

CORPORATE CHARTER APPROVAL SHEET

** KEEP WITH DOCUMENT **

DOCUMENT CODE JCI BUSINESS CODE _____

03-26-18-6235-009
03-26-18-6235-009A

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



ID # 00000297 ACK # 1000362008546444
PAGES: 0005
CONWAY STREET HOLDING COMPANY, LLC

09/09/2015 AT 03:36 P WD H 0004533840

New Name _____

FEES REMITTED

Base Fee:	<u>20</u>
Org. & Cap. Fee:	_____
Expedite Fee:	_____
Penalty:	_____
State Recordation Tax:	<u>11</u>
State Transfer Tax:	_____
Certified Copies	_____
Copy Fee:	_____
Certificates	_____
Certificate of Status Fee:	_____
Personal Property Filings:	_____
Mail Processing Fee:	_____
Other: <u>Baltimore City</u>	<u>20</u>
TOTAL FEES:	<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)

Code 063

Attention: _____

Mail: Name and Address

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

Credit Card _____ Check Cash _____

_____ Documents on _____ Checks

Approved By: [Signature]

Keyed By: [Signature]

COMMENT(S):

Stamp Work Order and Customer Number HERE

CUST ID:0003317270
WORK ORDER:0004533850
DATE:10-05-2015 09:27 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: Regular Permissive

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

3. Name of Real Property Entity whose interest is being transferred: Conway Street Holding Company, 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 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	\$	<u>6,461,100.00</u>
b) Non-Maryland Real Property	\$	<u>0.00</u>
c) Cash	\$	<u>0.00</u>
d) Securities	\$	<u>0.00</u>
e) Maryland Tangible Personal Property*	\$	<u>0.00</u>

*Provide SDAT personal property account # for each return:

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

9. Gross value of Real Property Entity assets: \$ 6,461,100.00

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 002B 100 W. Conway Street, Lot 2B, Baltimore, MD 21201-2412
 County Name SDAT Account No. Address or brief description

Description of building/improvements: Air Rights

Title holder if different from Item 3 above: W. Conway Street Business Trust

Consideration attributable to the parcel: \$ 0.00

Parcel 2:*
 Baltimore City Ward 22, Section 02, Block 0692, Lot 002A 110 W. Conway Street, Baltimore, MD 21201-2412
 County Name SDAT Account No. Address or brief description

Description of building/improvements: Surface Parking Lot

Title holder if different from Item 3 above: W. Conway Street Business Trust

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>6,461,100</u> = \$ <u>0</u>	Item 8a amount	Total amount	Co. Rate	= \$	Co. Recordation
Item 9 amount: \$ <u>6,461,100</u>		\$ <u>0</u>	<u>0.5%</u>	= \$	<u>0</u>
		\$ <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

9/10/15
 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(ee) 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:0003317260
WORK ORDER:000453840
DATE:10-05-2015 09:19 AM
AMT. PAID:\$20.00**