

CORPORATE CHARTER APPROVAL SHEET
****EXPEDITED SERVICE** ** KEEP WITH DOCUMENT ****

DOCUMENT CODE TC1 BUSINESS CODE _____
16-02-02889766
Close _____ Stock _____ Nonstock _____
P.A. _____ Religious _____
Merging (Transferor) _____


1000362004394104

ID # 00000159 ACK # 1000362004394104
PAGES: 0004
CD GATEWAY 270, LLC

10/31/2011 AT 03:56 P WO # 0004088293

Surviving (Transferee) _____

New Name _____

FEES REMITTED

Base Fee:	<u>20</u>
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:	<u>20</u>

_____	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 X Cash _____
17 Documents on 1 Checks
Approved By: A-01
Keyed By: JEB

Code _____
Attention: _____
Mail: Name and Address
DLA PIPER US LLP
6225 SMITH AVENUE
BALTIMORE MD 21209-3600

COMMENT(S):
includes 3 other
parcels

Stamp Work Order and Customer Number HERE

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

REPORT OF TRANSFER OF CONTROLLING INTEREST

Office Use Only

(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: CD Gateway 270, LLC

4. Mailing address for Real Property Entity: CD Gateway 270, LLC, 8 Campus Drive, Suite 4, Parsippany, NJ 07054-4409

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: \$ 33,120,644.16 (value of LLC interests issued in consideration)

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

a) Maryland Real Property	\$ 33,027,000.00
b) Non-Maryland Real Property	\$ 0.00
c) Cash	\$ 93,644.16
d) Securities	\$ 0.00
e) Maryland Tangible Personal Property*	\$ 0.00

*Provide SDAT personal property account # for each return: Z05161443

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:	\$ 33,120,644.16

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

Parcel 1:

Montgomery	02-02889766	SDAT Account No.	22601 Gateway Center Dr, Clarksburg MD, 20871
County Name			Address or brief description
Description of building/improvements: Research and Development			

Title holder if different from Item 3 above:

Consideration attributable to the parcel: \$ 1,521,600.00
(value of LLC interests issued in consideration)

Parcel 2.*

Montgomery County	02-03246015	SDAT Account No.	22605 Gateway Center Drive, Clarksburg, MD 20871
County Name			Address or brief description
Description of building/improvements: Research and Development			

Title holder if different from Item 3 above: CD Gateway 270, LLC (formerly known as Jaco Gateway 270, LLC)

Consideration attributable to the parcel: \$ 11,869,411.04

*If more than two parcels, attach a separate sheet and indicate total number of parcels: 4
(value of LLC interests issued in consideration)

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: \$	X	Item 8a amount	\$	Total amount	X	Co. Rate	= \$	Co. Recordation
Item 9 amount: \$			\$	Total amount	X	0.5%	= \$	State Transfer
			\$	Total amount	X	Co. Rate	= \$	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.

10/28/11
Date

Signature of authorized filer

CD GATEWAY 270 LLC

Attachment to Report of Transfer of Controlling Interest

Parcel 3:*

Montgomery 03266343 22525 Gateway Center Drive, Clarksburg, MD 20871
County Name SDAT Account No. Address or Brief Description

Description of building/improvements: Research/Development

Title holder if different from Item 3 above: CD Gateway 270, LLC (formerly known as Jaco Gateway 270, LLC)

Consideration attributable to the parcel: \$9,065,411.04
(value of LLC interests issued in consideration)

Parcel 4:*

Montgomery 03266354 22515 Gateway Center Drive, Clarksburg, MD 20871
County Name SDAT Account No. Address or Brief Description

Description of building/improvements: Research/Development

Title holder if different from Item 3 above: CD Gateway 270, LLC (formerly known as Jaco Gateway 270, LLC)

Consideration attributable to the parcel: \$10,640,811.04
(value of LLC interests issued in consideration)

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

EAST47011428.1 10/27/11