

CORPORATE CHARTER APPROVAL SHEET

EXPEDITED SERVICE

** KEEP WITH DOCUMENT **

DOCUMENT CODE CI BUSINESS CODE _____

08-03-037991



1000362002802595

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

ID # 00000109 ACK # 1000362002802595
PAGES: 0004
ELKTON SENIOR APARTMENTS LLC

01/20/2012 AT 11:29 A WO # 0003916969

Surviving (Transferee) _____

New Name _____

FEES REMITTED

| | |
|----------------------------|---------------|
| Base Fee: | <u>20</u> |
| Org. & Cap. Fee: | _____ |
| Expedite Fee: | _____ |
| Penalty: | _____ |
| State Recordation Tax: | <u>39569</u> |
| State Transfer Tax: | <u>24126</u> |
| Certified Copies | _____ |
| Copy Fee: | _____ |
| Certificates | _____ |
| Certificate of Status Fee: | _____ |
| Personal Property Filings: | _____ |
| Mail Processing Fee: | _____ |
| Other: | _____ |
| TOTAL FEES: | <u>63,715</u> |

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

Approved By: SA 101

Keyed By: SA

COMMENT(S):

Cecil

Code _____

Attention: _____

Mail: Name and Address

JDF LLC
340 Pembroke Rd
Greenwich, CT 06831

Stamp Work Order and Customer Number HERE

CUST ID:0002700389
WORK ORDER:0003916969
DATE:01-27-2012 10:45 AM
AMT. PAID:\$63,715.00

REPORT OF TRANSFER OF CONTROLLING INTEREST

(Please read the instructions below before completing this form)

Office Use Only

RECEIVED
DEPARTMENT OF
ASSESSMENTS & TAXATION
2012 JAN 20 A 11:29

1. Type of filing: Regular Permissive

2. Date of final transfer: January 13, 2012

3. Name of Real Property Entity whose interest is being transferred: Elkton Senior Apartments LLC

4. Mailing address for Real Property Entity: c/o Ingerman GP/MM, LLC, 725 Cuthbert Blvd., Cherry Hill, NJ 08002

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: \$ 4,825,218.00

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

- a) Maryland Real Property \$ 4,825,218.00
- 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: \$ 4,825,218.00

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

Parcel 1:

Cecil 03-037991 145 E. High St., Elkton, MD 21921
 County Name SDAT Account No. Address or brief description
 Description of building/improvements: Currently vacant lot; 60-unit multifamily residential building to be constructed
 Title holder if different from Item 3 above: _____
 Consideration attributable to the parcel: \$ 4,825,218.00

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). N/A

12. Transfer and Recordation taxes paid with this filing:

| | | | | | | | | | |
|-------------------|------------------|---|------------------|------|------------------|---|--------------|------|-----------------|
| Item 7 amount: \$ | <u>4,825,218</u> | x | <u>4,825,218</u> | = \$ | <u>4,825,218</u> | x | <u>0.82%</u> | = \$ | <u>39,569</u> |
| | | | Item 8a amount | | Total amount | | Co. Rate | | Co. Recordation |
| Item 9 amount: \$ | <u>4,825,218</u> | | | \$ | <u>4,825,218</u> | x | <u>0.5%</u> | = \$ | <u>24,126</u> |
| | | | | \$ | Total amount | | St. Rate | | State Transfer |
| | | | | \$ | <u>4,825,218</u> | x | <u>0</u> | = \$ | <u>0</u> |
| | | | | | Total amount | | Co. Rate | | Co. Transfer |

Total Taxes \$ 63,695

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.

W J NO
 Signature of authorized filer

1/13/12
 Date

14.) Contact information for this filing:

| | | | |
|--------------------|----------------|-------|----------|
| M. Brad Ingerman | (856) 662-1730 | | |
| Name | Telephone | | |
| 725 Cuthbert Blvd. | Cherry Hill | NJ | 08002 |
| Address | City | State | Zip code |

CUST ID:0002700389
WORK ORDER:0003916969
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