

CORPORATE CHARTER APPROVAL SHEET

EXPEDITED SERVICE

** KEEP WITH DOCUMENT **

DOCUMENT CODE TCI BUSINESS CODE _____

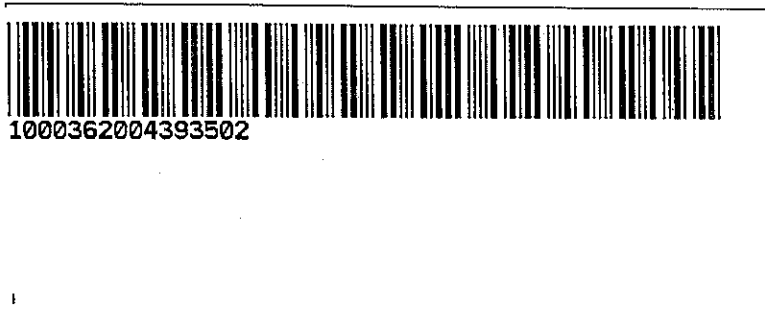
14-01-275186

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



ID # 00000147 ACK # 1000362004393502
PAGES: 0004
TROY HILL II LLC

10/31/2011 AT 03:53 P WO # 0004088293

New Name _____

FEES REMITTED

Base Fee: 20
Org. & Cap. Fee: _____
Expedite Fee: _____
Penalty: _____
State Recordation Tax: _____
State Transfer Tax: _____
Certified Copies _____
Copy Fee: _____
Certificates _____
Certificate of Status Fee: _____
Personal Property Filings: _____
Mail Processing Fee: _____
Other: _____

TOTAL FEES: 20

Credit Card _____ Check X Cash _____

17 Documents on 1 Checks

Approved By: JOB A-01

Keyed By: JOB

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

DLA PIPER US LLP
6225 SMITH AVENUE
BALTIMORE MD 21209-3600

Stamp Work Order and Customer Number HERE

CUST ID: 0002871713
WORK ORDER: 0004088293
DATE: 02-05-2013 01:07 PM
AMT. PAID: \$340.00

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: 10/1/2011

3. Name of Real Property Entity whose interest is being transferred: Troy Hill II LLC

4. Mailing address for Real Property Entity: c/o Cushman & Wakefield, 500 East Pratt Street, Suite 500, Baltimore, MD 21202

Attn: Adreinne Lee, Baltimore, MD 21202

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: \$ 15,276,100.00
(value of LLC interests issued in consideration)

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

- a) Maryland Real Property \$ 15,276,100.00
- 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:
Z04424867

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: \$ 15,276,100.00

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

Parcel 1:

Howard County Name 01-275186 SDAT Account No. 7045 Troy Hill Drive, Elkridge MD, 21075
 Address or brief description

Description of building/improvements: Warehouse/Distribution

Title holder if different from Item 3 above: _____

Consideration attributable to the parcel: \$ 15,276,100.00
 (value of LLC interests issued in consideration)

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).

_____ The ownership interests in the transferee business entity are held by the same persons and in the same proportion as in the real property entity the controlling interest of which was transferred. Exempt under Tax Property Article, Sec. 12-117(c)(3)

12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: \$	<input type="checkbox"/>	X	= \$		X	= \$
				Total amount	Co. Rate	Co. Recordation
Item 9 amount: \$	<input type="checkbox"/>	X	= \$		0.5%	= \$
				Total amount	St. Rate	State Transfer
				Total amount	Co. Rate	Co. Transfer

Total Taxes \$ _____
 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

10/22/11
 Date

14.) Contact information for this filing:

Paul B. Myers, Esq.	410-580-4822
Name	Telephone
c/o DLA Piper LLP (US), 6225 Smith Avenue,	Baltimore
Address	City
	State
	MD
	Zip code
	21209

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