

DOCUMENT CODE TC1 BUSINESS CODE \_\_\_\_\_

# 04-0.8-1800009481

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

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

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

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



ID # 00000001 ACK # 1000362002001875  
PAGES: 0005  
STAG III SPARKS, LLC

05/23/2011 AT 11:30 A M O N 0003833362

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

**FEES REMITTED**

Base Fee:	<u>20</u>	Change of Name
Org. & Cap. Fee:	_____	Change of Principal Office
Expedite Fee:	_____	Change of Resident Agent
Penalty:	_____	Change of Resident Agent Address
State Recordation Tax:	<u>17383</u>	Resignation of Resident Agent
State Transfer Tax:	<u>17383</u>	Designation of Resident Agent and Resident Agent's Address
Certified Copies	_____	Change of Business Code
Certificates	_____	Adoption of Assumed Name
Certificate of Status Fee:	_____	_____
Personal Property Filings:	_____	_____
Mail Processing Fee:	_____	_____
<u>Be 1150.77</u> Other:	<u>52148</u>	Other Change(s)
TOTAL FEES:	<u>86,973</u>	_____

Credit Card \_\_\_\_\_ Check X Cash \_\_\_\_\_ Code 040

1 Documents on 2 Checks Attention: \_\_\_\_\_

Approved By: SA A '01 Mail: Name and Address

Keyed By: SA DLR PIPER US LLP

COMMENT(S): \_\_\_\_\_ 6225 SMITH AVENUE

\_\_\_\_\_ BALTIMORE MD 21209-3600

Stamp Work Order and Customer Number HERE

CUST ID: 0002016762  
 WORK ORDER: 0003833362  
 DATE: 07-13-2011 02:42 PM  
 AMT. PAID: \$86,933.00

Office Use Only

RECEIVED  
APR 23 4:11:30  
DEPARTMENT OF ASSESSMENTS & TAXATION

# REPORT OF TRANSFER OF CONTROLLING INTEREST

(Please read the instructions below before completing this form)

1. Type of filling:  Regular  Permissive

2. Date of final transfer: April 20, 2011

3. Name of Real Property Entity whose interest is being transferred: STAG III Sparks, LLC

4. Mailing address for Real Property Entity: 11019 McCormick Road, Hunt Valley, Maryland, 21031

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: \$ 3,476,500.00

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

- a) Maryland Real Property \$ 3,476,500.00
- 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: \$ 3,476,500.00

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

**Parcel 1:**

Baltimore 08-1800009481 15 Loveton Circle, Sparks, Maryland  
 County Name SDAT Account No. Address or brief description  
 Description of building/improvements: 32,604 SF commercial/industrial property

Title holder if different from Item 3 above: ECOLAIR LLC now known as STAG III Sparks, LLC

Consideration attributable to the parcel: \$ 3,476,500.00

**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).

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**12. Transfer and Recordation taxes paid with this filing:**

Item 7 amount: \$	<u>3,476,500</u>	x	<u>3,476,500</u>	= \$	<u>3,476,500</u>	x	<u>0.5%</u>	= \$	<u>17,383</u>	
			Item 8a amount		Total amount		Co. Rate		Co. Recordation	
Item 9 amount: \$	<u>3,476,500</u>				\$	<u>3,476,500</u>	x	<u>0.5%</u>	= \$	<u>17,383</u>
					Total amount		St. Rate		State Transfer	
					\$	<u>3,476,500</u>	x	<u>1.5%</u>	= \$	<u>52,148</u>
					Total amount		Co. Rate		Co. Transfer	

Total Taxes \$ 86,913

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.

See attached  
 Signature of authorized filer

May 19, 2011  
 Date

**TRANSFEROR:**

STAG Investments III, LLC, a Delaware limited liability company


By: STAG Manager III, LLC, its manager

By:   
Name: Benjamin S. Butcher  
Title: President

**TRANSFeree:**

STAG Industrial Operating Partnership, L.P., a Delaware limited partnership

By: STAG Industrial GP, LLC, a Delaware limited liability company, its general partner

By:   
Name: Benjamin S. Butcher  
Title: President

14.) Contact information for this filing:

Barbara H. Chuang, Esq.

617-406-6000

Name		Telephone	
DLA Piper LLP (US), 33 Arch Street, 26th Floor	Boston	MA	02110
Address		City	State Zip code

CUST ID: 0002616782  
WORK ORDER: 000383362  
DATE: 07-13-2011 02:42 PM  
DWT BATH. CLK 011 00