

CORPORATE CHARTER APPROVAL SHEET

**** EXPEDITED SERVICE ****

**** KEEP WITH DOCUMENT ****

DOCUMENT CODE TCI BUSINESS CODE _____

16-13-02897551

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



1000362005548443

Affix Barcode Label Here

ID # 00000183 ACK # 1000362005548443

PAGES: 0004

CITY PLACE AIR RIGHTS, LLC

09/26/2013 AT 10:04 A WO # 0004207625

New Name _____

FEES REMITTED

Base Fee: 20
 Org. & Cap. Fee: _____
 Expedite Fee: _____
 Penalty: _____
 State Recordation Tax: 23,450
 State Transfer Tax: 12,550
 Certified Copies _____
 Copy Fee: _____
 Certificates _____
 Certificate of Status Fee: _____
 Personal Property Filings: _____
 Mail Processing Fee: _____
 Other: County Transfer Tax / Montgomery 25000
 TOTAL FEES: 60,970

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 _____

Documents on _____ Checks

Approved By: 14

Keyed By: SA

COMMENT(S):

Related transfer interest
 of City Place Air Rights, LLC

35% + 65%

Code _____

Attention: _____

Mail: Name and Address

Silver Spring Retail JV, LLC

1919 West Street

Suite 100

Annapolis, MD 21401

Stamp Work Order and Customer Number HERE

CUST ID: 0002991045
 WORK ORDER: 0004207625
 DATE: 10-17-2013 09:43 AM
 AMT. PAID: \$60,970.00

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: September , 2013

3. Name of Real Property Entity whose interest is being transferred: City Place Air Rights, LLC

(NOTE: This report relates to the transfer of a 65% interest in City Place Air Rights, LLC)

4. Mailing address for Real Property Entity: c/o Dierman Realty Group, LLC, 1313 Dolley Madison Boulevard,
Suite 401, McLean, Virginia 221015. 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: \$ 2,500,000.00

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

a) Maryland Real Property	\$ 2,500,000.00
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	\$ 0.00

9. Gross value of Real Property Entity assets: \$ 2,500,000.00

10. Real property in Maryland directly or beneficially owned by the Real Property Entity:**Parcel 1:**

Montgomery 13-02897551 8645 Colesville Road, Silver Spring, MD
 County Name SDAT Account No. Address or brief description
 Description of building/improvements: None
 Title holder if different from Item 3 above:
 Consideration attributable to the parcel: \$ 2,500,000.00

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).

12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: \$	2,500,000	x	2,500,000	= \$	2,500,000	x		= \$	23,450
			Item 8a amount		Total amount		Co. Rate		Co. Recordation
Item 9 amount: \$	2,500,000			\$	2,500,000	x	0.5%	= \$	12,500
				\$	Total amount		St. Rate		State Transfer
				\$	2,500,000	x	1%	= \$	25,000
					Total amount		Co. Rate		Co. Transfer

Total Taxes \$ 60,950

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

Date

9-24-13

14.) Contact information for this filing:

Susan Matejcak - Jones, Day

312/269-4305

Name

Telephone

77 West Wacker Drive

Chicago

IL

60601-1692

Address

City

State

Zip code

CUST ID:0002991045
WORK ORDER:0004207625
DATE:10-17-2013 09:43 AM
AMT. PAID:\$60,970.00