

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

DOCUMENT CODE TC1 BUSINESS CODE \_\_\_\_\_  
 # 04-09-2200018600  
 Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_  
 P.A. \_\_\_\_\_ Religious \_\_\_\_\_  
 Merging (Transferor) \_\_\_\_\_



ACTIVE DOCUMENTS TOTAL VALUE  
 ID # 00000068 ACK # 1000362000266488  
 PAGES: 0006  
 WTRF PERRING, LLC  
  
 08/03/2010 AT 02:01 P WD # 0003586746

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

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

**FEES REMITTED**

Base Fee: 20  
 Org. & Cap. Fee: \_\_\_\_\_  
 Expedite Fee: \_\_\_\_\_  
 Penalty: \_\_\_\_\_  
 State Recordation Tax: 47,937.50  
 State Transfer Tax: 47,937.50  
 Certified Copies \_\_\_\_\_  
 Copy Fee: \_\_\_\_\_  
 Certificates \_\_\_\_\_  
 Certificate of Status Fee: \_\_\_\_\_  
 Personal Property Filings: \_\_\_\_\_  
 Mail Processing Fee: \_\_\_\_\_  
 Other: Bq. Co TT 143,812.50  
**TOTAL FEES: 239,707.50**

\_\_\_\_\_ 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 X Cash \_\_\_\_\_  
 \_\_\_\_\_ Documents on \_\_\_\_\_ Checks

Code 048  
 Attention: Rich Levine  
 Mail: Name and Address

Approved By: [Signature] A-01  
 Keyed By: [Signature]  
 COMMENT(S):

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

MD RPE owns 25%  
interest 9 separate  
parcels

Stamp Work Order and Customer Number HERE

CUST ID: 0002470166  
 WORK ORDER: 0003586746  
 DATE: 08-19-2010 01:10 PM  
 AMT. PAID: \$239,707.50

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: 07/30/10 ~~XXXXXXXXXXXX~~

3. Name of Real Property Entity whose interest is being transferred: WTRF Perring, LLC

4. Mailing address for Real Property Entity: 1427 Clarkview Road, Baltimore, MD 21209

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: \$ 10,174,690.71

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

- a) Maryland Real Property \$ 9,587,500.00
- b) Non-Maryland Real Property \$ 0.00
- c) Cash \$ 419,392.23
- d) Securities \$ 0.00
- e) Maryland Tangible Personal Property\* \$ 0.00

\*Provide SDAT personal property account # for each return:  
~~W06063424~~ W06063424

- f) Non-Maryland Tangible Personal Property \$ \_\_\_\_\_
- g) Other: Attach description and method of valuation \$ 167,798.48

9. Gross value of Real Property Entity assets: \$ 10,174,690.71

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

**Parcel 1:**

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: \$ 9,587,500.00

**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).

\_\_\_\_\_  
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:	\$	<u>10,174,691</u>	x	<u>9,587,500</u>	= \$	<u>9,587,500</u>	x	<u>0.5%</u>	= \$	<u>47,937.50</u>
				Item 8a amount		Total amount		Co. Rate		Co. Recordation
Item 9 amount:	\$	<u>10,174,691</u>				<u>9,587,500</u>	x	<u>0.5%</u>	= \$	<u>47,937.50</u>
						Total amount		St. Rate		State Transfer
						<u>9,587,500</u>	x	<u>1.5%</u>	= \$	<u>143,812.50</u>
						Total amount		Co. Rate		Co. Transfer

Total Taxes \$ 239,707.50

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]*  
Signature of authorized filer

07/30/10  
Date

14.) Contact information for this filing:

<u>Richard E. Levine</u>	<u>410-580-4400</u>
Name	Telephone
<u>c/o DLA Piper LLP (US) 6225 Smith Avenue, Baltimore,</u>	<u>MD 21209</u>
Address	City State Zip code

**Addendum to Report of Transfer of Controlling Interest**

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

Parcel 1:

County Name	SDAT Account No.	Address or brief description
Baltimore County	09-2200018599 09-2200018600 09-2200018601 09-2200018602 09-1600007179 09-1600007180 09-1600007727 09-1600007728 09-1600007729	Waltham Wood Road/Kenilworth and Perring Park

ATTACHMENT TO REPORT  
OF TRANSFER OF CONTROLLING INTEREST  
WTRF PERRING, LLC

Other Assets:

Accounts Receivable*	\$20,426.31
Prepaid Expenses (taxes and insurance)	<u>\$147,372.17</u>
Total Other Assets	\$167,798.48

\*Of 59 days or less. Accounts receivable of 60 days or more determined to be worthless.

CUST ID:0002470166  
WORK ORDER:0003686746  
DATE:08-18-2010 01:10 PM  
AMT. PAID:\$239,707.50