

United States Court of Appeals  
for the Fifth Circuit

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No. 23-11187

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United States Court of Appeals  
Fifth Circuit

**FILED**

May 22, 2025

Lyle W. Cayce  
Clerk

SHAHRAM AFSHANI,

*Plaintiff—Appellant,*

*versus*

SPIRIT SPE PORTFOLIO 2006-1, L.L.C.; SMTA SHOPKO  
PORTFOLIO I, L.L.C.; SPIRIT REALTY CAPITAL,  
INCORPORATED,

*Defendants—Appellees.*

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Appeal from the United States District Court  
for the Northern District of Texas  
USDC No. 3:19-CV-1421

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Before JONES and OLDHAM, *Circuit Judges*, and HENDRIX, *District Judge*.\*

PER CURIAM:\*\*

Seasoned distressed-real-estate investor Shahram Afshani bought two commercial properties from a group of interrelated companies. On Afshani's

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\* United States District Judge for the Northern District of Texas, sitting by designation.

\*\* This opinion is not designated for publication. *See* 5TH CIR. R. 47.5.

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telling, the sellers' agent assured him that the properties' tenant was financially solid and would pay rent for years. That turned out to be false: The tenant was on the verge of bankruptcy and—Afshani alleges—the sellers knew it. Afshani sued the sellers under Texas law for fraudulent inducement and concealment. Without reaching the merits of the fraud claims, the district court granted summary judgment to the sellers because the purchase agreements contained binding waiver-of-reliance clauses, which defeat fraud claims as a matter of law.

We have carefully reviewed the briefs, the record, and the district court's careful application of Texas law to this dispute. And for substantially the reasons given in the district court's opinion, the judgment is **AFFIRMED**. The request to reassign the case on remand is **DENIED AS MOOT**.