

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

DOCUMENT CODE TC1 BUSINESS CODE _____

13-01-043072



Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

ID # 00000219 ACK # 1000362006561809
 PAGES: 0005
 HARFORD SANDS, INC.

Surviving (Transferee) _____

06/11/2014 AT 03:39 P M O N 0004316581

New Name _____

FBES REMITTED

Base Fee: <u>20</u>	Change of Name
Org. & Cap. Fee: _____	Change of Principal Office
Expedite Fee: _____	Change of Resident Agent
Penalty: _____	Change of Resident Agent Address
State Recordation Tax: <u>13,800</u>	Resignation of Resident Agent
State Transfer Tax: <u>10,000</u>	Designation of Resident Agent and Resident Agent's Address
Copy Fee: _____	Change of Business Code
Certificate of Status Fee: _____	Adoption of Assumed Name
Personal Property Filings: _____	Other Change(s)
Mail Processing Fee: _____	
Other: <u>20,000</u>	
TOTAL FBES: <u>43,820</u>	

Credit Card _____ Check Cash _____ Code _____

Documents on _____ Checks _____

Approved By: A-01

Keyed By: _____

COMMENT(S):

Attention: _____
 Mail: Name and Address
Michael Fellerman
Linowes & Blocher
7200 Wisconsin Ave #800
Bethesda MD 20814-4842

Stamp Work Order and Customer Number HERE

CUST ID: 0003100001
 WORK ORDER: 0004316581
 DATE: 06-11-2014 03:39 PM
 AMT. PAID: \$43,820.00

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: May 9, 2014

3. Name of Real Property Entity whose interest is being transferred: Harford Sands, Inc.

4. Mailing address for Real Property Entity: 40 Fort Hoyle Road, Joppa, Maryland 21085

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: \$ 2,900,000.00

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

a) Maryland Real Property	\$ <u>2,000,000.00</u>
b) Non-Maryland Real Property	\$ _____
c) Cash	\$ _____
d) Securities	\$ _____
e) Maryland Tangible Personal Property*	\$ <u>150,000.00</u>

*Provide SDAT personal property account # for each return:

f) Non-Maryland Tangible Personal Property	\$ _____
g) Other: Attach description and method of valuation	\$ <u>750,000.00</u>

9. Gross value of Real Property Entity assets: \$ 2,900,000.00

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

Parcel 1:

Harford 01-043072 40 Fort Hoyle Road, Joppa, MD 21085 (Sand and gravel pit)
 County Name SDAT Account No. Address or brief description

Description of building/improvements: n/a

Title holder if different from Item 3 above: n/a

Consideration attributable to the parcel: \$ 2,000,000.00

Parcel 2:*

Harford 01-043080 non-exclusive easement located at 40 Fort Hoyle Road, Joppa, MD 21085
 County Name SDAT Account No. Address or brief description

Description of building/improvements: n/a

Title holder if different from Item 3 above: n/a

Consideration attributable to the parcel: \$ 0.00

*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).

n/a

12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: \$ 2,900,000	x 2,000,000	= \$ 2,000,000	x 0.69%	= \$ 13,800
	Item 8a amount	Total amount	Co. Rate	Co. Recordation
Item 9 amount: \$ 2,900,000		\$ 2,000,000	x 0.5%	= \$ 10,000
		Total amount	St. Rate	State Transfer
		\$ 2,000,000	x 1.0%	= \$ 20,000
		Total amount	Co. Rate	Co. Transfer

Total Taxes \$ 43,800.00

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 contained 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

5/29/2014
 Date

14.) Contact information for this filing:

Michael Fellerman		301-961-5171		
Name		Telephone		
Linowes & Blocher LLP, 7200 Wisconsin Ave.	Bethesda	Maryland	20814	
Address	City	State	Zip code	

Valuation Allocation for Purchase of Controlling Interest

Cash on B/S ^(a)	\$ 70,844.87
A/R on B/S ^(a)	\$ 161,387.52
Equipment ^(b)	\$ 150,000.00
CD held at Harford National Bank ^(c)	\$ 91,875.00
MDE License ^(d)	\$ 250,000.00
Estimated Goodwill ^(e)	\$ 175,692.61
Net Value of Real Estate	\$ 2,000,000.00
	<hr/>
Purchase Price	\$ 2,900,000.00

(a) Balance Sheet as of 4/28/2014.

(b) Equipment value based on estimated market value of equipment owned by the Company.

(c) Balance based on initial deposit on 3/19/1997. Interest income not included.

(d) Estimated value based on legal, environmental, and other professional services required to attain a new license from MDE.

(e) Goodwill includes value of the ongoing concern of the business, customer list, and other intangible assets.

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