

Chair Holvey and members of the House Committee on Business and Labor,

**Please support HB 2191.** Global Witness, a nonprofit dedicated to fighting financial fraud, calls Oregon the ‘Delaware of the West.’ That’s because, in 2006, the U.S. Treasury’s Financial Crimes Enforcement Network concluded Oregon is one of four states<sup>[1]</sup> “attractive to those persons seeking to hide illicit activity within the framework of shell companies.”<sup>[2]</sup> Delaware is the least transparent and most secret. **The Tax Justice Network believes knowing who owns a corporation is crucial to fighting financial fraud.**<sup>[3]</sup> **This bill would require companies disclose ownership.**

The FIRE (Finance Insurance and Real Estate) sector drives up commercial real estate prices. The FIRE Sector has an army of lobbyists that want to obfuscate ownership to avoid paying their fair share of taxes. When Oregon’s lax business rules shelter these transactions, Oregon has to worry about forest *and* financial fires.

**Regence Blue Cross Blue Shield of Oregon (BCBSO) deserves scrutiny.** Oregon’s Business Registry<sup>[4]</sup> doesn’t give a hint that 200 Market Associates Limited Partnership is a noninsurance subsidiary of Regence BCBSO. (See attachment showing parent company and subsidiaries.) John W. Russell has been the Managing General Partner since the company was formed. John Russell is on the five-member Oregon Investment Council.<sup>[5]</sup> The registered agent for this business is Delaware based CORPORATION SERVICE COMPANY.<sup>[6]</sup>

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
197369-82	DLP	ACT	OREGON	04-05-1990	04-05-2017	YES
Entity Name	200 MARKET ASSOCIATES LIMITED PARTNERSHIP					
Foreign Name						
Type	AGT	REGISTERED AGENT		Start Date	09-16-2004	Resign Date
Of Record	158720-88	CORPORATION SERVICE COMPANY				
Addr 1	1127 BROADWAY STREET NE STE 310					
Addr 2						
CSZ	SALEM	OR	97301	Country	UNITED STATES OF AMERICA	

The real market value<sup>[7]</sup> of 200 Market St. in Portland is \$145,072,680, while the taxable assessed value is only \$58,161,630—compliments of Measure 50. (See SJR 3.<sup>[8]</sup>)

# Property ID: R272205

**Owner Name:** TWO HUNDRED MARKET ASSOC  
**Street Address:** 200 SW MARKET ST  
**City, State, Zip:** PORTLAND, OR 97201  
**Map and Tax Lot:** 1S1E03CB -00800

Graphs

Definitions

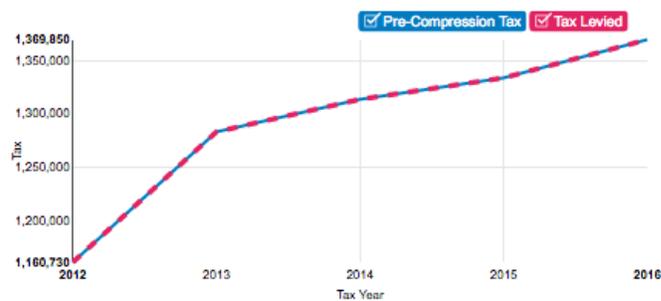
## Value History

	2012	2013	2014	2015	2016
Real Market Value - Land	\$10,140,520	\$10,140,520	\$11,560,200	\$13,063,020	\$16,067,520
Real Market Value - Improvements	\$81,417,670	\$81,417,670	\$92,816,150	\$104,882,240	\$129,005,160
<b>Total Real Market Value</b>	\$91,558,190	\$91,558,190	\$104,376,350	\$117,945,260	\$145,072,680
<b>Maximum Assessed Value</b>	\$51,675,880	\$53,226,150	\$54,822,930	\$56,467,610	\$58,161,630
<b>Assessed Value</b>	\$51,675,880	\$53,226,150	\$54,822,930	\$56,467,610	\$58,161,630



## Tax History

	2012	2013	2014	2015	2016
<b>Pre- Compression Tax</b>	\$1,160,730.00	\$1,283,200.00	\$1,313,770.00	\$1,333,890.00	\$1,369,850.00
Tax Compressed	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>Tax Levied</b>	\$1,160,730.00	\$1,283,200.00	\$1,313,770.00	\$1,333,890.00	\$1,369,850.00



I learned more about 200 Market Associates reading a 2010 National Association of Insurance Commissioners<sup>[9]</sup> (NAIC) report.

Since 1990, Regence BCBSO has held a 50.0 percent limited partner interest in 200 Market Associated Limited Partnership (200 Market). The remaining partners are under either common ownership or management by a party not affiliated with Regence. As a special purpose entity, the nature of 200 Market's activities is to own, manage, and lease property located in Portland, Oregon. At December 31, 2010 Regence leased approximately 59.0 percent of the property's rentable space. The business operations are managed by the general partner while the limited partners' ability to direct activities is contractually limited by the partnership agreement and debt covenants of the promissory note guaranteed by the partners. Regence BCBSO also guarantees this note held by 200 Market (see note 14). Regence does not have the power to direct significant activities that affect 200 Market's economic performance and, therefore, is not the primary beneficiary and has not consolidated 200 Market. The carrying value of the investment, which is accounted for using the equity method, was in a negative position representing a \$10,035,000 and \$10,194,000 liability included in accrued expenses and other liabilities at December 31, 2010 and 2009, respectively. The total partnership deficit balance at December 31, 2010 and 2009 was \$19,220,000 and \$20,079,000, respectively.

Regence leases office space from 200 Market. The payments for this lease activity were \$4,273,000 and \$4,620,000 for the years ended December 31, 2010 and 2009, respectively (see note 2C).

Regence BCBSO is a guarantor for a \$61,000,000 promissory note for 200 Market. The note bears an interest rate of 5.26 percent. Interest only payments were due in monthly installments through December 2009. Principal and interest payments of \$337,000 are due in monthly installments until the note reaches maturity in December 2015, at which point the remaining principal and interest balance is due. The probability of performance under this guarantee is considered remote.

200 Market St leases at least four rooms to Regence BCBSO.

- [P446211](#) REGENCE BLUE CROSS BLUE SHIELD OF OREGON  
Street Address: 200 SW MARKET ST, RM 1100
- [P446147](#) REGENCE BLUE CROSS BLUE SHIELD OF OREGON  
Street Address: 200 SW MARKET ST, RM 700
- [P446199](#) REGENCE BLUE CROSS BLUE SHIELD OF OREGON  
Street Address: 200 SW MARKET ST, RM 1000
- [P446168](#) REGENCE BLUE CROSS BLUE SHIELD OF OREGON  
Street Address: 200 SW MARKET ST, RM 900

Year after year Regence BlueCross BlueShield of Oregon earns profits—this year being no exception.<sup>[10]</sup> " It was the *only* major Oregon insurance company to post a profit in 2015. Cambia Health Solutions, Inc., the parent company, is headquartered in Portland; and through subsidiaries in Oregon, Idaho, Utah and Washington, sells health insurance as a member of the BlueCross BlueShield Association.

Both Regence and Cambia are registered at the Secretary of State as nonprofits. Cambia is no ordinary nonprofit. Under Section 1012(b) of the Tax Reform Act of 1986 (TRA), a Blue Cross or Blue Shield organization is taxed as a stock insurance company, but is allowed a special federal tax deduction under section 833(a)(2) as a 501(m) "nonprofit". <sup>[11]</sup> As such, Regence has no limits on lobbying or political contributions.

According to their most recent NAIC report (ending December 31, 2015), Regence BCBSO does not pay Oregon income tax.

Though Regence BlueCross BlueShield of Oregon is a nonprofit company, it is not exempt from paying taxes. As a taxable 501(m) nonprofit company, Regence BlueCross BlueShield of Oregon pays taxes and fees in the form of premium taxes, Affordable Health Care Act (ACA) fees, Oregon reinsurance pool assessments and federal income taxes.

"Nonprofit" Cambia/Regence BlueCross BlueShield has amassed huge surpluses[\[12\]](#) over five times industry requirements as of Dec. 31, 2014.

So why would Cambia have sold its Portland headquarters in December, 2013 to the California State Teachers' Retirement System (CalSTRS)[\[13\]](#) with a "bargain and sale deed" for \$48,800,000?

### **That's a multi-million dollar question!**

A spokesman for CBRE, the global real estate company that brokered the deal said, "Corporate America frequently sells real estate because they're in the business of *doing other things*. There's plenty of capital, low interest rates. It's not a bad time to sell."

Doing "other things"? Certainly "other things" has not included selling more affordable insurance premiums. Since 2010, Regence BCBSO paid cash distributions totaling \$207 million[\[14\]](#) to Cambia Health Solutions Inc. These distributions are lawful as long as the company gives DCBS sufficient notice and demonstrates there is sufficient ability to repay the distribution back.[\[15\]](#)

The 2013 sale included a sale-leaseback.[\[16\]](#) A real estate sale-leaseback[\[17\]](#) is a transaction in which the owner-occupant sells the land and building used in its business operations to a special purpose investor and then simultaneously leases the property back from the investor. Because a sale-leaseback is not technically a financing instrument, it doesn't have any covenants on the company. Furthermore, the sale-leaseback offers many tax advantages for the seller.

The most current examination of Regence BCBSO by the Oregon Division of Financial Regulation is available on line[\[18\]](#) and is as of 12/31/14. The NAIC report for that year described the sale and terms for leasing back the space.

(2) On December 19, 2013, the Company sold real estate located at 100 Market and 1621 SW 1st Ave, Portland, Oregon to an unrelated third party for \$46,341,274. The entire 1621 SW 1st building and basement of the 100 Market Building were subsequently leased back to the Company at market rates based on occupied square footage. The net book value of the properties sold was \$12,122,563 and the cost to sell the properties was \$201,691. In accordance with SSAP No. 22 – Leases, the Company recognized \$34,141,728 million of total gain from the sale in special surplus funds on the statements of admitted assets, liabilities, capital and surplus.

Book value is explained as the asset's cost at acquisition, less accumulated depreciation. [19] The 2013 net book value of \$12,122,563 contrasts to real market (\$49,527,250) and assessed (\$25,187,390) values of this property at that time.[20] In June 2016, CalSTRS valued the property at \$26,872,000—markedly less than the 2016 RMV of \$66,464,280 and ~\$10 million less than the assessed value.[21]

**MULTNOMAH COUNTY, OREGON PROPERTY RECORDS** Assessment History

Property Information | Tax Summary | Assessment History | Improvement Information | New Search | Search Results | Printable Summary | Logout

**Search Results for R272212**

<b>Owner Name</b>	<b>Property ID Number</b>
WEALTHCAP PORTLAND	R272212
<b>Map Tax Lot</b>	<b>Situs Address</b>
1S1E03CB -00700	100 SW MARKET ST PORTLAND, OR 97201

**Assessment History**

Year	Improvements	Land	Special Mkt / Use	RMV	Exemptions	Assessed
2016	\$54,278,040	\$12,186,240	\$0 / \$0	\$66,464,280		\$36,156,980
2015	\$54,249,990	\$9,551,010	\$0 / \$0	\$63,801,000		\$26,776,650
2014	\$48,008,840	\$8,452,220	\$0 / \$0	\$56,461,060		\$25,943,010
2013	\$42,113,020	\$7,414,230	\$0 / \$0	\$49,527,250		\$25,187,390
2012	\$42,113,020	\$7,414,230	\$0 / \$0	\$49,527,250		\$24,453,780
2011	\$46,278,040	\$8,147,500	\$0 / \$0	\$54,425,540		\$23,741,540

It's not apparent from Multnomah property records that CalSTRS was involved at all in the transaction. The listed buyer was [CSHV FIRST AND MARKET, LLC](#). This business first registered in Delaware on 11/13/13. It applied for authority to do business in Oregon was on March 24, 2015--more than a year after the building sold. Corporation Service Company is the registered agent.

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
1098369-99	FLLC	ACT	DELAWARE	03-24-2015	03-24-2017	YES
<b>Entity Name</b> CSHV FIRST AND MARKET, LLC						
<b>Foreign Name</b>						
<b>Type</b>	AGT	REGISTERED AGENT		<b>Start Date</b>	03-24-2015	<b>Resign Date</b>
<b>Of Record</b>	734869-96	OLG REGISTRY SERVICES, LLC				
<b>Addr 1</b>	1675 SW MARLOW AVE STE 404					
<b>Addr 2</b>						
<b>CSZ</b>	PORTLAND	OR	97225	<b>Country</b>	UNITED STATES OF AMERICA	
<b>Type</b>	MAL MAILING ADDRESS					
<b>Addr 1</b>	601 UNION ST					
<b>Addr 2</b>	42ND FLR					
<b>CSZ</b>	SEATTLE	WA	98101	<b>Country</b>	UNITED STATES OF AMERICA	
<b>Type</b>	MGR	MANAGER				<b>Resign Date</b>
<b>Not of Record</b>	CLARION PARTNERS					
<b>Addr 1</b>	601 UNION ST					
<b>Addr 2</b>	42ND FLR					
<b>CSZ</b>	SEATTLE	WA	98101	<b>Country</b>	UNITED STATES OF AMERICA	

**THIS IS NOT A STATEMENT OF GOOD STANDING**

<u>File Number:</u>	5431489	<u>Incorporation Date / Formation Date:</u>	11/13/2013 (mm/dd/yyyy)
<u>Entity Name:</u>	CSHV FIRST AND MARKET, LLC		
<u>Entity Kind:</u>	Limited Liability Company	<u>Entity Type:</u>	General
<u>Residency:</u>	Domestic	<u>State:</u>	DELAWARE

**REGISTERED AGENT INFORMATION**

<u>Name:</u>	CORPORATION SERVICE COMPANY		
<u>Address:</u>	2711 CENTERVILLE RD SUITE 400		
<u>City:</u>	WILMINGTON	<u>County:</u>	New Castle
<u>State:</u>	DE	<u>Postal Code:</u>	19808
<u>Phone:</u>	302-636-5401		

Something curious happened later that fall. 100 Market St. (which continues to house Regence BCBSO offices) sold again on Halloween. That day, WealthCap Portland purchased the Regence BCBSO headquarters for \$94,350,000<sup>[22]</sup>—nearly doubling the 2013 purchase price. A common thread is CBRE, the global real estate company that brokered the 2013 sale. CBRE’s clients include both CalSTRs<sup>[23]</sup> and WealthCap.<sup>[24]</sup> WealthCap<sup>[25]</sup> is based in Germany and is a wholly-owned subsidiary of Italian global banking and financial services company UniCredit Bank AG<sup>[26]</sup>.

Sales Information					
Deed	Grantor (Seller)	Grantee (Buyer)	Instrument	Date	Consideration Amount
WD	CSHV FIRST AND MARKET LLC	WEALTHCAP PORTLAND	<a href="#">2016137377</a>	10/31/16	\$94,350,000
BSD	NORTHWEST HOSPITAL SERVICE	CSHV FIRST AND MARKET LLC	<a href="#">2013162305</a>	12/19/13	\$48,800,000
INST	NORTHWEST HOSPITAL SERVICE	NORTHWEST HOSPITAL SERVICE	BP06951424		\$0
2017 Land Information (Unedited and Uncertified)					
ID	Type			Acres	Sq Ft
L1	COM - COMMERCIAL LAND			1.75	76164

The following graphic shows the gaping difference between the real market value (\$66,464,280) and the taxable assessed value (\$36,156,980)—not even accounting for the recent sale of the building for \$94,350,000.<sup>[27]</sup> Between 2012 and 2016, taxes rose considerably from ~\$550,000 to ~\$850,000, suggesting audits disclosed the building was undervalued. “Exception events”<sup>[28]</sup> allow counties to go beyond the Measure 50 3% annual increase. Imagine the potholes that can be filled in Portland if the business were taxed at the sale price!

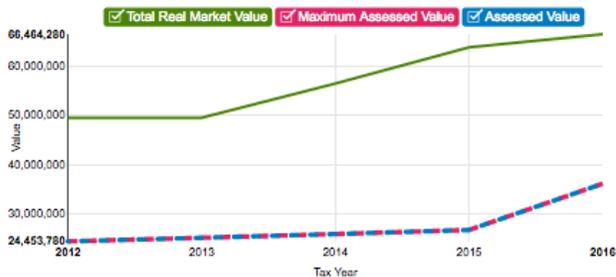
## Property ID: R272212

**Owner Name:** CSHV FIRST AND MARKET LLC  
**Street Address:** 100 SW MARKET ST  
**City, State, Zip:** PORTLAND, OR 97201  
**Map and Tax Lot:** 1S1E03CB -00700

Graphs Definitions

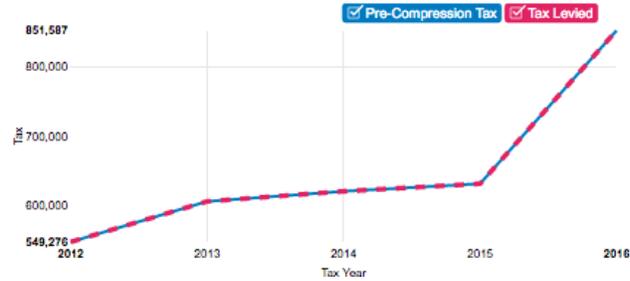
### Value History

	2012	2013	2014	2015	2016
Real Market Value - Land	\$7,414,230	\$7,414,230	\$8,452,220	\$9,551,010	\$12,186,240
Real Market Value - Improvements	\$42,113,020	\$42,113,020	\$48,008,840	\$54,249,990	\$54,278,040
● Total Real Market Value	\$49,527,250	\$49,527,250	\$56,461,060	\$63,801,000	\$66,464,280
● Maximum Assessed Value	\$24,453,780	\$25,187,390	\$25,943,010	\$26,776,650	\$36,156,980
● Assessed Value	\$24,453,780	\$25,187,390	\$25,943,010	\$26,776,650	\$36,156,980



### Tax History

	2012	2013	2014	2015	2016
● Pre- Compression Tax	\$549,276.00	\$607,228.00	\$621,693.00	\$632,523.00	\$851,587.00
Tax Compressed	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
● Tax Levied	\$549,276.00	\$607,228.00	\$621,693.00	\$632,523.00	\$851,587.00



**PROPERTY DESCRIPTION**

SITUS: 100 SW MARKET ST CODE AREA: 709  
 SOUTH AUDITORIUM ADD, BLOCK A, LOT 2 TL  
 700

CSHV FIRST AND MARKET LLC  
 & CLARION PARTNERS  
 ATTN LATIMER,STEPHEN P  
 1420 5TH AVE #2020  
 SEATTLE, WA 98101-2337

2016-17 CURRENT TAX  
 MULTNOMAH ESD  
 PORTLAND COMMUNITY  
 PORTLAND PUBLIC SC  
 PORTLAND PUBLIC SD  
 EDUCATION TAXES:

PORT OF PORTLAND  
 CITY OF PORTLAND  
 METRO  
 WEST MULT SOIL & W  
 MULTNOMAH COUNTY  
 MULTNOMAH COUNTY L  
 CITY OF PORTLAND CI  
 METRO LOCAL OPTION  
 MULT CO HIST SOCIE  
 PORTLAND FIRE/POLIC  
 URBAN RENEWAL - PO  
 GENERAL GOVERNMENT

**VALUES: LAST YEAR THIS YEAR**

	LAST YEAR	THIS YEAR
<b>MARKET VALUES:</b>		
LAND	9,551,010	12,186,240
STRUCTURE	54,249,990	54,278,040
TOTAL RMV VALUE	63,801,000	66,464,280
<b>TAXABLE VALUES:</b>		
ASSESSED VALUE	26,776,650	36,156,980

CITY OF PORTLAND B  
 METRO BONDS  
 PORTLAND COMM COLL  
 PORTLAND SCHOOL DIS  
 BONDS AND MISC TA

**PROPERTY TAXES: \$632,523.40 \$851,587.28**

This is a copy of the original bill.  
 To pay online go to [www.multcotax.org](http://www.multcotax.org)

2016-17 TAX (Before

As previously mentioned, CSHV FIRST AND MARKET, LLC first registered in Delaware. OLG REGISTRY SERVICES, LLC, a domestic LLC located in Portland,[\[29\]](#) is the registered agent for CSHV FIRST AND MARKET, LLC.

As previously mentioned, CORPORATION SERVICE COMPANY[\[30\]](#) is the registered agent for 200 Market Associates LP. It also serves as registered agent for Cambia Health Solutions Inc. and Regence BlueCross BlueShield of Oregon.[\[31\]](#)

Corporation Service Company

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
158720-88	FBC	ACT	DELAWARE	05-23-1989	05-23-2017	
Entity Name CORPORATION SERVICE COMPANY						
Foreign Name						

New Search		Printer Friendly		Associated Names		
Type	PPB	PRINCIPAL PLACE OF BUSINESS				
Addr 1	2711 CENTERVILLE ROAD					
Addr 2	SUITE 400					
CSZ	WILMINGTON	DE	19808	Country	UNITED STATES OF AMERICA	

Regence BCBSO:

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
041991-13	DNP	ACT	OREGON	10-07-1941	10-07-2017	
Entity Name REGENCE BLUECROSS BLUESHIELD OF OREGON						
Foreign Name						
Non Profit Type PUBLIC BENEFIT WITH MEMBERS						

New Search		Printer Friendly		Associated Names		
Type	PPB	PRINCIPAL PLACE OF BUSINESS				
Addr 1	100 SW MARKET STREET					
Addr 2						
CSZ	PORTLAND	OR	97201	Country	UNITED STATES OF AMERICA	

Please click [here](#) for general information about registered agents and service of process.

Type	AGT	REGISTERED AGENT	Start Date	11-12-2013	Resign Date
Of Record	158720-88	CORPORATION SERVICE COMPANY			
Addr 1	1127 BROADWAY ST NE STE 310				
Addr 2					
CSZ	SALEM	OR	97301	Country	UNITED STATES OF AMERICA

Cambia Health Solutions Inc.

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
448979-81	DNP	ACT	OREGON	04-17-1995	04-17-2017	YES
Entity Name CAMBIA HEALTH SOLUTIONS, INC.						
Foreign Name						
Non Profit Type PUBLIC BENEFIT						
Type	PPB	PRINCIPAL PLACE OF BUSINESS				
Addr 1	100 SW MARKET STREET					
Addr 2						
CSZ	PORTLAND	OR	97201	Country	UNITED STATES OF AMERICA	

Please click [here](#) for general information about registered agents and service of process.

Type	AGT	REGISTERED AGENT	Start Date	11-12-2013	Resign Date
Of Record	158720-88	CORPORATION SERVICE COMPANY			
Addr 1	1127 BROADWAY ST NE STE 310				
Addr 2					
CSZ	SALEM	OR	97301	Country	UNITED STATES OF AMERICA

WealthCap has two registered businesses in Oregon: WEALTHCAP PORTLAND PARK SQUARE GP INC.[32] (a foreign business corporation) and WEALTHCAP PORTLAND PARK SQUARE L.P.[33] (a foreign limited partnership). The registered agent for both of these companies is CT CORPORATION SYSTEM,[34] also a foreign business corporation with jurisdiction in Delaware. Both WealthCap companies registered as a business in Oregon on 10/6/2016, just before the purchase of the Regence BCBSO building on 10/31.

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
1256344-93	FLP	ACT	DELAWARE	10-06-2016	10-06-2017	
Entity Name WEALTHCAP PORTLAND PARK SQUARE LP.						
Foreign Name						

New Search		Printer Friendly		Associated Names		
Type	ORK	RECORDS OFFICE				
Addr 1	3399 PEACHTREE RD STE 400					
Addr 2						
CSZ	ATLANTA	GA	30326	Country	UNITED STATES OF AMERICA	

Please click [here](#) for general information about registered agents and service of process.

Type	AGT	REGISTERED AGENT	Start Date	10-06-2016	Resign Date
Of Record	001292-22	C T CORPORATION SYSTEM			
Addr 1	388 STATE ST STE 420				
Addr 2					
CSZ	SALEM	OR	97301	Country	UNITED STATES OF AMERICA

Registering as an LP is favorable for international companies<sup>[35]</sup> purchasing real estate in the United States. That’s because LLCs pose significant home-country tax problems. Most German investors strongly prefer investing in US real estate through LPs.

*Where a US LLC is treated as fiscally transparent in the US and taxable as a corporation in Germany, Germany would not view the US LLC as a treaty resident of the US and consequently would deny it any treaty benefits under the US-Germany Income Tax Treaty, with the result that distributions from the LLC — which Germany views as a US corporation — would be subject to German taxation as a dividend received from a corporation not entitled to any relief from double taxation under that Treaty. Consequentially, the taxes paid in the US on the sale of the real estate simply will not be available to reduce the German investor’s German tax liability on distributions from the LLC.*

Highyon Accredited Realty Partners LP says “Real Estate Limited Partnership units are a proven method for investors wishing to reduce their taxable income. Participants enjoy the flow-through benefits of tax deductible partnership losses during the lifetime of the partnership. When the underlying asset property is sold, the proceeds to investors are taxed favourably as capital gains.”<sup>[36]</sup>

### Why are all these big businesses using registered agents domiciled in Delaware?

CORPORATION SERVICE COMPANY and CT CORPORATION SYSTEM are giants in the Registered Agent business. Corporation Service Company<sup>®</sup><sup>[37]</sup> boasts they are “the preferred solutions provider for 90% of the Fortune 500<sup>®</sup>, half of the Best Global Brands (Interbrand<sup>®</sup>), nearly 10,000 law firms, and more than 3,000 financial organizations.”

Wolters Kluwer, <sup>[38]</sup> a multi-billion dollar Dutch company, owns CT CORPORATION SYSTEM, the largest, oldest and most expensive of the “big four”<sup>[39]</sup> of registered agents. They serve global corporations challenged by multiple and changing jurisdictions requirements; complex lending and merger requirements; and an increasingly complex world. <sup>[40]</sup>

**These same conditions also make it more difficult for state and local jurisdictions to follow the money.** Delaware, through its developed legal system and laws protecting shareholder rights, is geared toward the large complex public corporation. As Newsweek<sup>[41]</sup> puts it, Delaware's

*“ability to attract the formation of anonymous companies suggests that it could rival the amount of income hidden in more well-known offshore tax havens... A loophole in Delaware's tax code is responsible for the loss of billions of dollars in revenue in other U.S. states, and its lack of incorporation transparency makes it a magnet for people looking to create anonymous shell companies, which individuals and corporations can use to evade an inestimable amount in federal and foreign taxes. The Internal Revenue Service estimated a total tax gap of about \$450 billion, with \$376 billion of it due to filers underreporting income, in 2006.”*

Since 2010, Rodman Ward has been President and CEO of Corporation Service Company.<sup>[42]</sup> Rodman Ward III is President or CEO of these other businesses (to name just a few):

- LEXIS DOCUMENT SERVICES INC<sup>[43]</sup> and LEXISNEXIS DOCUMENT SOLUTIONS INC.<sup>[44]</sup>
- TAX COMPLIANCE, INC.<sup>[45]</sup>

With a slogan, “Solutions for professionals who shape the world,” LexisNexis®<sup>[46]</sup> offers *LEGAL & PROFESSIONAL SOLUTIONS* for law firms, corporations, government agencies and academic institutions seeking legal solutions, news & business insights. They provide *RISK SOLUTIONS* for companies and government agencies seeking data analytics supporting compliance, customer acquisition, fraud detection, health outcomes, identity solutions, investigation, receivables management, risk decisioning and workflow optimization. LexisNexis® Accurint®<sup>[47]</sup> claims a “direct connection to over 65 billion current public records. Detect fraud. Verify identities. Conduct investigations.”

Tax Compliance, Inc. touts itself as “a premier state and local tax software developer for corporations. *PTMS* property tax software helps minimize property taxes and expenses. *LicenseHQ* helps minimize the time and expense related to license and permit compliance. *TCI* counts 50% of the Fortune 100® as clients.”

In other words, CORPORATION SERVICE COMPANY and CT CORPORATION SYSTEM are well positioned in the global Knowledge Economy.

Cambia Real Estate, LP<sup>[48]</sup> incorporated June 2016 in Delaware—just months before Regence BCBSO corporate headquarters flipped to new owners. Corporation Service Company is the registered agent for this company. Google search this company and you immediately reach a digital dead end—except for a Bizapedia entry with the same information filed at the Delaware Division of Corporations.

Google asks: **Did you mean: Cambria Real Estate LP?**

No...

How peculiar that a real estate company that uses the services of Corporation Service Company has no digital presence! After calling the Delaware Division of Corporations (302-739-3073) I learned that limited partnerships don't have to produce an annual report. In other words, there is no way to learn the names of Officers and Directors.

Entity Details

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**THIS IS NOT A STATEMENT OF GOOD STANDING**

File Number:	6075265	Incorporation Date / Formation Date:	6/8/2016 (mm/dd/yyyy)
Entity Name:	CAMBIA REAL ESTATE, LP		
Entity Kind:	Limited Partnership	Entity Type:	General
Residency:	Domestic	State:	DELAWARE

**REGISTERED AGENT INFORMATION**

Name:	CORPORATION SERVICE COMPANY		
Address:	2711 CENTERVILLE RD SUITE 400		
City:	WILMINGTON	County:	New Castle
State:	DE	Postal Code:	19808
Phone:	302-636-5401		

Additional Information is available for a fee. You can retrieve Status for a fee of \$10.00 or more detailed information including current franchise tax assessment, current filing history and more for a fee of \$20.00.

Would you like  Status  Status, Tax & History Information

Please support HB 2191.

Respectfully,

Kris Alman

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[1] <http://www.nytimes.com/2012/07/01/business/how-delaware-thrives-as-a-corporate-tax-haven.html>: Nevada, Wyoming, Oregon and Delaware

[2] <http://www.bizjournals.com/portland/print-edition/2015/10/02/cover-storythe-shell-game.html>

[3] <http://www.nytimes.com/2012/07/01/business/how-delaware-thrives-as-a-corporate-tax-haven.html>

[4] [http://egov.sos.state.or.us/br/pkg\\_web\\_name\\_srch\\_inq.login](http://egov.sos.state.or.us/br/pkg_web_name_srch_inq.login)

[5] The OIC invests all State of Oregon funds, including the Oregon Public Employees Retirement Fund and the State Accident Insurance Fund.  
<https://www.oregon.gov/treasury/Divisions/Investment/Pages/Oregon-Investment-Council-%28OIC%29.aspx> Mr. Russell did not disclose his partnership with Regence BCBSO which has a full-time lobbyist, Tom Holt. <https://apps.oregon.gov/OGEC/EFS/SEIRReport/ViewReport/3047>

[6] Registry number at the Oregon SOS: 158720-88 1127 BROADWAY STREET NE STE 310, Salem

[7] <https://taxgraph.multco.us/property/r272205>

[8] <https://olis.leg.state.or.us/liz/2017R1/Measures/Overview/SJR3>

[9] <http://naic.org/>

[10] <http://www.bizjournals.com/portland/news/2017/03/02/heres-which-oregon-insurers-lost-money-or-gained-in.html> Regence BlueCross BlueShield of Oregon had net income of \$30 million, up from \$26 million the previous year, with underwriting gains \$29 million.

[11] <https://www.irs.gov/pub/irs-wd/0418009.pdf>

[12] [https://consumersunion.org/wp-content/uploads/2016/05/consumers\\_union-nonprofit\\_insurer\\_surplus\\_update\\_report-2015\\_06.pdf](https://consumersunion.org/wp-content/uploads/2016/05/consumers_union-nonprofit_insurer_surplus_update_report-2015_06.pdf)

[13] [http://www.oregonlive.com/front-porch/index.ssf/2013/12/regence\\_bluecross\\_blueshield\\_o.html](http://www.oregonlive.com/front-porch/index.ssf/2013/12/regence_bluecross_blueshield_o.html)

[14] 2015: \$10,000,000; 2014: \$40,000,000; 2013: \$20,000,000; 2012: \$25,000,000; 2011: \$56,000,000; 2010: \$56,000,000

[15] Conversation with Ryan Keeling, Senior Manager and Financial Examiner at the Oregon Insurance Division, on January 10, 2017. 503-947-7271

[16] [http://www.oregonlive.com/front-porch/index.ssf/2013/12/regence\\_bluecross\\_blueshield\\_o.html](http://www.oregonlive.com/front-porch/index.ssf/2013/12/regence_bluecross_blueshield_o.html)

[17] <http://www.srr.com/article/sale%E2%80%93leaseback-transactions-financing-alternative-middle-market-companies>

[18] <http://dfr.oregon.gov/business/insurance-industry/insurer-reg/Documents/Exams-financial/bcbs2014f.pdf>

[19] <http://www.sior.com/docs/membership-docs/How%20to%20Value%20Comm%20Real%20Estate-%20Willmore.pdf>

[20] <http://www.bloomberg.com/research/stocks/private/snapshot.asp?privcapId=4161818>  
Registry at Oregon Secretary of State: [448979-81](#)

[21] <http://www.calstrs.com/investment-table/real-estate-0>

[22] <https://www.deeds.com/recorder/oregon/> All instruments of conveyance of any real estate must state the consideration paid for the transfer, stated in dollars. However, if the actual consideration consists of or includes other property or other value given or promised, neither the monetary value nor a description of the other property or value need be stated so long as it is noted on the face of the instrument that other property or value was either part or the whole consideration.

[23] <http://www.cbre.us/o/chicago/teams/cm-chicago/Pages/representative-clients.aspx>

[24] <http://www.cbre.us/o/atlanta/people/kevin-j-hurley/Pages/clients.aspx>

[25] <http://www.bloomberg.com/research/stocks/private/snapshot.asp?pSrivcapId=10361006>

[26] <https://www.wealthcap.com/en>

[27] <https://taxgraph.multco.us/property/r272212>; <http://vance.co.multnomah.or.us/cgi-bin/tax-page?R272212>

[28] See: <https://multco.us/assessment-taxation/property-assessment#Exception>

[29] Registry number at the Oregon SOS: 734869-96 1675 SW MARLOW AVE STE 404, Portland

[30] Registry number at the Oregon SOS: 158720-88 1127 BROADWAY STREET NE STE 310, Salem

[31] [http://egov.sos.state.or.us/br/pkg\\_web\\_name\\_srch\\_inq.login](http://egov.sos.state.or.us/br/pkg_web_name_srch_inq.login)

[32] Registry number at the Oregon SOS: 1256338-91

[33] Registry number at the Oregon SOS: 1256344-93

[34] Registry number at the Oregon SOS: 003292-27

[35] <http://www.goulstonstorrs.com/portalresource/lookup/wosid/contentpilot-core-6-64402/media.name=/Final%20G&S%20AFIRE%20article%20-%20using%20LPs%20vs.%20LLCs%20for%20inbound%20investing%20-%202013%20Fall%20Newsletter.pdf>

[36] <http://www.highyon.com/>

[37] <https://www.cscglobal.com/service/csc/about>

[38] <https://ct.wolterskluwer.com>; [https://en.wikipedia.org/wiki/Wolters\\_Kluwer](https://en.wikipedia.org/wiki/Wolters_Kluwer)

[39] <http://www.registeredagentinfo.com/big-four.html>

[40] <https://ct.wolterskluwer.com/ucc-filing>

[41] <http://www.newsweek.com/panama-papers-secret-state-delaware-445436>

[42] <https://www.cscglobal.com/service/csc/press-rodman-ward-elected-ceo>

[43] Georgia Control Number: K519294; Delaware File Number: 2455833

[44] Delaware File Number: 3379877

[45] Florida Document Number: F11000003233; <http://www.taxcomp.com/AboutTCI.html>

[46] <https://www.lexisnexis.com/en-us/gateway.page>

[47] <http://accurint.com>

[48] Delaware file number: 6075265  
<https://icis.corp.delaware.gov/Ecorp/EntitySearch/NameSearch.aspx>