

CORPORATE CHARTER APPROVAL SHEET

EXPEDITED SERVICE

** KEEP WITH DOCUMENT **

DOCUMENT CODE TCU BUSINESS CODE _____

16-04-01971981

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



1000362004393874

ID # 00000154 ACK # 1000362004393874
PAGES: 0004
PR DEMOCRACY CENTER GP LLC

10/31/2011 AT 03:52 P WO # 0004088293

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 _____

Attention: _____

Mail: Name and Address

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

Credit Card _____ Check X Cash _____

17 Documents on 1 Checks

Approved By: A-01

Keyed By: JOB

COMMENT(S):

Stamp Work Order and Customer Number HERE

CUST ID: 0002871713
WORK ORDER: 0004088293
DATE: 02-05-2013 01:07 PM
AMT. PAID: \$340.00

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: 10/1/2011

3. Name of Real Property Entity whose interest is being transferred: PR Democracy Center GP LLC

4. Mailing address for Real Property Entity: c/o Democracy Associates c/o Cassidy & Pinkard Collins,
6903 Rockledge Drive, Suite 900, Bethesda, MD 20817-1818

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: \$ 167,625,000.00
 (value of LLC interests issued in consideration)

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

a) Maryland Real Property	\$	<u>167,625,000.00</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:
Z12972436

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: \$ 167,625,000.00

RECEIVED
 OCT 11 10 35 52 AM '11

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

Parcel 1:

Montgomery 04-01971981 6901 Rockledge Drive, Bethesda, MD 20817

County Name SDAT Account No. Address or brief description

Description of building/improvements: Mid Rise Office Building

Title holder if different from Item 3 above: Democracy Associates Limited Partnership

Consideration attributable to the parcel: \$ 167,625,000.00
(value of LLC interests issued in consideration)

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).

The ownership interests in the transferee business entity are held by the same persons and in the same proportion as in the real property entity the controlling interest of which was transferred. Exempt under Tax Property Article, Sec. 12-117(c)(3)

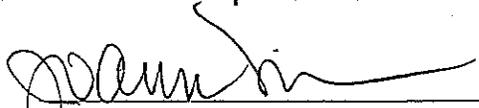
12. Transfer and Recordation taxes paid with this filing:

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

Total Taxes \$

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

10/24/11
Date

14.) Contact information for this filing:

Paul B. Myers, Esq.

410-580-4822

Name	Telephone
c/o DLA Piper LLP (US), 6225 Smith Avenue, Address	Baltimore City
	MD 21209 State Zip code

CUST ID:0002871713
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Certificate of Status Fee: _____

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Other: _____

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					Total amount				Co. Recordation
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					Total amount		St. Rate		State Transfer
				\$	<input type="text"/>	x	Co. Rate	= \$	<input type="text"/>
					Total amount				Co. Transfer

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