

CORPORATE CHARTER APPROVAL SHEET

EXPEDITED SERVICE

** KEEP WITH DOCUMENT **

DOCUMENT CODE TC1 BUSINESS CODE _____

22-17-029177
22-17-012365



Loss _____ Stock _____ Nonstock _____

A. _____ Religious _____

Issuing (Transferor) _____

Affix Barcode Label Here

ID # 00000181 ACK # 1000362005363496
PAGES: 0004
HAGERSTOWN 1100 FREDERICK, LLC

Surviving (Transferee) _____

09/05/2013 AT 02:17 P NO # 0004190309

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 A Cash _____

Code _____

_____ Documents on _____ Checks

Attention: _____

Approved By: A-01

Mail: Name and Address
LINCOLN TITLE & SETTLEMENT SERVICES
ELIZABETH F.Z. BRYAN
SUITE 302
13424 PENNSYLVANIA AVENUE
HAGERSTOWN MD 21742

Keyed By: _____

COMMENT(S):

CUST ID: 0002973729
WORK ORDER: 0004190309
DATE: 09-05-2013 02:17 PM
AMT. PAID: \$20.00

REPORT OF TRANSFER OF CONTROLLING INTEREST

RECEIVED
 Office Use Only
 2013 AUG 29 10 31 AM

(Please read the instructions below before completing this form)

1. Type of filing: Regular Permissive

2. Date of final transfer: August 26, 2013

3. Name of Real Property Entity whose interest is being transferred: Hagerstown 1100 Frederick, LLC

4. Mailing address for Real Property Entity: 1040 Frederick Street, Hagerstown, MD 21740

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

6. State of formation: Delaware

7. Total consideration for the controlling interest being transferred: \$ 7,100,000.00

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

a) Maryland Real Property	\$	4,215,000.00
b) Non-Maryland Real Property	\$	0.00
c) Cash	\$	0.00
d) Securities	\$	0.00
e) Maryland Tangible Personal Property*	\$	2,505,100.00

*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: \$ 6,720,100.00

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

Parcel 1:

Washington 17-029177 10.18 ac. at 1040 Frederick Street
 County Name SDAT Account No. Address or brief description

Description of building/improvements: 125,544 dairy product manufacturing facility

Title holder if different from Item 3 above: _____

Consideration attributable to the parcel: \$ _____

Parcel 2:*

Washington 17-017365 1.45 ac. E/S Frederick Street
 County Name SDAT Account No. Address or brief description

Description of building/improvements: Sewage Treatment Plant

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.) Real property does not constitute at least 80% of the value of the entity's total assets

(MD Code, Tax-Property, 12-117(a)(6)(i))

12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: \$	<input type="text"/>	x	_____	= \$	_____	x	_____	= \$	_____
			Item 8a amount		Total amount		Co. Rate		Co. Recordation
Item 9 amount: \$	<input type="text"/>			\$	_____	x	0.5%	= \$	_____
					Total amount		St Rate		State Transfer
				\$	_____	x	_____	= \$	_____
					Total amount		Co. Rate		Co. Transfer

Total Taxes \$ _____ 20

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.

Hagerston 1100 Frederick, LLC
 Bay Valley Pkwy, LLC
 Signature of authorized filer: Benjamin Hagerston, Manager

Date: 8-26-13

