|  |  |
| --- | --- |
| **HUD Attorney Closing Checklist**Section 241(a) sub Rehab | **U.S. Department of Housing** **and Urban Development** |

**Warning:** HUD will prosecute false claims and statements. Conviction may result in criminal and/or civil penalties. (18 U.S.C. 1001, 1010, 1012; 31 U.S.C. 3729, 3802)

|  |
| --- |
| **Project Name:** **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** |
| **Project Number:** **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_****Project Location: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** **Section of the Act:**  241(a) |

**SUBMISSION REQUIREMENTS:**

Items marked with an asterisk (\*) must be dated day of closing.

**Post-Closing Transaccess Submission INSTRUCTIONS TO LENDER’S COUNSEL:**

Please send a CD of PDF copies of all final, executed, recorded documents as accepted by HUD counsel at closing, in the order of the following checklist, directly to:

Gregory Arthur

PSL, Inc., Document Imaging Specialist

Department of Housing and Urban Development (HUD)

451 Seventh St., S.W., Room  No. B282

Washington, D.C.  20410

When sending in the documents, please email the HUD Closing Coordinator, indicating that you have mailed the CD to the address above.  Each document should be scanned and saved to the CD separately and should use a naming convention that includes the item number and name from this checklist.

|  **No.** | **Item** | **N/A** | **Incl.** |
| --- | --- | --- | --- |
|  | Contact Sheet |  |  |
|  | HUD Firm Commitment*Extended and/or not expired as of date of closing.*Amendment(s)Assignment |  |  |
|  | Approvals, Waivers  |  |  |
|  | Lender’s Narrative |  |  |
|  | Portfolio Acceptance Letter |  |  |
|  | Accounts Receivable DocumentsAR Loan AgreementAR Loan Note(s)Security Agreement(s) running in favor of the AR LenderGuaranties, pledges and/or other side agreementsUCC Financing Statements and control agreements (DACAs) in favor of the AR Lender |  |  |
|  | Intercreditor Agreement |  |  |
|  | Deposit Account Control Agreement(s) (DACA) |  |  |
|  | Deposit Account Instructions and Services Agreement (DAISA) |  |  |
| 1.
 | Master Tenant Estoppel Certificate (HUD-92339-ORCF)\*Master Lease and Master Lease Addendum (HUD-92211-ORCF); or Joinder plus Master Lease |  |  |
|  | Cross Default Guaranty of Subtenants (HUD-92331-ORCF); or Joinder plus Cross Default Guaranty of Subtenants |  |  |
| 1.
 | Operator Lease Estoppel Certificate**s** (HUD-91117-ORCF)\* Operator Lease**s** and **Supplemental** Addendum to Operating Lease**s**  |  |  |
|  | Borrower’s Organizational Documents**:** For trusts, submit the Trust Agreement and the Certification or Affidavit of Trust

|  |  |  |
| --- | --- | --- |
| Corporation |  Partnership |  LLC |
| A. Certification\* | A. Certification\* | A. Certification\* |
| B. Articles of Incorp. | B. Partnership Agreem’t | B. Articles of Organiz’n |
| C. Bylaws | C. Cert. of Partnership | C. Operating Agreem’t |
| D. Authoriz’g Resolution | D. Authoriz’g Resolution | D. Authoriz’g Resolution |
| E. Auth. To do Business | E. Auth. To do Business | E. Auth. To do Business |
| F. Good Standing | F. Good Standing | F. Good Standing |
| G. Incumbency | G. Incumbency | G. Incumbency |

*Good Standing Certificates (or similar) must be dated within 30 days of closing* |  |  |
|  | Organizational Documents for Entities within Borrower’s Signature BlockFor trusts, submit the Trust Agreement and the Certification or Affidavit of Trust

|  |  |  |
| --- | --- | --- |
| Corporation |  Partnership |  LLC |
| A. Certification\* | A. Certification\* | A. Certification\* |
| B. Articles of Incorp. | B. Partnership Agreem’t | B. Articles of Organiz’n |
| C. Bylaws | C. Cert. of Partnership | C. Operating Agreem’t |
| D. Authoriz’g Resolution | D. Authoriz’g Resolution | D. Authoriz’g Resolution |
| E. Auth. To do Business | E. Auth. To do Business | E. Auth. To do Business |
| F. Good Standing | F. Good Standing | F. Good Standing |
| G. Incumbency | G. Incumbency | G. Incumbency |

*Good Standing Certificates (or similar) must be dated within 30 days of closing* |  |  |
|  | Master Tenant’s Organizational DocumentsFor trusts, submit the Trust Agreement and the Certification or Affidavit of Trust

|  |  |  |
| --- | --- | --- |
| Corporation |  Partnership |  LLC |
| A. Certification\* | A. Certification\* | A. Certification\* |
| B. Articles of Incorp. | B. Partnership Agreem’t | B. Articles of Organiz’n |
| C. Bylaws | C. Cert. of Partnership | C. Operating Agreem’t |
| D. Authoriz’g Resolution | D. Authoriz’g Resolution | D. Authoriz’g Resolution |
| E. Auth. To do Business | E. Auth. To do Business | E. Auth. To do Business |
| F. Good Standing | F. Good Standing | F. Good Standing |
| G. Incumbency | G. Incumbency | G. Incumbency |

*Good Standing Certificates (or similar) must be dated within 30 days of closing* |  |  |
|  | Organizational Documents for Entities within Master Tenant’s Signature BlockFor trusts, submit the Trust Agreement and the Certification or Affidavit of Trust

|  |  |  |
| --- | --- | --- |
| Corporation |  Partnership |  LLC |
| A. Certification\* | A. Certification\* | A. Certification\* |
| B. Articles of Incorp. | B. Partnership Agreem’t | B. Articles of Organiz’n |
| C. Bylaws | C. Cert. of Partnership | C. Operating Agreem’t |
| D. Authoriz’g Resolution | D. Authoriz’g Resolution | D. Authoriz’g Resolution |
| E. Auth. To do Business | E. Auth. To do Business | E. Auth. To do Business |
| F. Good Standing | F. Good Standing | F. Good Standing |
| G. Incumbency | G. Incumbency | G. Incumbency |

*Good Standing Certificates (or similar) must be dated within 30 days of closing* |  |  |
|  | Operators’ Organizational Documents For trusts, submit the Trust Agreement and the Certification or Affidavit of Trust

|  |  |  |
| --- | --- | --- |
| Corporation |  Partnership |  LLC |
| A. Certification\* | A. Certification\* | A. Certification\* |
| B. Articles of Incorp. | B. Partnership Agreem’t | B. Articles of Organiz’n |
| C. Bylaws | C. Cert. of Partnership | C. Operating Agreement |
| D. Authoriz’g Resolution | D. Authoriz’g Resolution | D. Authoriz’g Resolution |
| E. Auth. To do Business | E. Auth. To do Business | E. Auth. To do Business |
| F. Good Standing | F. Good Standing | F. Good Standing |
| G. Incumbency | G. Incumbency | G. Incumbency |

*Good Standing Certificates (or similar) must be dated within 30 days of closing* |  |  |
|  | Organizational Documents for Entities within Operator’s Signature BlockFor trusts, submit the Trust Agreement and the Certification or Affidavit of Trust

|  |  |  |
| --- | --- | --- |
| Corporation |  Partnership |  LLC |
| A. Certification\* | A. Certification\* | A. Certification\* |
| B. Articles of Incorp. | B. Partnership Agreem’t | B. Articles of Organiz’n |
| C. Bylaws | C. Cert. of Partnership | C. Operating Agreem’t |
| D. Authoriz’g Resolution | D. Authoriz’g Resolution | D. Authoriz’g Resolution |
| E. Auth. To do Business | E. Auth. To do Business | E. Auth. To do Business |
| F. Good Standing | F. Good Standing | F. Good Standing |
| G. Incumbency | G. Incumbency | G. Incumbency |

*Good Standing Certificates (or similar) must be dated within 30 days of closing* |  |  |
|  | Residual Receipts Note (Non-Profit Borrowers) (HUD-91710-ORCF),or Surplus Cash Note (HUD-92223-ORCF)All other secondary financing documents or encumbrance documents (Use Agreements, Regulatory Agreements, etc.) |  |  |
|  | License(s) |  |  |
|  | Management Agreement |  |  |
|  | Escrow Agreement for Non-Critical Deferred Repairs (HUD-92476-ORCF) |  |  |
|  | Survey, Survey Instructions and Borrower’s Certification (HUD-91111-ORCF) |  |  |
|  | Request for Endorsement of Credit Instrument & Certificate of Lender, Borrower & General Contractor (HUD-92455-ORCF) **or Lender's Certificate**  |  |  |
|  | Special Conditions of the Firm Commitment |  |  |
|  | Agreement and Certification (HUD-93305-ORCF) |  |  |
|  | Application for Transfer of Physical Assets (HUD-92266-ORCF) |  |  |
|  | Model Form Bill of Sale and Assignment (HUD-92228-ORCF) |  |  |
|  | Purchase and Sale Agreement |  |  |
|  | Guide for Opinion of Borrower’s Counsel (HUD-91725-ORCF)\* and Exhibit A to Opinion of Borrower’s Counsel – Certification (HUD-91725-CERT-ORCF)\* |  |  |
|  | Guide for Opinion of Master Tenant’s Counsel (HUD-92335-ORCF)\* |  |  |
|  | Guide for Opinion of Operators’ Counsel, and Certification (HUD-92325-ORCF)\* |  |  |
|  | Ground Lease with Lease Addendum (HUD-92070-ORCF) |  |  |
|  | Assumption Documents |  |  |
|  | **Supplemental** Security Instrument  |  |  |
|  | **Supplemental** Healthcare Regulatory Agreement – Borrower |  |  |
|  | Borrower UCC-1 Financing Statements |  |  |
|  | Memorandum of Master Lease |  |  |
|  | Healthcare Regulatory Agreement – Master Tenant (HUD-92337-ORCF) |  |  |
|  | Master Tenant Security Agreement (HUD-92340-ORCF) |  |  |
|  | Master Tenant UCC-1 Financing Statements |  |  |
|  | **Amended and Restated** Memorand**a** of Operator Lease**s** |  |  |
|  | **Supplemental** Healthcare Regulatory Agreement – Operator  |  |  |
|  | **Supplemental** Operator Security Agreement **and Supplemental Assignment of Rents and Leases** |  |  |
|  | Operator UCC-1 Financing Statements |  |  |
|  | Subordination Agreement/SNDA (HUD-92333-ORCF), Joinder plus existing Subordination Agreement/SNDA  |  |  |
|  | Subordination, Non-Disturbance and Attornment Agreement of Operating Lease (SNDA) (HUD-91110-ORCF) |  |  |
|  | Subordination Agreement – Financing  |  |  |
|  | Commercial Space Leases |  |  |
|  | Title policy\* **and Title Exception Documents** |  |  |
|  | **Supplemental** Healthcare Facility Note (HUD-94001-ORCF)*HUD endorsement dated day of closing.* |  |  |
|  | **Design Professional's Certification of Liability Insurance** |  |  |
|  | **Building Loan Agreement**  |  |  |
|  | **Construction Contract**  |  |  |
|  | **Completion Assurance Agreement** |  |  |
|  | **Payment Bond** |  |  |
|  | **Performance Bond – Dual Obligee** |  |  |
|  | **Offsite Bond – Dual Obligee** |  |  |
|  | **Working Capital Escrow** |  |  |
|  | **Initial Operating Deficit Escrow** |  |  |
|  | **Memo Requesting Post-Commitment Early Start of Construction** |  |  |
|  | **Request for Permission to Commence Construction Prior to Initial Endorsement for Mortgage Insurance** |  |  |
|  | **Owner-Architect Agreement (AIA Document B181) and HUD Amendment** |  |  |
|  | **Building Permit(s)** |  |  |
|  | **Application for Insurance of Advance of Mortgage Proceeds (Form HUD-92403) and Contractor's Requisition (HUD-92448)** |  |  |
|  | **Mortgagor’s and Architect’s Certificate of Payment** |  |  |
|  | **Letter from Senior Mortgagee (i) consenting to Supplemental Mortgage and (ii) confirming that Senior Mortgage is current** |  |  |
|  | **Modification of First Mortgage Loan Documents**1. **Modification and Spreader Agreement**
2. **UCC-3 Financing Statements**
 |  |  |
|  | **Escrow Agreement for Minor Movables**  |  |  |
|  | **MIP Check** |  |  |
|  | **Inspection Fee Check** |  |  |
|  | **Attendance List** |  |  |
|  | **Extra Documents and Additional from Special conditions** |  |  |