

CORPORATE CHARTER APPROVAL SHEET

** KEEP WITH DOCUMENT **

DOCUMENT CODE TCI BUSINESS CODE _____

03-14-02-0343-020

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



1000362004959039

ID # 00000171 ACK # 1000362004959039
PAGES: 0004
MARLBOROUGH REVITALIZATION LIMITED PART
NERSHIP, A MARYLAND LIMITED PARTNERSHIP

06/04/2013 AT 03:11 P W0 # 0004148840

New Name _____

FEES REMITTED

Base Fee: 20

Org. & Cap. Fee: _____

Expedite Fee: _____

Penalty: _____

County State Recordation Tax: 25,415

State Transfer Tax: 12,207

Certified Copies _____

Copy Fee: _____

Certificates _____

Certificate of Status Fee: _____

Personal Property Filings: _____

Mail Processing Fee: _____

Other: County Transfer 38,121

Tax (Baltimore city) 76,263.00
TOTAL FEES: 76,263.00

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: [Signature]

Keyed By: [Signature]

COMMENT(S):

Code _____

Attention: _____

Mail: Name and Address

KEATING MUETHING & KLEKAMPL PLL
ATTN LISA VOGEL
STE 1400
1 E 4TH ST
CINCINNATI OH 45202

Stamp Work Order and Customer Number HERE

CUST ID:0002932260
WORK ORDER:0004148840
DATE:06-04-2013 03:11 PM
AMT. PAID:\$76,263.00

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: April 12, 2013

3. Name of Real Property Entity whose interest is being transferred: Marlborough Revitalization
Limited Partnership, a Maryland limited partnership

4. Mailing address for Real Property Entity: 6060 Poplar Avenue, Suite 425, Memphis, TN 38119

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: \$ 3,051,456.00

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

a) Maryland Real Property	\$ <u>5,205,500.00</u>
b) Non-Maryland Real Property	\$ _____
c) Cash	\$ <u>861,584.00</u>
d) Securities	\$ _____
e) Maryland Tangible Personal Property*	\$ <u>183,205.00</u>

*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: \$ 6,250,289.00

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

Parcel 1:

Baltimore City 03-14-02-0343-020 1701-1719 Eutaw Place, Baltimore MD 21217-3765
 County Name SDAT Account No. Address or brief description

Description of building/improvements: Apartments

Title holder if different from Item 3 above: Marlborough Revitalization Limited Partnership

Consideration attributable to the parcel: \$ 3,051,456.00

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). NONE

12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: \$	3,051,456	x	5,205,500	= \$	2,541,379	x	/500X5	= \$	25,415
Item 9 amount: \$	6,250,289		Item 8a amount		Total amount		Co. Rate		Co. Recordation
					\$ 2,541,379	x	0.5%	= \$	12,707
					Total amount		St. Rate		State Transfer
					\$ 2,541,379	x	1.5	= \$	38,121
					Total amount		Co. Rate		Co. Transfer

Total Taxes \$ 76,243 76,263

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

4-19-13

14.) Contact information for this filing:

James Carmichael	415.572.4511
Name	Telephone
6060 Poplar Avenue, suite 425	Memphis TN 38119
Address	City State Zip code

CUST ID:0002932260
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