

# **EXHIBIT 5**

THIS DEED, Made this 1st day of November, 2010, by and between MEADOWRIDGE ROCK, LLC, a Maryland limited liability company, Grantor, and SHEPPARD PRATT HEALTH SYSTEM, INC., a Maryland corporation, Grantee. (1)

WITNESSETH, That in consideration of the sum of SIX MILLION SEVEN HUNDRED TWELVE THOUSAND FIVE HUNDRED AND 00/100 DOLLARS (\$6,712,500.00), the actual consideration paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, the said Grantor does grant and convey to the Grantee, its successors and/or assigns, in fee simple, all that parcel of land situate in Howard County, State of Maryland, and described as follows, that is to say:

SEE EXHIBIT A ATTACHED HERETO FOR LEGAL DESCRIPTION

TOGETHER WITH the buildings thereupon, and the rights, alleys, ways, waters, privileges, appurtenances and advantages thereto belonging, or in anywise appertaining.

BY the execution of this Deed, the Grantor hereby certifies under the penalties of perjury that the actual consideration paid or to be paid, is as hereinbefore set forth.

BY the execution of this Deed, Grantor certifies under penalties of perjury that Grantor is a "Resident Entity" as defined by Section 10-912(a) of the Tax-General Article of the Annotated Code of Maryland.

AND the said Grantor hereby covenants 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 that it will execute such further assurances of the same as may be requisite.

TO HAVE AND TO HOLD the described parcel of land and premises to the said Grantee, its successors and/or assigns, in fee simple.

IN WITNESS WHEREOF, Grantor has executed this Deed under seal on the day and year herein first written.

WITNESS:

MEADOWRIDGE ROCK, LLC,  
a Maryland limited liability  
company,

BY: [Signature] (SEAL)  
Name: Mark L. Levy  
Title: General Manager

11/3/2010 01:35 PM Csh 0044 Reg 0048  
T/Ref 0048030279 Grp 000001 R/Lne 000001  
01 - Main Location  
\$53,562.50  
Validation Number: 0048-032123  
011-003-1340  
Parcel Number: 1185918  
Doc Type: Deeds  
Consideration Amount: \$6,712,500.00

All Taxes on Assessments certified  
to the Collector of Taxes for  
Howard County, Maryland, have been paid. 11/3/10

SEE SEPARATE PAGE FOR ACKNOWLEDGEMENT AND CERTIFICATION  
have been paid. This statement is for  
the purpose of permitting recordation  
and is not assurance against further  
taxation even for prior periods, nor  
does it guarantee satisfaction of  
outstanding tax sales. X.T.

This Deed is re-recorded to claim an  
exemption from County Transfer Tax under  
Howard County Code Subtitle 3, Section  
20.300

## CONTINUATION OF DEED TO SHEPPARD PRATT HEALTH SYSTEMS, INC.

000004

STATE OF MARYLAND,

CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY, That on this 29<sup>th</sup> day of October, 2010, before me, the subscriber, a Notary Public of the State aforesaid, personally appeared Mark L. Levy, who acknowledged himself to be the General Manager of MEADOWRIDGE ROCK, LLC, and that he/she as such General Manager being authorized so to do, executed the within instrument in the capacity therein stated and for the purposes therein contained by himself as such General Manager.

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

Lucy Johnson Sacci  
NOTARY PUBLIC

My Commission Expires: 8-1-2014

THIS IS TO CERTIFY THAT THE WITHIN INSTRUMENT HAS BEEN PREPARED BY OR UNDER THE SUPERVISION OF THE UNDERSIGNED MARYLAND ATTORNEY.

Jeffrey W. Thompson, Esquire

## RETURN TO:

Commonwealth Land Title  
Insurance Company  
1 North Charles Street, Suite 400  
Baltimore, Maryland 21201  
File No. 2609-00010

12/15/2010 02:14 PM Csh 0049 Reg 0047  
T/Ref 0047026813 Grp 000001 R/Lne 000002  
01 - Main Location  
\$0.00  
Validation Number: 0047-026820  
011-003-1340  
Parcel Number: 1185918  
Doc Type: Deeds  
Consideration Amount: \$0.00

2

PAYMENT OF TAXES  
NOT NECESSARY

L13

Sharon Greiss  
DIRECTOR OF FINANCE OF HOWARD COUNTY

12/15/10

EXHIBIT A

Being known and designated as Parcel A1 as shown on the Plats entitled, "Meadowridge Business Center, Parcels 'A1' and 'B1', a Resubdivision of Meadowridge Business Center" which plats are recorded among the Land Records of Howard County as Plats No. 21333, 21334, 21335, 21336, 21337 and 21338.

Being the same parcel of land which by Confirmatory Deed dated OCTOBER 29, 2010 and recorded among the aforesaid Land Records prior hereto was granted, conveyed and confirmed by SCI Maryland Funeral Services, Inc. unto Meadowridge Rock, LLC, the within Grantor

Together with the benefit of a sewer easement established by Deed of Public Sewer Easement by and between SCI Maryland Funeral Services, Inc. and Meadowridge Rock, LLC dated OCTOBER 29, 2010 and recorded among the aforesaid Land Records prior hereto.

**2010**MARYLAND  
FORM

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

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

**MEADOWRIDGE ROCK, LLC****2. Reasons for Exemption****Resident  
Status**

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 and is 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

Signature

**3b. Entity Transferors**

Witness/Attest

Name of Entity

By

Name

Title

**MEADOWRIDGE ROCK, LLC**

DEED TO STATE \$ 28.00  
 RECORDING FEE 28.00  
 DE TAX COUNTY 67,125.00  
 DE TAX STATE 33,562.50  
 TOTAL 100,727.50  
 Nov 23, 2018 6:47:37 PM  
 Nov 23, 2018 6:47:37 PM

DEED TO STATE \$ 28.00  
 RECORDING FEE 28.00  
 DE TAX COUNTY 67,125.00  
 DE TAX STATE 33,562.50  
 TOTAL 100,727.50  
 Nov 23, 2018 6:47:37 PM  
 Nov 23, 2018 6:47:37 PM

000265

000002

THIS DEED, Made this 1st day of NOVEMBER, 2010, by and between OPTIONS TWO, LLC, a Maryland limited liability company, Grantor, and SHEPPARD PRATT HEALTH SYSTEM, INC., a Maryland corporation, Grantee.

WITNESSETH, That in consideration of the sum of TWO MILLION TWO HUNDRED THIRTY SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS (\$2,237,500.00), the actual consideration paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, the said Grantor does grant and convey to the Grantee, its successors and/or assigns, in fee simple, all that parcel of land situate in Howard County, State of Maryland, and described as follows, that is to say:

SEE EXHIBIT A ATTACHED HERETO FOR LEGAL DESCRIPTION

TOGETHER WITH the buildings thereupon, and the rights, alleys, ways, waters, privileges, appurtenances and advantages thereto belonging, or in anywise appertaining.

BY the execution of this Deed, the Grantor hereby certifies under the penalties of perjury that the actual consideration paid or to be paid, is as hereinbefore set forth.

BY the execution of this Deed, Grantor certifies under penalties of perjury that Grantor is a "Resident Entity" as defined by Section 10-912(a) of the Tax-General Article of the Annotated Code of Maryland.

AND the said Grantor hereby covenants 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 that it will execute such further assurances of the same as may be requisite.

TO HAVE AND TO HOLD the described parcel of land and premises to the said Grantee, its successors and/or assigns, in fee simple.

IN WITNESS WHEREOF, Grantor has executed this Deed under seal on the day and year herein first written.

WITNESS:

OPTIONS TWO, LLC,  
a Maryland limited liability  
company,

BY: [Signature] (SEAL)  
Name: Mark L. Levy  
Title: General Manager

All Taxes on Assessments certified to the Collector of Taxes for Howard County, Md. by 11/3/10 have been paid. This statement is for the purpose of permitting recordation and is not assurance against further taxation even for prior periods, nor does it guarantee satisfaction of outstanding tax sales. P.T.

This Deed re-recorded to claim an exemption from County Transfer Tax under Howard County Code Subtitle 3, Section 20.300

11/23/2010 01:39 PM Csh 0044 Reg 0042  
T/Ref: 0048030280 Grp 000001 R/Lne 000001  
01 - Main Location  
\$11,187.50  
Validation Number: 0048-032124  
011-003-1340  
Parcel Number: 1310553  
Doc Type: Deeds  
Consideration Amount: \$2,237,500.00

## CONTINUATION OF DEED TO SHEPPARD PRATT HEALTH SYSTEMS, INC.

STATE OF MARYLAND,

CITY OF BALTIMORE, to wit:

I HEREBY CERTIFY, That on this 29<sup>th</sup> day of October, 2010, before me, the subscriber, a Notary Public of the State aforesaid, personally appeared Mark L. Levy, who acknowledged himself to be the General Manager of OPTIONS TWO, LLC, and that he/she as such General Manager being authorized so to do, executed the within instrument in the capacity therein stated and for the purposes therein contained by himself as such General Manager.

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

Jeffrey W. Thompson  
NOTARY PUBLIC

My Commission Expires: 8-1-2014

THIS IS TO CERTIFY THAT THE WITHIN INSTRUMENT HAS BEEN PREPARED BY  
OR UNDER THE SUPERVISION OF THE UNDERSIGNED MARYLAND ATTORNEY.

Jeffrey W. Thompson  
JEFFREY W. THOMPSON, ESQUIRE

RETURN TO:

Commonwealth Land Title  
Insurance Company  
1 North Charles Street, Suite 400  
Baltimore, Maryland 21201  
File No. 2609-00010

12/15/2010 02:12 PM Csh 0045 Reg 0047  
T/Ref 0047026813 Grp 000001 R/Lne 000001  
01 - Main Location  
#0.00  
Validation Number: 0047-026219  
011-003-1340  
Parcel Number: 1310553  
Doc Type: Deeds  
Consideration Amount: \$0.00

PAYMENT OF TAXES  
NOT NECESSARY  
Sharon Greiss  
DIRECTOR OF FINANCE OF HOWARD COUNTY

## EXHIBIT A

Beginning for the same at a point in the southerly Right of Way Line and Right of Way Line Through Highway of Ramp F, leading from I-95 to Md. Rte. 100, said point of beginning being the intersection of the aforesaid southerly Right of Way Line and Right of Way Line of Through Highway (Ramp F), and the third (3rd) or North 23 degrees 15 minutes 00 seconds West 140.5 perch (2,318.50') line of a deed from John T. Neubauer etux to Pedro A. del Valle etux recorded January 17, 1942 among the Land Records of Howard County in Liber BM, Jr. No. 173, folio 156.

Said point of beginning being situated 200 feet measured radially to the right of station 6+42.94 of the base line of right of way and base line of survey (Ramp F), as said base line of right of way and base line of survey is delineated on the State Highway Administration-State Roads Commission of Maryland's plat numbered 57324, filed for record with and electronically recorded by the Maryland State Archives, running thence and binding along the aforesaid southerly Right of Way Line and Right of Way Line of Through Highway (Ramp F), the following three (3) courses and distances viz: (1) by a curve to the right having a radius of 1,232.39 feet for an arc length of 846.71 feet said curve being subtended by a chord bearing North 71 degrees 53 minutes 12 seconds East for a chord distance of 830.15 feet, thence (2) continuing by a curve to the right having a radius of 945.92 feet for an arc length of 742.16 feet said curve being subtended by a chord bearing South 65 degrees 57 minutes 15 seconds East for a chord distance of 723.27 feet, thence (3) South 42 degrees 19 minutes 20 seconds East 104.32 feet to intersect the second (2nd) or South 89 degrees 04 minutes 00 seconds East 1,694.97 foot line of a deed from Pedro A. del Valle etux to Baltimore Gas and Electric Company recorded March 4, 1957 among the Land Records of Howard County in Liber RHM No. 294, folio 334, thence leaving the aforesaid southerly Right of Way Line and Right of Way Line of Through Highway (Ramp F) and binding along a line of division said line of division being the southeasterly extension of the last course, (4) South 42 degrees 19 minutes 20 seconds East 75.65 feet to intersect the second (2nd) or North 89 degrees 00 minutes 00 seconds West 150 perch (2,475') line of the first (1st) aforementioned deed, said line further being the South 89 degrees 07 minutes 14 seconds East 1,609.41 foot line as shown on sheets 2 and 3 of 6 of a subdivision titled "Meadowridge Business Center Parcels A and B, A Subdivision of Meadowridge Memorial Park" recorded among the Plat Records of Howard County as Plats 18122 and 18123, said lines being one and the same, running thence and binding thereon, as now surveyed, (5) North 89 degrees 07 minutes 07 seconds West 1,510.64 feet to a stone found at the beginning of the aforesaid third (3rd) or North 23 degrees 15 minutes 00 seconds West 140.5 perch (2,318.50) line of the first (1st) aforementioned deed, said line further being the South 22 degrees 20 minutes 03 seconds East 261.55 foot line as shown on a



## CONTINUATION OF EXHIBIT A

subdivision plat titled "Kane Companies Inc. Headquarters" recorded among the Plat Records of Howard County as Plat 15921, said line being one and the same, running thence and binding thereon, as now surveyed, (6) North 22 degrees 21 minutes 25 seconds West 158.34 feet to the place of beginning.

Containing: 480,627 square feet or 11.0337 acres plus or minus.

Being the same property described in a Deed dated February 22, 2007 and recorded among the Land Records of Howard County in Liber 10551, folio 252 from State Highway Administration of the Maryland Department of Transportation unto Options Two, LLC.

**2010**MARYLAND  
FORM

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

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

**OPTIONS TWO, LLC****2. Reasons for Exemption****Resident  
Status**

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 and is 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

Signature

TRF FD-SURE \$ 20.00  
RECORDING FEE 20.00  
TR TAX COUNTY 22,375.00  
TR TAX STATE 11,187.50  
TOTAL 33,602.50

**3b. Entity Transferors**

Witness/Attest

**OPTIONS TWO, LLC**

Name of Entity

By

Name

Title

REST HOBE RPT # 64737  
MIR TLR BLK # 360  
Nov 03, 2010 03:20 PM

TRF FD-SURE \$ 20.00  
RECORDING FEE 20.00  
TR TAX COUNTY 22,375.00  
TR TAX STATE 11,187.50  
TOTAL 33,602.50

REST HOBE RPT # 64738  
MIR TLR BLK # 315  
Nov 03, 2010 03:24 PM