

TROY

840 West Long Lake Rd.
Suite 150
Troy, Michigan 48098
T: +1.248.267.3319
O: +1.248.879.2000
F: +1.248.879.2001

CLEVELAND

Miller Canfield
200 Public Square
Suite 2010
Cleveland, Ohio 44114
O: +1.216.716.5044
F: +1.216.716.5043

lesser@millercanfield.com

Services

Real Estate

- Commercial Real Estate Finance
- Commercial Real Estate Finance
Workout, Foreclosure and
Litigation
- Corporate Real Estate
- Economic Development
Incentives
- Governmental Entities
- Leasing
- Real Estate Acquisition and
Disposition
- Real Estate Development

Financial Services

- C&I and Asset-Based Finance
- Commercial Lending
- Enforcement, Insolvency and
Litigation
- Receiverships, Real Estate
Owned and Loan Portfolio
Acquisitions & Dispositions

Industries

- Construction
- Financial Institutions

Education

University of Michigan Law School,



Scott R. Lesser

Principal

Scott is a real estate and finance lawyer who helps his clients resolve their distressed real estate concerns before they develop into true issues. Equally at home behind the negotiating table and in the courtroom, Scott leverages both transactional and litigation solutions to maximize his clients' recoveries.

Real estate falls into distress for a variety of reasons. Scott's knowledge and experience, along with his role as the leader of Miller Canfield's highly experienced Workout Team, help him identify the unique challenges each asset faces, prioritize among them, and tackle them where appropriate. This sets the stage for a smooth workout or foreclosure and, ultimately, disposition. Scott also has extensive experience enforcing springing recourse and other guaranties. In the end, regardless of his client's preferred exit—amicable or contentious—Scott and his team are prepared to assist.

Scott also assists clients issuing loans and entering into real estate transactions in the first place. When involved in these deals, Scott leverages his deep enforcement experience to help clients achieve practical and efficient solutions to complicated structures and impediments.

In addition to representing special servicers, financial institutions, private investors, life companies and other creditors, Scott leverages his real estate litigation experience to help title insurance companies, receivers, property owners, real estate investors involved in ownership disputes, real estate developers and others work through difficult circumstances.

Scott prides himself on guiding his clients with practical solutions and engaging with the broader legal community. Outside of his core work, Scott is a leader in the Michigan State Bar's Real Property Law Section, the American College of Mortgage

Scott R. Lesser

J.D., 2008

Princeton University, A.B., 2005

Bar Admissions

Indiana

Ohio

Michigan

Attorneys, and the American College of Real Estate Lawyers. He also co-authors multiple treatise chapters, including the Michigan Chapter on Receiverships for *Strategies For and Against Distressed Businesses* and the "Foreclosure of Mortgages and Land Contracts: Receiverships" chapter in the *LexisNexis Practice Guide to Michigan Real Estate Litigation*. He is a frequent speaker on distressed asset topics.

Representative Matters

- Represented CMBS special servicers in a pair of guaranty suits establishing full recourse liability on carve-out guarantees arising out of the breach of the single-purpose entity covenants, namely for the borrower's failure to remain solvent.
- Represented a CMBS special servicer in month-and-a-half trial in a \$34 million carve-out guaranty and fraud case.
- Represented a national lender in restructuring a \$18 million loan relationship involving a 10-property industrial portfolio.
- Represented a CMBS special servicer in a multi-stage workout of an aggregate \$35 million cross-defaulted portfolio of six properties, involving multiple loan restructurings and a deed-in-lieu-in-escrow transaction.
- Represented investors in \$50 million in self-storage facility portfolios in a complicated reorganization, refinancing and buy-out of 1031 exchange investors.
- Represented a CMBS special servicer in a \$45 million single-tenant office receivership sale.
- Represented a regional bank in the workout of a \$28 million multistate loan portfolio acquired from the FDIC.
- Represented a national lender in a \$38 million multi-state business and real estate loan workout.
- Represented a CMBS special servicer in a \$25 million regional mall workout, where the receiver first shut down, then sold one of the oldest malls in the country.

Areas of Expertise

For over 15 years, Scott's practice has focused on representing lenders in working through distressed assets. In doing so, he has represented special servicers, financial institutions and other lenders in workout negotiations and enforcement activities.

Scott R. Lesser

His practice actively covers all property types, both core (office, retail, industrial, and multi-family) and non-core (construction loans, health care, hospitality, restaurants, gas stations, mobile home parks, self-storage facilities, etc.). Outstanding principal balances range from as little as \$200,000 to as much as \$150 million, but most frequently lie between \$2.5 million and \$50 million. Properties are most commonly located in the Upper Midwest (Michigan, Ohio, Indiana and Illinois); but Scott has helped develop strategies involving assets in Florida, North Carolina, New Jersey, Kansas, Minnesota, Wisconsin, Iowa, Colorado, California, Texas and more.

Scott handles all phases of the workout process, whether resolved consensually or through contested proceedings. His experience includes:

- Forbearance Agreements
- Deed-in Lieu Transactions
- Deed-in-Escrow Agreements
- Loan Sales
- Loan Modifications
- Loan Assumptions
- Discounted Payoffs
- Settlement Agreements
- Receiverships
- Receivership Sales (both consensual and contested)
- Mortgage Foreclosures (judicial and non-judicial in Michigan; judicial in Ohio, Indiana and Illinois)
- Suits against Guarantors (recourse, limited recourse and springing recourse)
- Fraudulent Transfer
- Fraud Investigations and Litigation
- Lender Liability Claims and Litigation
- Bankruptcy
- Serial Bankruptcy
- Real Estate Owned (REO) Sales

Reported and Published Decisions

U.S. Bank National Association, as Trustee v. Springfield Prairie Properties, LLC, 2019 WL 977867 (C.D. Ill. Feb. 28, 2019) (guarantor liable for full debt on carveout for transfer of mortgaged property)

Wells Fargo Bank, NA v Cherryland Mall Limited Partnership, 295 Mich App 99 (2011), remanded at 493 Mich 859 (2012), rev'd upon remand at 300 Mich App 361 (2013) (guarantor carve-out liability; constitutionality of retroactive application of Michigan Nonrecourse Loan Act)

Scott R. Lesser

Kim v JPMorgan Chase Bank, NA, 493 Mich 98; 825 NW2d 329 (2012) (defects in mortgage foreclosure renders sale voidable, not void; amicus brief filed on behalf of Real Property Law Section, State Bar of Michigan)

7800 W Outer Drive Holdings, LLC v College Park Partners, LLC, 2012 WL 2402010 (Mich App 2012) (foreclosing lender entitled to predefault rents and real estate tax refunds)

51382 Gratiot Avenue Holdings, LLC v Chesterfield Development Co., 835 F.Supp.2d 384, 2011 WL 6153023 (E.D. Mich. 2011), *reconsideration denied* 2012 WL 205843 (summary judgment for lender on carve-out guaranty for insolvency)

Livonia Properties Holdings, LLC v 12840-12976 Farmington Road Holdings, LLC, 717 F.Supp.2d 724 (E.D. Mich. 2012), *aff'd* 399 Fed. Appx. 97, 2010 WL 4275305 (6th Cir. 2010), *cert. den.* 131 S.Ct. 1696 (2011) (borrower's request for preliminary injunction to enjoin foreclosure sale denied because "record chain of title" means documents recorded in register's office and borrower lacks standing to contest interim assignments of mortgages in blank)

Honors

Michigan Super Lawyers, Real Estate, 2025

Best Lawyers in America, Real Estate, 2021–present; Commercial Litigation, Real Estate Litigation, Mortgage Banking Foreclosure Law, 2022–present

DBusiness Magazine, Top Lawyers, 2020-present:

Banking and Finance Litigation

Bankruptcy and Creditor/Debtor Rights Law

Real Estate Law

State Bar of Michigan Pro Bono Honor Roll, 2020–2021, 2023, 2025

Michigan Super Lawyers, Rising Star, 2015–2018

University of Michigan Law School, cum laude

Professional Activities

American College of Mortgage Attorneys, Fellow; Co-Vice Chair of Financial Restructuring and Remedies Committee; Co-Vice Chair of Program Committee

American College of Real Estate Lawyers, Fellow; Chair of Innovation and Practice Committee; Secretary of Bankruptcy and Real Estate Litigation Committee

American Bar Foundation, Fellow

American Bar Association

Scott R. Lesser

State Bar of Michigan, Real Property Law Section, Council Member, 2021-present; Continuing Legal Education Committee, 2018-present

CRE Finance Council

Speeches

"Relief, Remedies, and Reorganizations: Resolving Real Estate Distress" Association of Corporate Counsel Real Estate Network Webinar, November 20, 2025

"Receiverships: Repositioning for Success," American College of Mortgage Attorneys Annual Meeting, October 11, 2025, San Antonio, TX

"Assignment of Rents Enforcement After a Default: Receivership, Foreclosure, and Bankruptcy Issues," Panelist, Strafford Webinar, February 20, 2024; July 8, 2025

"Market Liquidity in an Illiquid Market," Panelist, Trigild Fall Lenders Conference, October 12, 2023, Dana Point, CA

"Remedies and Restructuring Developments: The Rise of Non-Traditional Remedies," Panelist, American College of Mortgage Attorneys 2023 Annual Meeting, September 30, 2023, La Jolla, CA

"Repositioning Troubled Assets: Lakeside Mall," Panelist, State Bar of Michigan Real Property Law Section 2023 Summer Conference, July 20, 2023, Mackinac Island

"Commercial SFR: The Other Multifamily Loan," Trigild Fall Lenders Conference, November 10, 2022, San Diego

"Restructuring and Remedies Post-COVID," Panelist, American College of Mortgage Attorneys Annual Meeting, September 16, 2022, Park City, Utah

"Update on Michigan Foreclosures and Receiverships," SIOR Michigan, May 26, 2021

"Privilege and Discovery in Commercial Workouts," KeyBank National Association, March 12, 2019, Cleveland

"Mall Workouts: A Case Study," Torchlight Investors, December 13, 2018, New York City

"Legal Lightning Round," Trigild Fall Lenders Conference, October 18, 2018, San Diego

"Waste Claims in Commercial Real Estate Foreclosure," Rialto Capital Advisors, May 9, 2018, Miami

"Mall Workouts: A Case Study," C-III Asset Management, March 15, 2018, Dallas

Case Study – Single-Tenant Office Workout, Torchlight Investors, November 10, 2017, New York City

"Deeds in Lieu of Foreclosure and Subordination, Nondisturbance and Attornment Agreements," C-III Asset Management, March 9, 2017

Scott R. Lesser

Publications

"Receivership Sales Under the Uniform Commercial Real Estate Receivership Act," *The Abstract* (American College of Mortgage Attorneys), Spring 2025

Michigan chapter, *Trigild Deskbook: Guide to Receivership & Foreclosure* (7th Ed.), 2024

Strategic Alternatives For and Against Distressed Businesses (Chapter 57, Michigan Receiverships), co-authored with Gergana S. Sivrieva, Thomson West, 2014–2025

"Michigan's New Assignment of Rents Act Improves Borrower-Lender Relationships," co-authored with Ron Spinner and Joe Ammar, *Michigan Bankruptcy Journal*, December 2022

"Receiverships in Michigan," co-authored with Marc Swanson and Steve Roach, *Thomson Reuters Practical Law Journal*, Spring 2022

"Foreclosure of Mortgages and Land Contracts; Receiverships," co-authored with Michael E. Moore, LexisNexis Practice Guide: Michigan Real Estate Litigation, 2018–2025

"Receiver Sale of Real Property Free and Clear of Liens," *Michigan Real Property Review* (Winter 2016–Spring 2017)

Articles

UPDATED FinCEN's New Interim Final Rule (1) Exempts Domestic Companies from Corporate Transparency Act Reporting and (2) Sets New Deadlines for Reporting by Foreign Companies

Michigan Federal Court Holds CTA Reporting Rule Unconstitutional, Enjoins Enforcement Against Named Plaintiffs

Treasury May Be Shifting CTA Reporting Rule Away from Domestic and Toward Foreign Reporting Companies

FinCEN Again Delays CTA Reporting Deadlines and Suspends Enforcement

Recent Developments: Nationwide CTA Injunction Lifted, New March 21, 2025, Reporting Deadline Set, and Reporting Rule May Be Modified

CTA Reporting Back On!

Fifth Circuit Reinstates Texas Federal District Court's Nationwide Preliminary Injunction and Stay of the Corporate Transparency Act

Fifth Circuit Stays the Texas Federal District Court's Nationwide Preliminary Injunction and Stay of the Corporate Transparency Act, and FinCEN Publishes Extensions of Certain CTA Reporting Deadlines

Texas Federal District Court Enjoins Enforcement of Corporate Transparency Act and Implementing Reporting Rule Nationwide

Cracks in the Corporate Transparency Act?

Scott R. Lesser

Whose Risk? Impossibility and Frustration of Purpose in Michigan Leases

Unconstitutional 'self-actualizing, perpetual funding mechanism' may pose new problem for Consumer Financial Protection Bureau

Receiverships Under Michigan's New Assignment of Rents Act

How Michigan's New Assignment of Rents Act Affects Commercial Tenants

When do Secured Lenders Have to Pay for Operating Expenses?

Hotel Revenues Are "Rents" Under New Michigan Law

Foreclosure Does Not Extinguish Assignment of Rents

Michigan Adopts Its Version of the Uniform Assignment of Rents Act

CDC Eviction Moratorium: The Final Word

CDC Eviction Moratorium Not Quite Over: Where Do We Go From Here?

Michigan Court of Appeals Holds That Development Agreement Obligations are Extinguished in Tax Foreclosure

Practice Pointer: Should Lenders Use Pre-Negotiation Agreements?

Practice Pointer: When is an Agreement Enforceable Against a Bank?

Courts Are to Remain Open Under Michigan's Shelter In Place Order

COVID-19: Practical Impacts of "Shelter in Place" and Limitations on Foreclosures and Evictions

COVID-19: Impact on Commercial Landlords and Tenants

Michigan to Enact the Uniform Commercial Real Estate Receivership Act

Assigned Rents Not Bankruptcy Estate Property After Assignment is Enforced