

# CORPORATE CHARTER APPROVAL SHEET

**\*\* EXPEDITED SERVICE\*\*    \*\* KEEP WITH DOCUMENT \*\***

DOCUMENT CODE TCL BUSINESS CODE \_\_\_\_\_

24-03-210009658

Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_ Religious \_\_\_\_\_

Merging (Transferor) \_\_\_\_\_

Surviving (Transferee) \_\_\_\_\_



ID # 00000197 ACK # 1000362006099222  
PAGES: 0005  
RUSSELL FAMILY, LLC

03/07/2014 AT 03:30 P M0 # 0004268650

New Name \_\_\_\_\_

### FEES REMITTED

Base Fee: 20  
Org. & Cap. Fee: \_\_\_\_\_  
Expedite Fee: \_\_\_\_\_  
Penalty: \_\_\_\_\_  
State Recordation Tax: 48,455  
State Transfer Tax: 48,455  
Certified Copies \_\_\_\_\_  
Copy Fee: \_\_\_\_\_  
Certificates \_\_\_\_\_  
Certificate of Status Fee: \_\_\_\_\_  
Personal Property Filings: \_\_\_\_\_  
Mail Processing Fee: \_\_\_\_\_  
Other: Bart Co 145,364  
**TOTAL FEES: 242,294**

\_\_\_\_\_ 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 \_\_\_\_\_

4 Documents on 1 Checks

Approved By: [Signature]

Keyed By: [Signature]

COMMENT(S):

TCL's Son this and Russell Family Owings Mills LLC constitute 1 one transaction where consideration was 17,000,000. Actual breakdown between each TCL is both arbitrary and irrelevant because at the end 17,000,000 is multiplied by the same tax rates.

Code \_\_\_\_\_

Attention: \_\_\_\_\_

Mail: Name and Address  
SHAWN GOLDFARB  
RESIDENTIAL TREE SERVICE CO  
100 PAWTON HILL RD STE 250  
OWINGS MILLS MD 21117

Stamp Work Order and Customer Number HERE

CUST ID: 0003052070  
WORK ORDER: 0004268650  
DATE: 03-07-2014 03:30 PM  
AMT. PAID: \$242,294.00

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: \_\_\_\_\_

3. Name of Real Property Entity whose interest is being transferred: \_\_\_\_\_

Russel Family, LLC

4. Mailing address for Real Property Entity: 1 Olympic Place, Suite 1200, Towson, Maryland 21204

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: \$ 9,690,900.00

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

a) Maryland Real Property \$ 9,690,900.00

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: \$ 9,690,900.00

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

**Parcel 1:**

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: \$ \_\_\_\_\_

**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: 6

**11. Specify and explain any exemptions authorized by law being claimed with this filing:**

*(Attach a separate sheet if more space is required).*

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

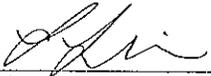
**12. Transfer and Recordation taxes paid with this filing:**

Item 7 amount: \$	<u>9,690,900</u>	x	<u>9,690,900</u>	= \$	<u>9,690,900</u>	x		= \$	<u>48,455</u>
			Item 8a amount		Total amount		Co. Rate		Co. Recordation
Item 9 amount: \$	<u>9,690,900</u>				<u>9,690,900</u>	x	<u>0.5%</u>		<u>48,455</u>
					Total amount		St. Rate		State Transfer
					<u>9,690,900</u>	x	<u>1.5</u>		<u>145,364</u>
					Total amount		Co. Rate		Co. Transfer

Total Taxes \$ 242,273

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

2/10/14  
 Date

14.) Contact information for this filing:

Lisa A. Olivieri

410-752-2468

Name

Telephone

100 Light Street, Suite 1100

Baltimore

MD 21202

Address

City

State

Zip code

Attachment to Report of Transfer of Controlling Interest for Russel Family, LLC

	County Name	SDAT Account No.	Address	Building/Improvements	Title Holder	Consideration Attributable to Parcel
1	Baltimore	01-01-12-400460	6324 Baltimore National Pike	Parking Lot	Russel Family LLC	\$279,900
2	Baltimore	19-00-012115	6338 Baltimore National Pike	Car Dealership Showroom	Russel Family LLC	\$152,000
3	Baltimore	19-00-012116	1931 Powers Lane	Parking Garage	Russel Family LLC	\$583,000
4	Baltimore	21-00-001182	1917 Powers Lane	Car Dealership Showroom	Russel Family LLC	\$5,400,000
5	Baltimore	01-05-150270	1000 Rolling Road	Parking Lot	Russel Family LLC	\$363,700
6	Baltimore	21-00-009658	9801 Reisterstown Rd	Car Dealership	Russel Family LLC	\$2,912,300

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