

# CORPORATE CHARTER APPROVAL SHEET

**\*\* KEEP WITH DOCUMENT \*\***

DOCUMENT CODE TCT BUSINESS CODE \_\_\_\_\_

# 03-22-02-0692-002  
03-22-02-0692-005  
Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_ Religious \_\_\_\_\_

Merging (Transfer) \_\_\_\_\_

Surviving (Transferee) \_\_\_\_\_



LA Fee Document ID # **0000303** ACK # **1000362008547657**  
PAGES: **0005**  
**BALTIMORE HARBOR CENTER, LLC**  
  
**09/09/2015 AT 03:35 P MO # 0004533995**

New Name \_\_\_\_\_

### FEES REMITTED

Base Fee:	<u>20</u>
Org. & Cap. Fee:	_____
Expedite Fee:	_____
Penalty:	_____
State Recordation Tax:	<u>—</u>
State Transfer Tax:	<u>—</u>
Certified Copies	_____
Copy Fee:	_____
Certificates	_____
Certificate of Status Fee:	_____
Personal Property Filings:	_____
Mail Processing Fee:	_____
Other:	<u>—</u>
<b>TOTAL FEES:</b>	<u>20</u>

- \_\_\_\_\_ Change of Name
- \_\_\_\_\_ Change of Principal Office
- \_\_\_\_\_ Change of Resident Agent
- \_\_\_\_\_ Change of Resident Agent Address
- \_\_\_\_\_ Resignation of Resident Agent
- \_\_\_\_\_ Designation of Resident Agent and Resident Agent's Address
- \_\_\_\_\_ Change of Business Code
- \_\_\_\_\_ Adoption of Assumed Name
- \_\_\_\_\_ Other Change(s)

Credit Card \_\_\_\_\_ Check  Cash \_\_\_\_\_

Documents on \_\_\_\_\_ Checks

Approved By: GA  
Keyed By: GA

COMMENT(S): \_\_\_\_\_

Code 063

Attention: \_\_\_\_\_

Mail: Name and Address \_\_\_\_\_

**VENABLE LLP**  
**SUITE 900**  
**750 E. PRATT STREET**  
**BALTIMORE MD 21202**

Stamp Work Order and Customer Number HERE

**CUST ID:0003317415**  
**WORK ORDER:0004533995**  
**DATE:10-05-2015 11:14 AM**  
**AMT. PAID:\$20.00**

Office Use Only

REPORT OF TRANSFER OF CONTROLLING INTEREST

(Please read the instructions below before completing this form)

1. Type of filing: [x] Regular [ ] Permissive

2. Date of final transfer: 8/18/2015

3. Name of Real Property Entity whose interest is being transferred: Baltimore Harbor Center, LLC, a Maryland limited liability company

4. Mailing address for Real Property Entity: 300 East Joppa Road PL-6, Baltimore, MD 21286

5. Type of Real Property Entity: [ ] Corp [x] LLC [ ] LP [ ] GP or Joint Venture [ ] Unincorporated REIT [ ] Other-specify

6. State of formation: Maryland

7. Total consideration for the controlling interest being transferred: \$ 0.00

8. List below the value attributable to each of the following assets:

Table with 2 columns: Asset type (a) Maryland Real Property, (b) Non-Maryland Real Property, (c) Cash, (d) Securities, (e) Maryland Tangible Personal Property\*) and Value (\$ 31,189,140.00, 0.00, 0.00, 0.00, 0.00)

\*Provide SDAT personal property account # for each return:

Table with 2 columns: Asset type (f) Non-Maryland Tangible Personal Property, (g) Other: Attach description and method of valuation and Value (\$ 0.00, 0.00)

9. Gross value of Real Property Entity assets: \$ 31,189,140.00

**10. Real property in Maryland directly or beneficially owned by the Real Property Entity:**

**Parcel 1:**

Baltimore City      Ward 22, Section 02, Block 0692, Lot 002      100 W. Conway Street, Lot 2, Baltimore, MD 21201-2412

County Name      SDAT Account No.      Address or brief description

Description of building/improvements: Ground Lease of Parking Garage

Title holder if different from Item 3 above: Hotel Reversionary Interest Inc. (fee interest)

Consideration attributable to the parcel: \$ 0.00

**Parcel 2:\***

Baltimore City      Ward 22, Section 02, Block 0692, Lot 005      300 S. Charles Street, Baltimore, MD 21201-2405

County Name      SDAT Account No.      Address or brief description

Description of building/improvements: Ground Lease of Hotel

Title holder if different from Item 3 above: Hotel Reversionary Interest Inc. (fee interest)

Consideration attributable to the parcel: \$ 0.00

\*If more than two parcels, attach a separate sheet and indicate total number of parcels: \_\_\_\_\_

**11. Specify and explain any exemptions authorized by law being claimed with this filing:**

(Attach a separate sheet if more space is required). See attached.

**12. Transfer and Recordation taxes paid with this filing:**

Item 7 amount: \$ <u>0</u> x <u>31,189,140</u> = \$ <u>0</u>	Item 8a amount	Total amount	Co. Rate	Co. Recordation
Item 9 amount: \$ <u>31,189,140</u>		\$ <u>0</u>	<u>0.5%</u>	\$ <u>0</u>
		Total amount	St. Rate	State Transfer
		\$ <u>0</u>		\$ <u>0</u>
		Total amount	Co. Rate	Co. Transfer

Total Taxes \$ 0

Add the **\$20 filing fee** to the amount of the total taxes and make the check payable to the State Department of Assessments & Taxation.

**13. I hereby declare under the penalties of perjury, pursuant to § 1-201 of the Maryland Tax-Property Code Annotated, that this filing (including any accompanying forms and attachments) has been examined by me and the information contain herein, to the best of my knowledge and belief, is true, correct and complete, that I am authorized to make this filing on behalf of the Real Property Entity, that I have accurately reported the percentage of controlling interest being transferred, that I have fully reported the consideration attributable to Maryland Real Property, and that I have answered truthfully each item of information requested on the form.**

[Signature]  
Signature of authorized filer

[Date]  
Date

**14.) Contact information for this filing:**

Dana M. Fidazzo		410.528.2348		
Name		Telephone		
750 E. Pratt Street	Baltimore	MD	21202	
Address	City	State	Zip code	

**Attachment to Report of Transfer of Controlling Interest**

11.

Under Md. Tax-Property Article § 12-117(c)(1), the transfer of a controlling interest in a real property entity is exempt from recordation tax if the transfer is exempt under Tax-Property Article § 12-108. Here, there are two transfers. The first transfer is from Nancy Hackerman, solely in her capacity as Personal Representative of the Estate of Willard Hackerman to Nancy Hackerman, Steven Hackerman and Lillian Hackerman, as Trustees of the Willard Hackerman Revocable Trust U/A dated August 1, 2002 (the "**Revocable Trust**"), which is exempt under § 12-108(dd) as a transfer from an estate. The second transfer is from Revocable Trust to Nancy Hackerman, Steven Hackerman and Lillian Hackerman, as Trustees of the Willard Hackerman Marital Trust B U/A dated January 10, 2014, which is exempt under § 12-108(cc) as a transfer to a trust. Under § 13-103(c)(2), both transfers are exempt from transfer tax because they are exempt from recordation tax under § 12-117(c).

**CUST ID:0003317415**  
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