Clubs in its financing of a Term Loan from Ventas Healthcare Properties, Inc.
- Represented KSL in the refinancing of Barton Creek Resort and Spa in Austin, TX comprised of a new senior and mezzanine loan.
- Secured \$30 million financing for The Homestead, a historical luxury resort and spa in Virginia.
- Represented KSL Capital Partners in its acquisition of The Grove Park Inn Resort & Spa, a historic resort in Asheville, North Carolina.
- Served as counsel to Vail Resorts Development Company and RCR Vail, LLC in connection with New York state registration to permissibly market its Vail, Colorado-based Ritz-Carlton Residences project to prospective New York purchasers.
- Represented KSL Capital Partners, LLC as the purchaser in its \$130 million acquisition of the Royal Palm Hotel located in Miami Beach, FL, including \$90 million of seller financing. Brownstein also negotiated the purchase and sale agreement and seller financing documents, completed due diligence and closed the acquisition in less than 60 days.
- Negotiated and consummated the purchase of an 18-hole golf course, club house, and related facilities located in Henderson, Nevada. Brownstein also advised the client on various real estate, litigation,

corporate water rights and business licensing matters.

- Represented a private equity investment firm in its initial platform acquisition of a leading provider of innovative repairs and advanced coatings for the aerospace, industrial gas turbine and oil and gas industries from a private equity fund.
- Assisted Western Athletic Clubs reorganize its corporate structure through internal corporate mergers.
- Represented Vail Resorts, Inc. in its \$40.5 million acquisition of Colorado Mountain Express, a resort ground transportation business. Brownstein also handled the related real estate, tax, environmental, ERISA and employment aspects of the transaction.
- Lead counsel and principal negotiator in adjudicating and purchasing direct flow and storage water rights for the Silverton Ski Area.
- Represented ClubCorp in the acquisition of Heritage Golf Club in Hilliard, Ohio.

News & Events

- The Women's Leadership Initiative Hosts a Panel on the State of the Energy Industry
- Brownstein Policy Directors Preview Presidential Election
- Lawyers help women dress for success
- Brownstein Hosts Sixth Annual Hospitality Summit
- Brownstein Announces Nicole Ament As Chair Of Rebranded Hospitality, Resort And Recreation Group
- Colorado booming? Thank the cities that planned ahead, says eco-devo chief at Women's Leadership forum
- Denver law firms organize groups that help women advance
- Nicole Ament Appointed to Habitat for Humanity of Metro Denver Board of Directors
- Nicole Ament Named Board Chair of the South Metro Denver Chamber of Commerce
- Nicole Ament Appointed to Urban Land Institute Executive Committee
- Nicole Ament Appointed to Kempe Foundation Board of Directors
- Nicole Ament Appointed South Metro Denver Chamber of Commerce Economic Development Group Chair

Community

Leadership Denver, 2008

50 for Colorado, 2006

Chair, Economic Development Group, South Metro Denver Chamber of Commerce

Board Chair, South Metro Denver Chamber of Commerce

Board of Directors, Kempe Foundation

Executive Committee, Urban Land Institute

Site Acquisition Committee, Habitat for Humanity

Steering Committee, Colorado Women's 'Power of One'

Trustee, South Suburban Christian Church

Publications & Presentations

- Forecast for Hotel Development in Denver, Panelist, 2015 Denver Hospitality Summit, Denver, CO, October 1, 2015
- Networking and Mentoring Important for Women Initiatives, Co-Author, *Law Week Colorado*, May 11, 2015
- Perplexing Puzzle: The Colorado Oil and Gas Commission versus Local Government, *The Colorado Lawyer*, February 1998

Education

- J.D., 1998, University of Denver Sturm College of Law, Order of St. Ives
- B.A., 1995, Trinity University

Admissions

- Colorado, 1998

Recognition

Colorado Super Lawyers, 2009

Membership

Colorado Bar Association

Colorado Women's Bar Association

Denver Bar Association

Deals

 has acquired 	 CLUBCORP® has acquired 	 CLUBCORP® has acquired 	 CLUBCORP® has acquired 	 CLUBCORP® has acquired 
M/RAVAL. Resort & Spa a portfolio company of  has acquired 	M/RAVAL. Resort & Spa a portfolio company of  sale to 	M/RAVAL. Resort & Spa a portfolio company of  has acquired 	 a portfolio company of  term loan and revolving credit facility by 	 term loan and revolving credit facilities by Jefferies
 has acquired 	 CLUBCORP® has acquired 	 has acquired 	 has acquired 	Sale of  an affiliate of  to York Capital Management, LLC
 a portfolio company of  financing	 acquisition of 	 has acquired 	 has acquired  from 	 Western Athletic Clubs™ recapitalization
 WESTERN ATHLETIC CLUBS a portfolio company of  dividend recapitalization	 BARTON CREEK RESORT & SPA a portfolio company of  refinancing			