

CORPORATE CHARTER APPROVAL SHEET

** KEEP WITH DOCUMENT **

DOCUMENT CODE TCI BUSINESS CODE _____

03-22-02-0692-002
03-22-02-0692-005
Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



ID # 00000304 ACK # 1000362008548481
PAGES: 0005
HOTEL REVERSIONARY INTEREST, LLC

09/09/2015 AT 03:35 P WO # 0004534085

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)

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: 0003317505
WORK ORDER: 0004534085
DATE: 10-05-2015 12:35 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: 8/18/2015

3. Name of Real Property Entity whose interest is being transferred: _____
Hotel Reversionary Interest, LLC, a Delaware 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: Delaware

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>51,981,900.00</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: \$ 51,981,900.00

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

Parcel 1:

Baltimore City Ward 22, Section 02, Block 0692, 100 W. Conway Street, Lot 2, Baltimore, MD 21201-2412
 Lot 002
 County Name SDAT Account No. Address or brief description

Description of building/improvements: Parking Garage

Title holder if different from Item 3 above: Hotel Reversionary Interest Inc.

Consideration attributable to the parcel: \$ 0.00

Parcel 2:*

Baltimore City Ward 22, Section 02, Block 300 S. Charles Street, Baltimore, MD 21201-2405
 0692, Lot 005
 County Name SDAT Account No. Address or brief description

Description of building/improvements: Hotel

Title holder if different from Item 3 above: Hotel Reversionary Interest Inc.

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: \$	<input type="text" value="0"/>	x	<u>51,981,900</u>	= \$	<u>0</u>	x		= \$	<u>0</u>	
			Item 8a amount		Total amount		Co. Rate		Co. Recordation	
Item 9 amount: \$	<input type="text" value="51,981,900"/>				\$	<u>0</u>	x	<u>0.5%</u>	= \$	<u>0</u>
					Total amount		St. Rate		State Transfer	
					\$	<u>0</u>	x		= \$	<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(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).

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