

TB LAW

NEWSLETTER

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In trusts we trust

*The new Arizona
trust code offers
better protections
for beneficiaries*

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Hold Your Piece ... of Paper
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ANNOUNCEMENTS

FIRM NEWS

Shareholders recognized as leading attorneys

• **SUPER LAWYERS**, which is a listing of outstanding attorneys who have attained a high degree of peer recognition and professional achievement, selected the following shareholders for 2009: **David L. Case** (Business/Corporate, Tax, Estate Planning & Probate); **Richard G. Himelrick** (Securities and business litigation); **Leonard J. Mark** (Family law, personal injury, and medical malpractice); and **Michael E. Tiffany** (Real estate and Business/Corporate).

• **THE BEST LAWYERS IN AMERICA**, which is a different listing of outstanding attorneys, recognized the following shareholders for 2010: **Mark S. Bosco** (Mortgage Banking Foreclosure Law); **David L. Case** (Trusts and Estates); **Robert V. Kerrick** (Commercial Litigation, Eminent Domain and Condemnation Law, Land Use & Zoning Law, and Real Estate Law); **Richard G. Himelrick** (Securities Litigation); and **Michael E. Tiffany** (Real Estate Law).

• **ARIZONA BUSINESS MAGAZINE** recognized the following shareholders as Top Lawyers for 2009: **Banking**: Mark S. Bosco, Michael A. Bosco, and Christopher R. Kaup; **Bankruptcy**: Mark S. Bosco, Christopher R. Kaup, and Leonard J. McDonald; **Commercial Litigation**: Richard G. Himelrick, Dow Glenn Ostlund, and Robert A. Royal; **Construction/Real Estate**: J. Lawrence McCormley, William J. Simon, and Michael E. Tiffany; **Intellectual Property**: Richard E. Oney and Shahpar Shahpar; **Corporate**: David L. Case, William H. Finnegan, James P. O'Sullivan, and Robert A. Royal; **Labor & Employment**: Pamela L. Kingsley; **Tax**: David L. Case, and William H. Finnegan; **Trusts & Estates**: Michael A. Bosco, David L. Case, and William H. Finnegan.

PROFESSIONAL ACHIEVEMENT



Mark S. Bosco



Michael A. Bosco



James P. O'Sullivan

• **Mark S. Bosco** was appointed Designated Counsel for Arizona for both Freddie Mac and Fannie Mae to provide services in the areas of foreclosure, bankruptcy, loss mitigation, eviction, related litigation, and REO closing proceedings.

• **Michael A. Bosco** co-presented a seminar regarding "Updates and Recent Changes in the Foreclosure Market" on Sept. 25 for the Arizona School of Real Estate and Business in Scottsdale, Ariz.

• **James P. O'Sullivan** has accepted an appointment as Co-Chair of the State Bar Continuing Legal Education Committee.

• **Robert A. Royal** and **Christopher R. Kaup** recently spoke at the State Bar Convention on the subject of resolving disputes among business owners.

• **Mark S. Bosco** and **Dorian L. Eden** co-sponsored a Tiffany & Bosco table at the May 2009 American Heart Association "Go Red for Women" Luncheon, an event raising awareness and money to fight heart disease in women.

• **May Lu** and **Kevin P. Nelson** recently presented a seminar on Business Formation Basics. The presentation was in support of the City of Phoenix's 2009 Legal Clinic Series for Small Businesses.



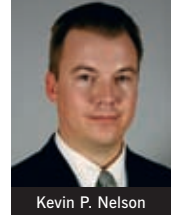
Robert A. Royal



Christopher R. Kaup



May Lu



Kevin P. Nelson

PERSONAL ACHIEVEMENT



Dustin C. Jones

Dustin C. Jones was elected to the Channel 8 Board of Directors. Eight's Advisory Board provides public input for the station's planning and decision-making process. Members meet quarterly to evaluate the station's progress and conduct an annual assessment of programming and services.



Jon M. Paladini

• **Jon M. Paladini** was appointed by the Phoenix City Council to the Alhambra Village Planning Committee. The Village Planning Committees assist the Planning Commission in the performance of its duties including: identifying areas or provisions of the General Plan text which need refinement and updating; identifying problems and

needs related to implementation of the General Plan; defining in greater detail the intended future function, density, and character of subareas of the village; commenting on proposals for the new zoning districts or land use districts.



Tracy S. Morehouse

Tracy S. Morehouse has served since April 2007 on the board of directors for Free Arts of Arizona, a nonprofit organization that sparks the creative spirit of abused, homeless, and at-risk children. Free Arts' goal is to inspire and transform children's lives through the power of artistic expression. Since 1993, Free Arts of Arizona has touched the lives of nearly 60,000 young people, helping them build self-esteem, improve social skills, renew trust, and learn to express emotions in a positive way through the healing effects of the creative arts.

ANNOUNCEMENTS

NEW FACES

New Associates



Darren T. Case

DARREN T. CASE joined Tiffany & Bosco, P.A. as an associate in June 2009 and practices in the areas of estate planning, taxation, and business planning and formations. He was born and raised in the Phoenix area and attended Arizona State University for his undergraduate studies, where he received his Bachelors of Interdisciplinary Studies in business and communication. He received his law degree from Chapman University, graduating with an emphasis in taxation, and was the Tax Law Emphasis Honors Graduate of the Class of 2008. Darren also received his Master of Laws degree in Taxation, with a Certificate in Estate Planning, from Georgetown University in May 2009.



J. Daryl Dorsey

J. DARYL DORSEY is an associate focusing his practice on Commercial Bankruptcy and Creditors Rights litigation. Prior to joining Tiffany & Bosco, Daryl worked as in-house litigation counsel for a national, publicly traded collections and debt acquisitions corporation. After graduating from the University of Baltimore Law School, Daryl served as the senior judicial law clerk for more than five years to the Honorable Randolph Baxter, former chief bankruptcy judge for the U.S. Bankruptcy Court for the Northern District of Ohio. During his clerkship, Daryl assisted Judge Baxter in adjudicating Chapter 11 cases filed in Cleveland, Ohio and Chapter 11 mega cases filed in the U.S. Bankruptcy Court, District of Delaware. Daryl is admitted to the State Bars of Arizona and Ohio, and is admitted to practice in the U.S. District Court for the District of Arizona.



Todd T. Lenczycki

TODD T. LENCZYCKI joined the firm in June 2009 as an associate attorney and practices in the area of securities-fraud litigation. Prior to attending law school, Todd worked as an accountant performing financial-statement audits for both smaller publicly traded corporations and larger privately held companies. Prior to joining Tiffany & Bosco, Todd was an intern city prosecutor with the City of Phoenix and a judicial extern for the Maricopa County Superior Court. Todd is currently both a licensed attorney admitted to practice in the State of Arizona and a registered Certified Public Accountant in the State of Arizona.

PRO BONO NOTE

We at Tiffany & Bosco wish to recognize and show our appreciation for shareholder Dorian L. Eden's special commitment to pro bono work. At the request of the Maricopa County Bar Volunteer Lawyers Program, Dori represented a client continuously since 2004 on two separate family law matters. She volunteered



Dorian L. Eden

nearly 270 hours, which included 15 court appearances. Dori also presents free monthly seminars to people contemplating divorce. (www.azcde.org). Dori, whose practice includes personal injury and medical malpractice cases and probate, actively serves on the Board of Directors for the American Heart Association.

NEW PLACES



Tiffany & Bosco, P.A. is relocating a portion of its Financial Services Department. The branch office occupies over 24,000 square feet at 7720 N. 16th Street Suite 300, Phoenix, AZ 85020-7404. Tiffany & Bosco's primary location, with 32,000 square feet, will remain at Camelback Esplanade II, Third Floor, 2525 E. Camelback Road, Phoenix, AZ 85016-9240.

NEW FACES

David Case Newest Firm Shareholder

DAVID L. CASE joined Tiffany & Bosco as a Shareholder in March 2009. Mr. Case specializes in trust and estate



David L. Case

planning, probate and trust administration, tax planning, charitable planning, business and real estate transactions, and related corporate, partnership, and limited liability company matters. He is listed

in Best Lawyers in America and Super Lawyers and is a Fellow of the American College of Trust & Estate Counsel. He is licensed to practice in both Arizona and California, and is admitted to practice before the United States Supreme Court and United States Tax Court. Mr. Case has published articles on taxation and planning areas, and has been a frequent speaker on numerous tax and estate planning topics for the State Bar of Arizona and other organizations. He is currently Chair of the Probate and Trust Section Executive Council of the State Bar of Arizona, and assisted in finalizing the new Arizona Trust Code enacted by the Arizona Legislature, effective January 1, 2009.



IN FOCUS

BY DAVID L. CASE & DARREN T. CASE

In trust we trust

The new Arizona trust code offers better protections for beneficiaries

Last year our legislature unanimously passed the new Arizona Trust Code (the “ATC”), which for the most part became effective January 1, 2009. Supplemental legislation, effective September 30, 2009, has made technical corrections to and clarified the ATC, and made other additions not in the original bill. David L. Case, one of the authors of this short summary of the ATC, worked on State Bar committees the last few years finalizing and securing passage of this massive legislation.

The process of enacting the ATC has spanned nearly a decade. For practical reasons, the Model Uniform Trust Code (the “UTC”), sponsored by the National Conference of Commissioners on Uniform State Laws, has been the basic framework for the ATC. Although Arizona had previously repealed its earlier version of the UTC, almost all of

the objections that had led to its repeal have been addressed by the ATC.

The new ATC greatly clarifies many areas of Arizona trust law and related laws, provides entirely new planning techniques, and adds new avenues to construe and amend irrevocable trusts. These changes will help clients, their attorneys, and the courts to find reasonable and practical solutions for many situations.

Creditor protection avenues have been expanded. Clients now have additional ways to protect their family and other trust beneficiaries under traditional “spendthrift” clauses. New provisions allow better protection of proceeds and cash value of life insurance policies. A single beneficiary (including a surviving spouse) of a trust established by another party can now act as sole trustee without losing credi-

tor protection. There is a new rule that protects against invasion of an irrevocable trust for alimony obligations of the beneficiary.

Tax planning has been made easier. In several respects, the new provisions are unique to Arizona. These provide estate planning attorneys and their clients with the previously non-existent means to accomplish wealth transfer tax planning goals.

The rule against perpetuities (limiting the length of time for which trusts can exist) has been expanded to 500 years. This allows clients to protect assets in trust for their beneficiaries for much longer periods, against creditor attacks and wealth transfer tax application.

Despite all of its benefits, there may be times that a trust draftsman would choose to avoid ATC provisions. Although the ATC, in general, applies to all trusts and judicial actions from January 1, 2009 forward, there are several exceptions to retroactive application. Many issues related to retroactive

LEGAL REVIEW

SETTLEMENTS

Collect Now or Forever Hold Your Piece ... of Paper

BY LANCE R. BROBERG

Too frequently, a successful litigant's judgment is worth no more than the piece of paper it is written on. Add the tremendous cost of litigation, and a big win may feel like a big loss. The problem is that while the lawsuit is pending the defendant is (i) incurring attorneys fees; (ii) using, encumbering, or losing assets; and/or (iii) defending other lawsuits or collection efforts. Ultimately,



Lance R. Broberg

you cannot collect what a defendant no longer has.

But what if you could collect first, then litigate? What if you could seize the funds from a

defendant's bank accounts before he spends that money on an attorney? What if you could seize his property before he encumbers or loses it? What if you could secure your "piece of paper" before the defendant even knows he has been sued? Arizona allows certain plaintiffs to do all of the above through prejudgment provisional remedies of attachment, garnishment, and replevin.

Provisional attachments allow a plaintiff to seize a defendant's property so that if the plaintiff prevails, the plaintiff can recover by selling the seized property. Provisional attachments are available in many circumstances including where a contract for the payment of money is no longer fully secured by real or personal property. Because of the downturn in the real estate market, provisional attachments may prove a very useful and relatively easy tool for lenders.

Provisional garnishments allow a plaintiff to force a third party in possession of the defendant's prop-

erty (such as a bank or employer) to turn that property over to plaintiff. If you know where a defendant has an account, including a retainer with a law firm, a garnishment may provide a quick way to collect money to secure a possible judgment.

Provisional replevin permits a plaintiff to repossess, usually by sheriff's deputy, personal property wrongfully held by a defendant until a court can determine to whom the personal property belongs. A replevin often provides protection against the wasting or harming of personal property.

In addition to securing a future judgment, provisional remedies provide significant leverage. The plaintiff, now a judgment creditor, can gain access to the defendant's otherwise off-limits financial information. There may be an evidentiary hearing for which defendant has minimal time to prepare. This is a unique opportunity for a well-prepared plaintiff to collect evidence and admissions. And, frankly, taking a defendant's real or personal property causes hardship. All of these side-benefits increase the likelihood of a quick, favorable settlement.

So why don't all plaintiffs seek provisional remedies? First, provisional remedies are not available in all cases. Second, provisional remedies require the plaintiff to post a monetary bond. Third, there may be consequences if the provisional remedy is later deemed improper. You should consult an attorney knowledgeable in provisional remedies to determine availability and cost, and to avoid potential consequences.

Litigation is aggravating and risky. Getting a judgment is great. But knowing that the numbers on that piece of paper are secured by already-collected property is priceless.

Trusts Trust

application involve when notices must be given to beneficiaries of a trust and what information must be included in a notice. This new legislation has improved Arizona's trust law by providing guidance and structure for practitioners and the judiciary. Not only is trust law in Arizona clarified in many areas, but previous gaps in the law have now been filled. In addition, new federal law



David L. Case

Darren T. Case

changes loom on the horizon for gift, estate, and generation-skipping transfer tax. The obvious result is that, in the very near future, most estate planning clients should review and update their Will and Trust documents with their attorney to ascertain how they can take advantage of the new law and keep abreast of the changes. The estate planning attorneys at Tiffany & Bosco have the depth of experience to assist with that process.

LEGAL REVIEW

LIABILITY

Economic Loss Doctrine

Arizona courts are chinking away at the shield—starting with certain licensed professionals and fiduciaries

BY CHAD A. HESTER & PAMELA L. KINGSLEY

Often misunderstood by state and federal courts (and lawyers), the Economic Loss Doctrine (the “Doctrine”), as enunciated in 2003, precludes an aggrieved party from recovering economic damages in

tort unless accompanied by physical harm in the form of personal injury or secondary property damage. Its purpose has been to distinguish contract claims (with only pecuniary injury) from those that fall within tort principles. Courts have relied on the Doctrine to distinguish between tort, or “duty based”

recovery, and contract, or “promised based” recovery. Purely economic losses resulting from contract are not recoverable under tort claims.

In Arizona, the Doctrine generally has been applied only in product liability and construction defect cases. However, this Doctrine has been raised as a defense for years in other types of cases such as professional negligence, breach of fiduciary duty, fraud, and employment. Consequently, courts have struggled in allowing the Doctrine as a defense to various types of claims for economic damage resulting from the tortious conduct of parties engaged in a contractual relationship.



Chad A. Hester



Pamela L. Kingsley



Recently, however, the Arizona Court of Appeals has addressed the Doctrine through a series of opinions, including *Flagstaff Affordable Housing Limited Partnership v. Design Alliance, Inc.*, decided on April 20, 2009 (review accepted). The Court held that the Doctrine did not preclude the claims asserted for professional negligence against a licensed architect. It reasoned that Arizona law imposes special duties as a matter of public policy on licensed professionals to all persons within the foreseeable range of harm, regardless of whether there is a contract. Therefore, breaches of those special duties are generally recognized as torts.

The reasoning is that the essential nature of the action to recover for the breach is not one arising out of contract, but rather one arising out of tort—breached legal duties imposed by law. The Court also recognized that actions against attorneys, accountants,

and other professionals are permitted for negligence in performing their services despite the existence of a contract.

In an unpublished decision, the Ninth Circuit Court of Appeals recently reviewed Arizona law to reverse a district court’s dismissal of claims against directors of a corporation that had acquiesced in their corporation’s misdeeds. The Court observed that there was no basis for believing the law would allow a broader application of the Doctrine beyond product liability and construction defect cases. It recognized, however, that if there were proof that there had been bargaining and risk allocation in the contract establishing the fiduciary relationship, claimants could be restricted to contract claims for damages.

Through these and other decisions, appellate courts applying Arizona law have begun to curtail the application of the Doctrine to preclude otherwise valid tort claims against professionals and fiduciaries. By allowing claimants to seek tort based damages against professionals and fiduciaries with whom they have contractual relationships, claimants are not limited in their recovery of damages to their contract expectations, but are entitled to seek damages resulting from injuries caused by the breaches of legal duties owed to them.

WE’RE HERE TO HELP

For more information about Tiffany & Bosco’s resources in this area, the authors are among those who can help. Contact them at (602) 255-6000

LEGAL REVIEW

COMPENSATION

Legal Expenses: COVERED

Special protections available to corporate directors and officers

BY ROBERT A. ROYAL,
TRACY S. MOREHOUSE &
MATTHEW H. MCKINNEY

Arizona law provides several significant protections to directors and officers. Their ability to receive reimbursements and advances for legal expenses is one such protection.¹ This often overlooked protection can dramatically affect the feasibility, outcome, and cost of litigation.

Arizona law permits both directors and officers to receive reimbursements



Robert A. Royal

and advances for legal expenses. Importantly, Arizona law does not limit their ability to qualify for these protections to those directors and officers currently serving a corporation. In fact, former directors and officers are entitled to receive the same protections.



Tracy S. Morehouse

The right to qualify for this unique protection is frequently triggered long before formal litigation is instituted. Directors and officers may be able to receive advances when an action is merely *threatened*. Moreover,

this protection is not limited to civil cases; rather it may apply to pending actions or suits, formal or informal, and whether civil, criminal, administrative, or investigative.

Before receiving protection, a director or officer most likely has to establish the challenged conduct arises "by reason of the fact" or "because" he



is or was a director or officer of the corporation, which can be difficult. If a formal complaint is on file, this critical determination can often be resolved by reviewing the claims and allegations within the pleading(s). If the allegations in the pleading(s) challenge the conduct in an "official" capacity, as opposed to an "individual" capacity, the test is often satisfied and the director or officer may qualify for protection.

Prior to seeking protection, a director or officer must comply with Arizona's statutory requirements. First, if the corporation's articles of incorporation eliminate liability for the challenged conduct, then a director or officer needs to provide the corporation with only a "written undertaking." The written undertaking must affirm that the director or officer will repay

the advanced and reimbursed fees if he is ultimately required to do so after final disposition. Arizona law does not require the undertaking to be secured.

Second, if the proceeding involves conduct for which liability has not been eliminated under a provision of the articles of incorporation, then the director or officer must take an additional step. In addition to providing the corporation with a "written undertaking" as described above, the director or officer must furnish a "written affirmation." In this document, the director or officer must affirm his good faith belief that such conduct was made in good faith and that he reasonably believed: (i) in the case of conduct in an official capacity with the corporation, the conduct was in the corporation's best interests; or (ii) in all other cases, the conduct was at least not opposed to the corporation's best interests. If the challenged conduct is criminal in nature, the director or officer also must affirm he had no reasonable cause to believe the conduct was unlawful.

If litigation is on the horizon, savvy directors and officers know to consult an attorney and specifically inquire whether they are eligible for advancement or reimbursement of legal costs. Tiffany & Bosco has several attorneys knowledgeable in the area of officer and director liability who can aid in sorting out the issues.

1. See A.R.S. § 10-850 et seq.

WE'RE HERE TO HELP

For more information about Tiffany & Bosco's resources in this area, please contact Rob Royal of our Intra-Company and Business Litigation department at (602) 255-6011.

ADDRESS SERVICE REQUESTED

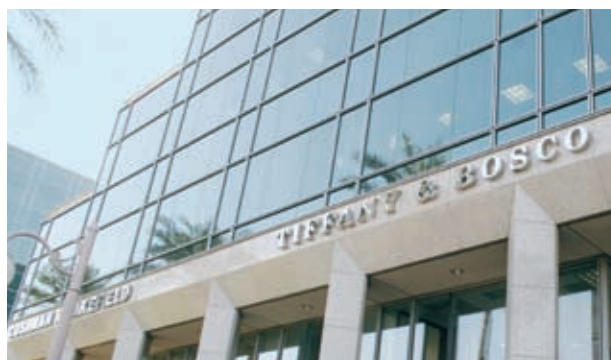
ATTORNEY DIRECTORY



**TIFFANY
& BOSCO**
P.A.

Tiffany & Bosco, P.A. has provided a wide range of legal services to the business community since 1967. The firm's experienced attorneys represent domestic and foreign clients on a local, national and international basis. Tiffany & Bosco, P.A. is the Arizona law firm member of MSI, a worldwide network of independent legal and accounting firms. Tiffany & Bosco, P.A. is also a member of the USFN, and the FNMA and FHLMC designated counsel programs.

This newsletter is published as a service to clients and friends. It is intended to give general information only and not to provide advice on specific legal issues. For information, change of address, or copies, please contact our Editors, Pamela L. Kingsley or Robert A. Royal at (602) 255-6000. ©2009 Tiffany & Bosco, P.A.



T: (602) 255.6000 F: (602) 255.0103 general@tblaw.com tblaw.com

Mark S. Bosco	(602) 255-6006	msb@tblaw.com	Foreclosures/Trustee Sales & Default Servicing; Financial Services; Creditor Bankruptcy; Forcible Entry & Detainer/Eviction
Michael A. Bosco, Jr.	(602) 255-6002	mab@tblaw.com	Probate; Real Estate Litigation; Foreclosures/Trustee Sales & Default Servicing; Receiverships; Financial Services
Lance R. Broberg	(602) 255-6061	lrb@tblaw.com	Civil and Commercial Litigation; Corporation and Shareholder Litigation; Intra-Company Disputes
Darren T. Case	(602) 255-6093	dtc@tblaw.com	Estate Planning; Taxation; Corporate, Business Planning and Formations; QDROs
David L. Case	(602) 255-6097	dlc@tblaw.com	Estate Planning; Taxation; Corporate, Business Planning and Formations; Real Estate
J. James Christian	(602) 255-6038	jjc@tblaw.com	Civil and Commercial Litigation; Securities and Investment-Fraud Litigation; Business Disputes
J. Daryl Dorsey	(602) 255-6069	jdd@tblaw.com	Commercial Bankruptcy/Creditors' Rights; Civil & Commercial Litigation
Dorian L. Eden	(602) 255-6014	dle@tblaw.com	Family Law; Personal Injury and Wrongful Death; Probate
William H. Finnegan	(602) 255-6009	whf@tblaw.com	Business Planning, Formations and Dispositions/Corporate; Estate Planning; Taxation
Beth A. Heath	(602) 255-6084	bah@tblaw.com	Real Estate Transactions; Environmental; Business Formations
Chad A. Hester	(602) 255-6018	cah@tblaw.com	Civil and Commercial Litigation; Corporate and Shareholder Litigation
Richard G. Himelrick	(602) 255-6021	rgh@tblaw.com	Securities and Investment-Fraud Litigation; Commercial Litigation
Dustin C. Jones	(602) 255-7895	dcj@tblaw.com	Real Estate; Zoning and Entitlements
Christopher R. Kaup	(602) 255-6024	crk@tblaw.com	Commercial Bankruptcy/Creditors' Rights; Fraudulent Transfers; Civil & Commercial Litigation
Robert V. Kerrick	(602) 255-6079	rvk@tblaw.com	Eminent Domain (Condemnation); Real Estate Valuation; Zoning and Land Use
Pamela L. Kingsley	(602) 255-6015	plk@tblaw.com	Employment & Labor Law; Business and Commercial Litigation; Appellate
Todd T. Lenczycki	(602) 255-6022	ttl@tblaw.com	Civil and Commercial Litigation; Securities and Investment-Fraud Litigation
May Lu	(602) 255-6032	mlu@tblaw.com	Business Solutions; Intra-Company Disputes; Mergers & Acquisitions; Civil and Commercial Litigation
Leonard J. Mark	(602) 255-6003	mark@tblaw.com	Family Law; Personal Injury and Wrongful Death
J. Lawrence McCormley	(602) 255-6005	jlmc@tblaw.com	Real Estate; Bankruptcy; Commercial Litigation
Leonard J. McDonald	(602) 255-6007	ljm@tblaw.com	Forcible Entry and Detainer/Eviction; Foreclosures/Trustee Sales & Default Servicing; Bankruptcy; Real Estate Litigation
Matthew H. McKinney	(602) 255-6085	mhm@tblaw.com	Civil and Commercial Litigation; Corporate and Shareholder Litigation
Tracy S. Morehouse	(602) 255-6045	tsm@tblaw.com	Civil and Commercial Litigation; Business Divorce; Intra-Company Disputes
Kevin P. Nelson	(602) 255-6028	kpn@tblaw.com	Civil & Commercial Litigation; Construction; Indian Law; Personal Injury; Business Solutions
Richard E. Oney	(602) 255-6094	reo@tblaw.com	Intellectual Property; Civil and Commercial Litigation
Dow Glenn Ostlund	(602) 255-6008	dgo@tblaw.com	Civil, Commercial and Real Property Litigation; Condemnation; Intellectual Property Litigation
James P. O'Sullivan	(602) 255-6017	jpo@tblaw.com	Business Solutions; Intra-Company Disputes; Mergers & Acquisitions
Jon M. Paladini	(602) 255-6040	jmp@tblaw.com	Real Estate; Zoning and Entitlements; Government Relations
Alexander Poulos	(602) 255-6030	ap@tblaw.com	Family Law; Criminal Investigations and Defense
Robert A. Royal	(602) 255-6011	rar@tblaw.com	Intra-Company and Business Litigation; Business Divorce; Shareholder, Director, Officer and Manager Litigation
Shahpar Shahpar	(602) 255-6020	ss@tblaw.com	Intellectual Property; Civil and Commercial Litigation
William J. Simon	(602) 255-6004	wjs@tblaw.com	Civil and Commercial Litigation; Construction Transactions and Litigation; Real Estate Litigation; Personal Injury
Michael E. Tiffany	(602) 255-6001	met@tblaw.com	Real Estate; General Business Counseling; HUD Insured Multihousing Loans