



**Rosenberg
Martin
Greenberg** LLP

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July 9, 2021

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

302778

Cynthia T. Brown, Chief
Section of Administration, Office Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

ENTERED
Office of Proceedings
July 26, 2021
Part of
Public Record



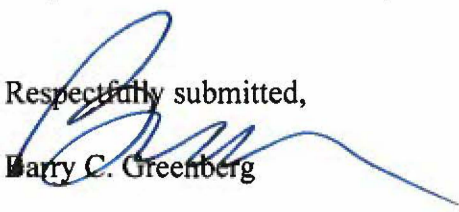
Re: Canton Railroad Company – Abandonment – In Baltimore City, MD, Docket No. AB-193 (Sub-No. 3X) (the “Proceeding”)

Dear Ms. Brown:

In accordance with the Surface Transportation Board’s Policy Statement dated April 23, 2008, STB Ex Parte No. 678 (the “Policy Statement”), enclosed, please find deed (the “Deed”) between RFP Haven Street, LLC, as “Seller”, and Brewers Rock, LLC, as “Purchaser” whereby Seller conveyed certain property to Purchaser which was the subject of the above-referenced Proceeding. As required by the Policy Statement, the Deed evidences the Purchaser’s agreement to be bound by the salvage conditions set forth in the above-referenced Proceeding. Please note, the transfer of the property from the Seller to the Purchaser occurred on September 4, 2020.

Please acknowledge receipt and filing of this letter by date stamping the enclosed acknowledgment copy and returning the same to my attention in the return envelope enclosed herein. If there are any questions about this matter, please contact me directly, either by telephone: 410-727-6600 or by email: bgreenberg@rosenbergmartin.com.

Respectfully submitted,


Barry C. Greenberg

SAB/sld
Enclosures

4818-6953-5217, v. 1

(7)

After recording please return to:
Mayer E. Guttman, Esquire
Levin & Gann, P.A.
502 Washington Avenue, 8th Floor
Towson, Maryland 21204
(410) 321-0600

Exempt pursuant to §§ 12-108(p) and 13-207(a)(9)

NO CONSIDERATION
NO TITLE SEARCH

TRANSFER BETWEEN RELATED BUSINESS ENTITIES

THIS DEED, made this 4 day of September 2020, by and between **RFP HAVEN STREET, LLC**, a Maryland limited liability company ("Grantor") and **BREWERS ROCK, LLC**, a Maryland limited liability company ("Grantee").

RECITALS

1. Grantee is the wholly owned subsidiary business entity of Grantor.
2. Grantor is the sole member of Grantee.
3. The transfer referred herein is between a parent entity and a wholly owned subsidiary entity.
4. The transfer of real property hereunder from Grantor to Grantee is for NO CONSIDERATION-ZERO DOLLARS (\$0.00).
5. Pursuant to Section 12-108(p) and 13-207(a)(9) of the Tax Property Article, transfers of title to real property between a parent business entity and its wholly owned subsidiary business entity for no consideration are exempt from transfer and recordation tax.

WHEREFORE, in consideration of the foregoing recitals, and for NO CONSIDERATION-ZERO DOLLARS (\$0.00), the Grantor grants, conveys, assigns and transfers unto the Grantee, its successors and assigns the property located in Baltimore City, Maryland, and more particularly described on Exhibit A, attached hereto.

TOGETHER with the buildings and improvements thereupon erected, made or being and all the rights, alleys, ways, waters, privileges, appurtenances and advantages, to the same belonging, or in anywise appertaining.

SUBJECT TO the following conditions:

Grantee acknowledges that Canton Development Company, Inc. ("CDC") received approval from the Surface Transportation Board ("STB") for the abandonment of common carrier status of the rail line that was previously on the real property and improvements identified as "Parcel 2" on the legal description attached hereto as Exhibit A, and that CDC filed its notice of consummation with the STB on July 11, 2019. The STB's Decision Docket No. AB 193 (Sub-No. 3X) decided May 10, 2019 (the "STB Decision"), includes salvage conditions, being more particularly set forth below:

1. Prior to conducting salvage operations, consult with MDE's Solid Waste Program to determine what approvals would be needed for the proper handling and disposal of rail ties and comply with MDE's reasonable requirements;

2. Prior to conducting salvage operations, consult with MDE's Stormwater Management Program to ensure appropriate consideration of the NPDES requirements and comply with any reasonable requirements;

3. If any federally listed threatened or endangered species are encountered during salvage activities, cease work, notify U.S. Fish and Wildlife Service ("USFWS") Chesapeake Bay Ecological Services Field Office in Annapolis, Md., consult with USFWS regarding the potential impacts to any encountered federally listed threatened and endangered species, and follow any reasonable recommendations of USFWS.

CDC has advised the MDE of the environmental management of soils, railroad ties, and other environmental issues associated with the abandonment of the rail line at Parcel 2, and Grantor has provided Grantee with a copy of CDC's notice to the MDE. Grantee hereby agrees to comply with the salvage conditions set forth in the STB Decision and shall be responsible for any additional action required to satisfy said salvage conditions. Grantor and Grantee agree to give notice to the other in the event that one receives notice from the MDE regarding the salvage conditions and Grantee shall keep Grantor informed of the status of any such action. Grantee's obligations herein shall run with the land.

TO HAVE AND TO HOLD the property conveyed unto the Grantee, its successors and assigns, in fee simple, forever.

Grantor warrants that it has not done or suffered to be done any act, matter or thing whatsoever to encumber the property hereby conveyed; that it will warrant specially the property hereby granted and will execute such further assurances of same as may be requisite.

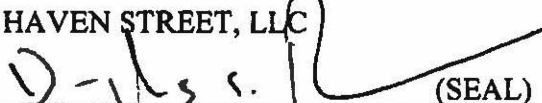
WITNESS the hand and seal of said Grantor.

WITNESS:



RFP HAVEN STREET, LLC

By:

 (SEAL)

Douglas Ramer, Manager

STATE OF MARYLAND

)

) to wit:

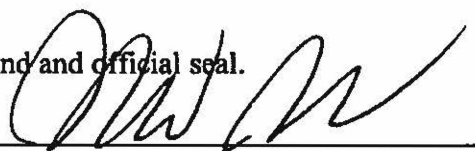
COUNTY/CITY OF

Baltimore

)

I HEREBY CERTIFY, that on this 24 day of Sept 2020 2020, before me, the subscriber, a Notary Public of the State aforesaid, personally appeared DOUGLAS RAMER, Manager of RFP HAVEN STREET, LLC known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged the foregoing Deed to be the act and deed of Grantor, taken by his as Manager, and in my presence signed and sealed the same.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Notary Public

My Commission expires:

4/17/2022

The foregoing document was prepared by or under the direct supervision of the undersigned, an attorney duly admitted to the practice of law in the State of Maryland.

MAYER E. GUTTMAN

EXHIBIT A
LEGAL DESCRIPTION

BEING known and designated as Canton Development Company Inc., Railroad Right of Way Parcel 2 as shown on a plat entitled "Final Minor Subdivision Plat Canton Development Railroad Right of Way", which plat is recorded among the Land Records of Baltimore City as Plat No. 4336.

**Certification of Exemption from Withholding Upon
Disposition of Maryland Real Estate Affidavit of
Residence or Principal Residence**

2020

Based on the certification below, Transferor claims exemption from the tax withholding requirements of §10-912 of the Tax-General Article, Annotated Code of Maryland. Section 10-912 provides that certain tax payments must be withheld and paid when a deed or other instrument that effects a change

in ownership of real property is presented for recordation. The requirements of §10-912 do not apply when a transferor provides a certification of Maryland residence or certification that the transferred property is the transferor's principal residence.

1. Transferor Information

Name of Transferor RFP Haven Street, LLC, a Maryland limited liability company

2. Description of Property (Street address. If no address is available, include county, district, subdistrict and lot numbers).
715 S Haven St & Railroad Right of Way Parcel 2, Baltimore MD 21224

3. Reasons for Exemption

Resident Status

☐

As of the date this form is signed, I, Transferor, am a resident of the State of Maryland.

☒

Transferor is a resident entity as defined in Code of Maryland Regulations (COMAR)03.04.12.02B(11), I am an agent of Transferor, and I have authority to sign this document on Transferor's behalf.

Principal Residence

☐

Although I am no longer a resident of the State of Maryland, the Property is my principal residence as defined in IRC 121 (principal residence for 2 (two) of the last 5 (five) years) and is currently recorded as such with the State Department of Assessments and Taxation.

Under penalty of perjury, I certify that I have examined this declaration and that, to the best of my knowledge, it is true, correct, and complete.

3a. Individual Transferors

Witness

Name

**Date

Signature

3b. Entity Transferors

Witness/Attest

RFP Haven Street, LLC

Name of Entity

By

Name

**Date

Authorized Person

Title

** Form must be dated to be valid.

Note: Form is only valid if it was executed on the date the Property was transferred and is properly recorded with the Clerk of the Court.

To the Clerk of the Court: Only an un-altered Form WH-AR should be considered a valid certification for purposes of Section 10-912.