

CORPORATE CHARTER APPROVAL SHEET

** KEEP WITH DOCUMENT **

DOCUMENT CODE TCI BUSINESS CODE _____

16-05-02270271



Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transfer) _____

ID # 00000189 ACK # 1000362005795580
PAGES: 0004
GS CHASE RIDGE, LP

Surviving (Transferee) _____

12/20/2013 AT 12:10 P WO # 0004236262

New Name _____

FEES REMITTED

Base Fee: 20
Org. & Cap. Fee: _____
Expedite Fee: _____
Penalty: _____
County State Recordation Tax: 759,770
State Transfer Tax: 371,885
Certified Copies _____
Copy Fee: _____
Certificates _____
Certificate of Status Fee: _____
Personal Property Filings: _____
Mail Processing Fee: _____
Other: (County Transfer Fee (1/2 of State Fee)) 759,770
TOTAL FEES: \$1,899,445

- _____ 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 _____

Code 048

Documents on _____ Checks _____

Attention: _____

Approved By: [Signature]

Mail: Name and Address _____

Keyed By: [Signature] Walker

DLA PIPER US LLP
6225 SMITH AVENUE
BALTIMORE MD 21209-3600

COMMENT(S): _____

Stamp Work Order and Customer Number HERE

CUST ID: 0003019682
WORK ORDER: 0004236262
DATE: 12-20-2013 12:10 PM
AMT. PAID: \$1,899,445.00

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: 12/11/13

3. Name of Real Property Entity whose interest is being transferred: GS CHASE RIDGE, LP
F/K/A RIDGE APARTMENT ASSOCIATES, LP

4. Mailing address for Real Property Entity: C/O GS CHASE RIDGE GENERAL PARTNER, LLC
18 BROAD STREET, SUITE 300, CHARLESTON, SC 29401

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

6. State of formation: DE

7. Total consideration for the controlling interest being transferred: \$ 75,976,991.00

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

- a) Maryland Real Property \$ 75,976,991.00
- b) Non-Maryland Real Property \$ _____
- c) Cash \$ _____
- d) Securities \$ _____
- e) Maryland Tangible Personal Property* \$ _____

*Provide SDAT personal property account # for each return:

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

9. Gross value of Real Property Entity assets: \$ 75,976,991.00

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

Parcel 1:

MONTGOMERY 5-1-02270271 13615 COLGATE WAY, SILVER SPRING, MD
 County Name SDAT Account No. Address or brief description

Description of building/improvements: APARTMENT BUILDING

Title holder if different from Item 3 above:

Consideration attributable to the parcel: \$ 75,976,991.00

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).

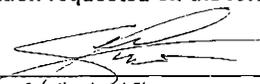
12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: \$	<u>75,976,991</u>	x	<u>75,976,991</u>	= \$	<u>75,976,991</u>	x	<u>1%</u>	= \$	<u>759,770</u>
Item 8a amount			Total amount		<u>75,976,991</u>		Co. Rate		Co. Recordation
Item 9 amount: \$	<u>75,976,991</u>						<u>0.5%</u>		<u>379,885</u>
			Total amount		<u>75,976,991</u>		St. Rate		State Transfer
							<u>1%</u>		<u>759,770</u>
			Total amount				Co. Rate		Co. Transfer

Total Taxes \$ 1,899,425

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 of authorized filer

12/11/13

 Date

14.) Contact information for this filing:

JOSH CARPER

843-579-3223

Name	Telephone
C/O GS CHASE RIDGE GENERAL PARTNER, LLC 18 BROAD STREET, SUITE 300	CHARLESTON SC 29401
Address	City State Zip code

CUST ID:0003019682
WORK ORDER:0004236262
DATE:12-20-2013 12:10 PM
AMT. PAID:\$1,899,445.00