

# CORPORATE CHARTER APPROVAL SHEET

**\*\*EXPEDITED SERVICE\*\***

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

DOCUMENT CODE TC1 BUSINESS CODE \_\_\_\_\_

02-05-000-90041121



Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

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

Merging (Transferor) \_\_\_\_\_

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

ID # 00000122 ACK # 1000362003412170  
PAGES: 0005  
BROOKLYN PARK SECTION I, LLC  
  
05/31/2012 AT 08:30 A WO # 0003982784

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

### FEES REMITTED

Base Fee: 20  
Org. & Cap. Fee: \_\_\_\_\_  
Expedite Fee: \_\_\_\_\_  
Penalty: \_\_\_\_\_  
State Recordation Tax: \_\_\_\_\_  
State Transfer Tax: \_\_\_\_\_  
Certified Copies \_\_\_\_\_  
Copy Fee: \_\_\_\_\_  
Certificates \_\_\_\_\_  
Certificate of Status Fee: \_\_\_\_\_  
Personal Property Filings: \_\_\_\_\_  
Mail Processing Fee: \_\_\_\_\_  
Other: \_\_\_\_\_  
TOTAL FEES: 20

\_\_\_\_\_ 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 X Cash \_\_\_\_\_  
\_\_\_\_\_ Documents on \_\_\_\_\_ Checks

Code \_\_\_\_\_  
Attention: \_\_\_\_\_  
Mail: Name and Address \_\_\_\_\_

Approved By: A-01

Keyed By: SA

COMMENT(S):

BLADES & ROSENFELD PA  
ATTN ANDREW J OPIOLA  
STE 1200  
20 S CHARLES ST  
BALTIMORE MD 21201

Stamp Work Order and Customer Number HERE  
  
CUST ID:0002766204  
WORK ORDER:0003982784  
DATE:06-12-2012 12:12 PM  
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:  Regular  Permissive

2. Date of final transfer: May 4, 2012

3. Name of Real Property Entity whose interest is being transferred: Brooklyn Park Section I, LLC

4. Mailing address for Real Property Entity: 2800 Quarry Lake Drive, Suite 340  
Baltimore, Maryland 21209

5. Type of Real Property Entity:  Corp  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:

a) Maryland Real Property	\$ _____	0.00
b) Non-Maryland Real Property	\$ _____	0.00
c) Cash	\$ _____	0.00
d) Securities	\$ _____	0.00
e) Maryland Tangible Personal Property*	\$ _____	0.00

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

f) Non-Maryland Tangible Personal Property	\$ _____	0.00
g) Other: Attach description and method of valuation	\$ _____	0.00

9. Gross value of Real Property Entity assets: \$ \_\_\_\_\_ 0.00

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

**Parcel 1:**

Anne Arundel                      90041121                      5001-5035 Ritchie Highway, Brooklyn Park, MD 21225  
 County Name                      SDAT Account No.                      Address or brief description  
 Description of building/improvements: 53,962 square feet of retail space  
 Title holder if different from Item 3 above: New BP Investors LLC (f/k/a Brooklyn Park Section II, LLC)  
 Consideration attributable to the parcel: \$ 0.00

**Parcel 2:\***

County Name                      SDAT Account No.                      Address or brief description  
 Description of building/improvements: \_\_\_\_\_  
 Title holder if different from Item 3 above: \_\_\_\_\_  
 Consideration attributable to the parcel: \$ \_\_\_\_\_  
 \*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.) This is a no consideration transfer and is exempt from transfer and recording tax pursuant to Sections 12-117(c)(1), 12-108(q) and 13-207(a)(10) of the Tax Property Article of the Annotated Code of Maryland.  
See Exhibit A attached for further explanation.

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

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

BROOKLYN PARK SECTION I, LLC  
 By: BP Shopping Center LLLP, its Managing Member  
 By: Brooklyn Park Shopping Center, Inc., its General Partner

By: Michael Albo  
 Signature of authorized filer  
 Michael Albo, Vice-President

Date 5/30/12

14.) Contact Information for this filing:

Andrew J. Oplola		410-539-7558		
Name		Telephone		
20 S. Charles Street, Suite 1200	Baltimore		MD	21201
Address	City		State	Zip code

EXHIBIT A TO REPORT OF TRANSFER OF CONTROLLING INTEREST FOR  
BROOKLYN PARK SECTION I, LLC

New BP Investors LLC, a Maryland limited liability company formerly known as Brooklyn Park Section II, LLC ("New BP Investors"), owns the real estate located in Anne Arundel County identified in Section 10 of the Report of Transfer of a Controlling Interest attached hereto. Brooklyn Park Section I, LLC, a Maryland limited liability company ("Section I"), was the sole Member of New BP Investors.

Pursuant to a Liquidating Assignment dated May 4, 2012 and for no consideration, Section I assigned its 100% membership interest in New BP Investors to all of the Members of Section I (the "Assignees") pro-rata as part of the liquidation of Section I. Section I will be filing Articles of Cancellation with the State Department of Assessments of Taxation.

The transfer described above is exempt from transfer and recordation tax under Sections 12-117(c)(1), 12-108(q) and 13-207(a)(10) of the Tax Property Article of the Annotated Code of Maryland because all of the Assignees are original Members of Section I or satisfy one of the other applicable categories of transferees described in Section 12-108(q) of the Tax Property Article of the Annotated Code of Maryland.

AJO:AGR:ROTNER: BROOKLYN PARK: EXHIBIT A

CUST ID:0002766204  
WORK ORDER:0003982784  
DATE:06-12-2012 12:12 PM  
AMT. PAID:\$20.00