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PRACTICE AREAS

REAL ESTATE

- Land Acquisitions/Dispositions
- Entitlements/Governmental Registrations
- Development
- Real Estate Finance
- Homebuilding
- Sales/Marketing/Operations
- Property Owners Association, Community Development District and Club Structuring/Management
- Leasing
- Landlord/Tenant Matters

GENERAL BUSINESS AND CORPORATE

- Entity Formation/Operation
- Entity Purchases/Sales
- Asset Purchases/Sales
- Transactional/Contractual Services
- Construction Contracts and Management
- Franchise/Management Agreements
- Distribution and Sales Representative Agreements

LITIGATION

EDWARD G. MILGRIM

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Ed utilizes his over 25 years of practical legal and business experience to help clients achieve optimal results. Having served in-house legal and business roles for 2 FORTUNE 150 Companies - Disney and Centex Homes – Ed has a unique perspective on legal services. Ed has acted as counsel for his clients and been a client of other lawyers, so he understands, first-hand, the needs and challenges of clients.

Ed's legal and entrepreneurial experience has taught him the importance of understanding client's needs, maintaining communications, handling matters in a time-efficient and cost-effective manner and focusing on client's legal and business objectives when structuring a transaction, solution or settlement. Clients tell him that what they appreciate most is his focus on being their business partner, his practical yet innovative approach to addressing legal and business issues and solving problems and his ability and eagerness to help them achieve their goals.

REPRESENTATIVE EXPERIENCE

Acquisitions, Dispositions, Entitlements and Development

As counsel for a top national homebuilder, a world-famous entertainment company and numerous other clients, Ed has represented buyers and sellers in the acquisition and disposition of properties valued in excess of \$750 Million, including raw land, office buildings, hotels, golf courses and shopping centers in locations including Hawaii, California, Las Vegas, Colorado, Texas, Florida, Georgia, South Carolina, North Carolina, New Hampshire and New York. Ed has also been involved in all aspects of obtaining the entitlements for these projects and contracting for their development. As Vice President of Acquisitions for Centex Destination Properties, Ed was

<ul style="list-style-type: none"> • Foreclosures • Evictions • Landlord/Tenant Matters <p>PRIOR EXPERIENCE</p> <p>CENTEX HOMES/CENTEX DESTINATION PROPERTIES Division General Counsel V.P. Land Acquisitions</p> <p>WALT DISNEY WORLD CO. Senior Attorney</p> <p>STROOCK & STROOCK & LAVAN Associate</p> <p>EDUCATION</p> <p>NEW YORK UNIVERSITY SCHOOL OF LAW J.D. -1988</p> <ul style="list-style-type: none"> • Journal of International Law and Politics • American Jurisprudence Award – Land Finance and Transfers <p>STATE UNIVERSITY OF NEW YORK IN ALBANY - B.S. in Accounting 1985</p> <ul style="list-style-type: none"> • <i>Summa Cum Laude</i> • <i>Delta Sigma Pi</i> – Professional Business Fraternity - President <p>ADMITTED TO PRACTICE</p> <p>Florida New York</p> <p>OTHER LICENSES/CERTIFICATIONS</p> <p>Certified Circuit Court Mediator Florida Licensed Real Estate Salesperson</p>	<p>responsible for the acquisition and disposition of 8 properties valued in excess of \$230 Million during a two-and-a-half year period.</p> <p>Real Estate Finance</p> <p>Ed has counseled borrowers and lenders in complex financing transactions, including acquisition and development loans, workouts/restructurings and refinancings, totaling in excess of \$500 Million, secured by ground leases, raw land, office buildings, hotels and shopping centers. Ed’s involvement includes all aspects of the process, from comprehensive due diligence, including review of title, surveys, environmental reports, operating agreements and leases, through structuring, negotiating and drafting all documentation including Loan Commitments, Loan Agreements, General Assignments, Notes, Mortgages/Deeds of Trust, Environmental Indemnities, Escrow Agreements and Guaranties.</p> <p>Homebuilding - Sales/Marketing/Operations</p> <p>As vice president and division counsel for numerous homebuilding divisions of a national homebuilder, and as outside counsel for homebuilding clients, Ed was responsible for all phases of the homebuilding process including real estate acquisition, entitlement and development, customer sales contracts, employee and HR issues, risk management matters, construction contracts, mediation and litigation of construction and sales disputes, marketing, and regulatory compliance including all aspects of the pre-sales and sales launch processes for projects in Hawaii, New Hampshire, North Carolina and Florida.</p> <p>Property Owners Associations, Community Development Districts and Clubs</p> <p>As both in-house and outside counsel for developers and homebuilders, Ed has structured, implemented and managed numerous property owners associations, condominium regimes,</p>
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<p>CIVIC SERVICE</p> <ul style="list-style-type: none"> • Board of Directors of Jewish National Fund – Co-President • Board of Directors of Jewish Federation – Member • Board of Directors of Congregation Ohev Shalom – Member • Board of Directors of Southwest Orlando Jewish Congregation – Past President 	<p>Community Development Districts and Clubs in multiple states.</p> <p>Leasing and Landlord/Tenant Matters</p> <p>Ed has represented landlords and tenants in connection with leasing space exceeding 1 Million square feet, including the structuring, negotiating and drafting of ground, retail, commercial and office leases with sophisticated provisions for performance of landlord and tenant work, disbursement of tenant improvement allowances, continuous operating requirements, co-tenancy requirements, non-compete parameters, visual art restrictions and expansion/purchase option. Ed also advises landlords and tenants on matters affecting the interactions among landlords and tenants, including defaults, assignments, non-disturbance agreements and sales of tenanted properties.</p> <p>General Business and Corporate Matters</p> <p>Ed has represented clients, as in-house and as outside counsel, on various business matters from the formation and acquisition of entities, through day-to-day management and contractual matters, including structuring, negotiating and drafting service contracts, construction contracts, franchise and management agreements and distribution and sales representative agreements, and culminating with asset sales and dissolution</p>
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