

# CORPORATE CHARTER APPROVAL SHEET

\*\*EXPEDITED SERVICE\*\*

\*\* KEEP WITH DOCUMENT \*\*

DOCUMENT CODE 101 BUSINESS CODE \_\_\_\_\_

17-09-0939363

Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_ Religious \_\_\_\_\_

Merging (Transferor) \_\_\_\_\_

Surviving (Transferee) \_\_\_\_\_



ID # 00000101 ACK # 1000362002499533  
PAGES: 0004  
PV REALTY-CLINTON, LLC

11/14/2011 AT 08:07 A WO # 0003884699

New Name \_\_\_\_\_

### FEES REMITTED

Base Fee: 20  
Org. & Cap. Fee: \_\_\_\_\_  
Expedite Fee: \_\_\_\_\_  
Penalty: \_\_\_\_\_  
State Recordation Tax: 100,500  
State Transfer Tax: 100,500  
Certified Copies \_\_\_\_\_  
Copy Fee: \_\_\_\_\_  
Certificates \_\_\_\_\_  
Certificate of Status Fee: \_\_\_\_\_  
Personal Property Filings: \_\_\_\_\_  
Mail Processing Fee: \_\_\_\_\_  
Other: PGC IT 281,400  
TOTAL FEES: 482,420

\_\_\_\_\_ 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  
 Stewart Title Guaranty Company  
401 E. Pratt St.  
Suite 611  
Baltimore, MD 21202

Stamp Work Order and Customer Number HERE

CUST ID: 0002668119  
WORK ORDER: 0003884699  
DATE: 11-14-2011 08:07 AM  
AMT. PAID: \$482,420.00

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: October 31, 2011

3. Name of Real Property Entity whose interest is being transferred: PV Realty-Clinton, LLC

4. Mailing address for Real Property Entity: 921 East Fort Avenue, Suite 240, Baltimore, MD 21230

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: \$ 20,100,000.00

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

- a) Maryland Real Property \$ 20,100,000.00
- b) Non-Maryland Real Property \$ \_\_\_\_\_
- c) Cash \$ \_\_\_\_\_
- d) Securities \$ \_\_\_\_\_
- e) Maryland Tangible Personal Property\* \$ \_\_\_\_\_

\*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: \$ 20,100,000.00

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

**Parcel 1:**

Prince George's                      09-0939363                      9211 Stuart Lane, Clinton, MD 20735  
 County Name                      SDAT Account No.                      Address or brief description  
 Description of building/improvements: Clinton Nursing and Rehabilitation Center; 278 Licensed Beds  
 Title holder if different from Item 3 above: \_\_\_\_\_  
 Consideration attributable to the parcel: \$ 20,100,000.00

**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: \$	<u>20,100,000</u>	x	<u>20,100,000</u>	= \$	<u>20,100,000</u>	x	<u>.5%</u>	= \$	<u>100,500</u>
			Item 8a amount		Total amount		Co. Rate		Co. Recordation
Item 9 amount: \$	<u>20,100,000</u>				<u>20,100,000</u>	x	<u>0.5%</u>		<u>100,500</u>
					Total amount		St. Rate		State Transfer
					<u>20,100,000</u>	x	<u>1.4%</u>		<u>281,400</u>
					Total amount		Co. Rate		Co. Transfer

Total Taxes                      \$ 482,420  
 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.**

                      October 31, 2011  
 Signature of authorized filer                      Date

14.) Contact information for this filing:

Stephen P. Bellone		(410) 625-1502		
Name		Telephone		
921 East Fort Avenue, Suite 240	Baltimore	MD	21230	
Address	City	State	Zip code	

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