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

DOCUMENT CODE TCI BUSINESS CODE ______

16-09-00821380

Close ______ Stock ______ Nonstock ______

P.A. ______ Religious ______

Merging (Transferor) ______

Surviving (Transferee) ______

1000362005052131

ID # 00000175 ACK # 1000362005052131
PAGES: 0007
CH REALTY III/GAITHERSTOWNE INVESTORS, L.L.C.

06/24/2013 AT 02:36 P WO # 0004158185

New Name ______

FEES REMITTED

Base Fee:	20
Org. & Cap. Fee:	
Expedite Fee:	
Penalty:	
Montgomery County ~~State~~ Recordation Tax:	127,330
State Transfer Tax:	64,440
Certified Copies	
Copy Fee:	
Certificates	
Certificate of Status Fee:	
Personal Property Filings:	
Mail Processing Fee:	
Other: Montgomery County Transfer Tax	128,880
TOTAL FEES:	320,670

Credit Card ______ Check ✓ Cash ______

1 Documents on 2 Checks

Approved By: 14

Keyed By:

COMMENT(S):

______ 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

FIRST AMERICAN TITLE INSURANCE COMPANY N
STE 2700
30 N LASALLE ST
CHICAGO IL 60602

Stamp Work Order and Customer Number HERE

CUST ID:0002941605
WORK ORDER:0004158185
DATE:06-24-2013 02:36 PM
AMT. PAID:$320,670.00

Maryland State Department of Assessments & Taxation

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: October 5, 2010

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

CH Realty III/Gaitherstowne Investor, L.L.C.

4. Mailing address for Real Property Entity: c/o Kimco Realty Corporation

3333 New Hyde Park Road, New Hyde Park, NY 11042

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: $ 12,888,015.00

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

a) Maryland Real Property	$ 15,162,370.80
b) Non-Maryland Real Property	$ 0.00
c) Cash	$ 0.00
d) Securities	$ 0.00
e) Maryland Tangible Personal Property*	$ 0.00

*Provide SDAT personal property account # for each return:

f) Non-Maryland Tangible Personal Property	$ 0.00
g) Other: Attach description and method of valuation	$

9. Gross value of Real Property Entity assets: $ 15,162,370.80

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

Parcel 1:

Montgomery	09-00821380	300 N. Frederick, Gaithersburd, MD
County Name	SDAT Account No.	Address or brief description

Description of building/improvements: retail shopping center

Title holder if different from Item 3 above: CH Realty III/Gaitherstowne, L.L.C.

Consideration attributable to the parcel: $ ~~15,162,370.80~~ 12,888,015.00

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) Please See Attached

12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: $ 12,888,015 x 15,162,371 (Item 8a amount) = $ 12,888,015 (Total amount) x ____ (Co. Rate) = $ 127,330 (Co. Recordation)

Item 9 amount: $ 15,162,371

$ 12,888,015 (Total amount) x 0.5% (St. Rate) = $ 64,440 (State Transfer)

$ 12,888,015 (Total amount) x 1% (Co. Rate) = $ 128,880 (Co. Transfer)

Total Taxes $ 320,650

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.

CH REALTY III/GAITHERSTOWNE INVESTOR, L.L.C.
By: KIM-BIG 2 JV LP, its sole member
By: KIM-BIG 2 JV GP, Inc., its general partner
By: [signature]

Signature of authorized filer
Michael E. Parry
Vice President

April 30, 2013
Date

14.) Contact information for this filing:

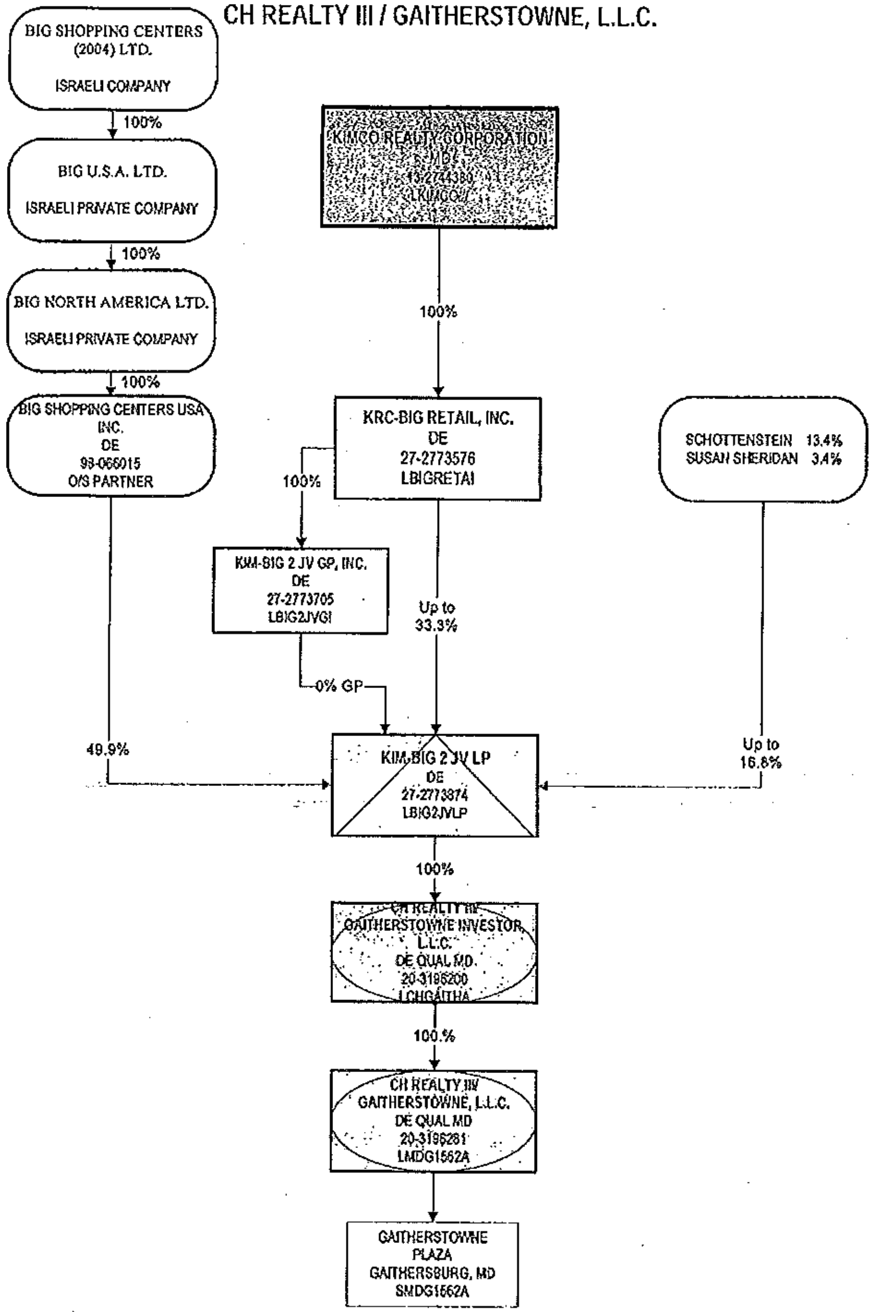
Kathy Gazerro	516-869-2527
Name	Telephone

3333 New Hyde Park Road	New Hyde Park	NY	11042
Address	City	State	Zip code

EXPLANATORY STATEMENT IN SUPPORT OF REPORT OF TRANSFER OF CONTROLLING INTEREST

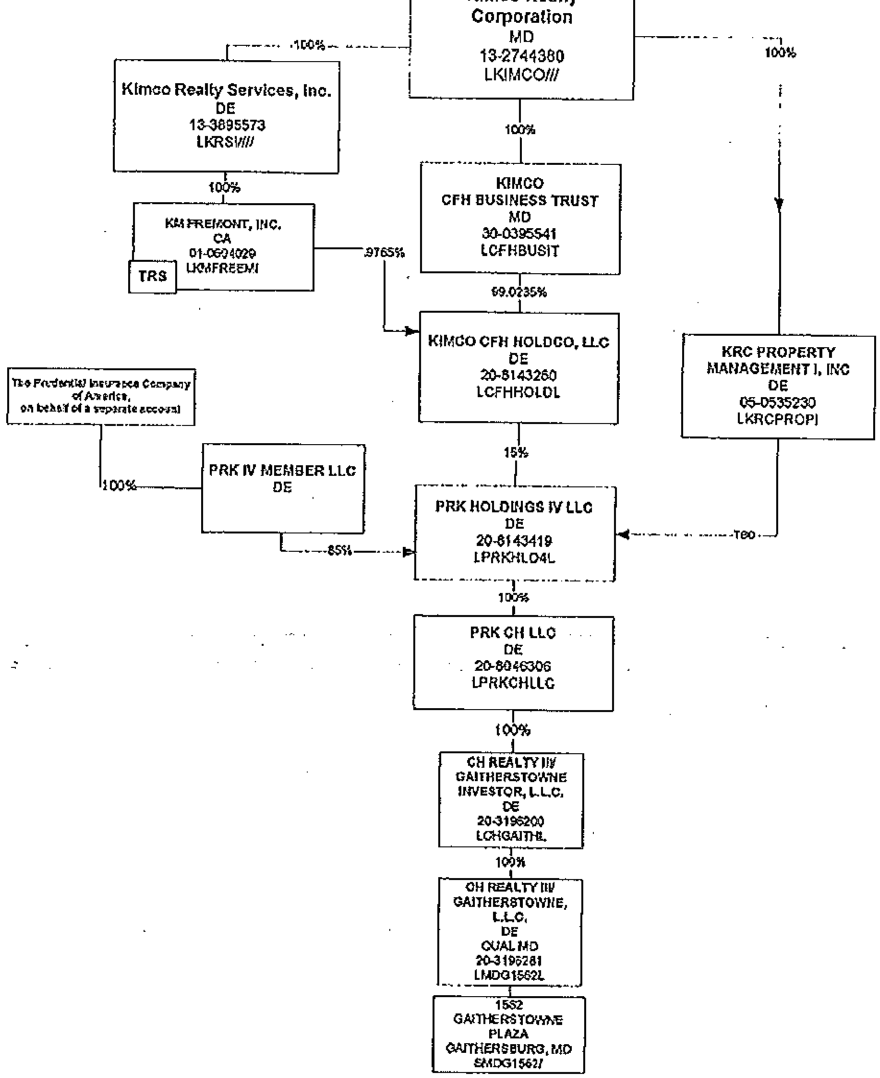
On October 5, 2010, PRK CH LLC ("***Seller***"), which is indirectly owned by, through various entities, each of Kimco Realty Corporation ("***Kimco***") and the Prudential Insurance Company of America ("***Prudential***"), sold, 100% of the membership interests in CH Realty III/Gaitherstowne Investor, L.L.C. ("***Transferred Entity***") to KIM-BIG 2 JV LP (the "***Buyer***"), which is indirectly owned by, through various entities, each of Kimco, BIG Shopping Centers USA, Inc., Schottenstein Realty LLC and Susan Sheridan (collectively, the "***Transaction***"). The relevant ownership relationships substantiating Kimco's and Prudential's initial ownership interests in Seller, as they existed prior to any transfers, are set forth on the attached chart (the "***Before Chart***"). Upon completion of the Transaction, Kimco owns, directly or indirectly, 33.3% of the Transferred Entity (of which 15% of the membership interests in Transferred Entity were owned, directly or indirectly, by Kimco prior to the Transaction). The details of the post-Transaction ownership structure are shown on the attached "***After Chart***". The net effect of the Transaction is that the Transferred Entity will be transferred from Seller to Buyer, an entity in which Kimco, directly or indirectly, continues to own not less than 15% of the Transferred Entity. Accordingly the Transaction as a whole qualifies as a transfer of 85% of the Transferred Entity and therefore the Transfer and Recording taxes paid with this filing are based on the total consideration for the controlling interest of the Transferred Entity of $12,888,015.00.

CH REALTY III / GAITHERSTOWNE, L.L.C.



TRANSFERRED FROM
SECTION 2A 10/5/2010

CH REALTY III/GAITHERSTOWNE, L.L.C.



CUST ID:0002941605
WORK ORDER:0004158185
DATE:06-24-2013 02:36 PM
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28U