

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): October 9, 2015 (September 28, 2015)

First Capital Real Estate Trust Incorporated
(Exact Name of Registrant as Specified in Its Charter)

Maryland
(State or Other Jurisdiction of Incorporation)

333-178651
(Commission File Number)

45-3770595
(IRS Employer Identification No.)

60 Broad Street, 34th floor
New York, NY 10004
(Address, including zip code, of Principal Executive Offices)

(212) 388-6800
(Registrant’s Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

Amendment to Articles of Amendment and Restatement

On September 28, 2015, an amendment (the “Amendment”) to United Realty Trust Incorporated’s Articles of Amendment and Restatement became effective upon filing with the Maryland State Department of Assessments and Taxation. The Amendment was filed pursuant to prior approval by United Realty Trust Incorporated’s Board of Directors and without action by United Realty Trust Incorporated’s stockholders, as permitted by Sections 2-604(c)(1) and 2-605(a)(1) of the Maryland General Corporation Law. Pursuant to the Amendment, United Realty Trust Incorporated changed its name to First Capital Real Estate Trust Incorporated.

The foregoing does not purport to be a complete description of the Amendment and is qualified by reference to the full text of the Amendment, which is filed herewith as Exhibit 3.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
3.1	Articles of Amendment filed September 28, 2015

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FIRST CAPITAL REAL ESTATE TRUST INCORPORATED

Date: October 9, 2015

By: /s/ Suneet Singal
Name: Suneet Singal
Title: Chief Executive Officer
and Chairman of the Board of Directors

State of Maryland
Department of
Assessments and Taxation



Larry Hogan
Governor

Sean P. Powell
Director

Charter Division

Date: 10/05/2015

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:
ENTITY NAME : FIRST CAPITAL REAL ESTATE TRUST INCORPORATED
DEPARTMENT ID : D14372825
TYPE OF REQUEST : ARTICLES OF AMENDMENT / NAME CHANGE
DATE FILED : 09-28-2015
TIME FILED : 08:30 AM
RECORDING FEE :
EXPEDITED FEE :
FILING NUMBER : 1000362008550586
CUSTOMER ID : 0003317714
WORK ORDER NUMBER : 0004534294

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK
ORDER NUMBER ON ANY INQUIRIES.

Charter Division
Baltimore Metro Area (410) 767-1350
Outside Metro Area (888) 246-5941

301 West Preston Street-Room 801-Baltimore, Maryland 21201-2395
Telephone (410)767-4950 / Toll free in Maryland (888)246-5941
MRS (Maryland Relay Service) (800)735-2258 TT/Voice- Fax (410)333-7097
Website: www.dat.maryland.gov

0009838873
CACCPT

ENTITY TYPE: ORDINARY BUSINESS - STOCK

STOCK: Y

CLOSE: N

EFFECTIVE DATE: 09-28-2015

VCORP SERVICES MD, INC.

PRINCIPAL OFFICE: SECOND FLOOR

836 PARK AVENUE

BALTIMORE MD 21201

RESIDENT AGENT: VCORP SERVICES MD, INC.

SECOND FLOOR

836 PARK AVENUE

BALTIMORE MD 21201

COMMENTS:

THIS AMENDMENT RECORD INDICATES THE NAME CHANGE

FROM: UNITED REALTY TRUST INCORPORATED.

TO: FIRST CAPITAL REAL ESTATE TRUST INCORPORATED.

UNITED REALTY TRUST INCORPORATED

**UNANIMOUS WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
IN LIEU OF MEETING**

The undersigned, constituting all the members of the Board of Directors (the "Board") of United Realty Trust Incorporated, a Maryland corporation (the "Corporation"), acting without a meeting pursuant to the provisions of Section 2-408(c) of the Maryland General Corporation Law (the "MGCL"), hereby waive the calling and convening of a meeting of the Board and hereby adopt the following resolutions.

RESOLVED, that, pursuant to Sections 2-604(c)(1) and 2-605(a)(1) of the Maryland General Corporation Law, it is advisable and in the best interests of United Realty Trust Incorporated, a Maryland corporation (the "Company"), that the charter of the Company be amended to change the name of the Company to First Capital Real Estate Trust Incorporated, as set forth in the Articles of Amendment attached hereto as Exhibit A (the "Articles of Amendment"); and it is

FURTHER RESOLVED, that the proper officers of the Company are hereby authorized and directed to execute the Articles of Amendment and to take all action necessary for the proper filing thereof with the State Department of Assessments and Taxation of Maryland; and it is

FURTHER RESOLVED, that any and all acts heretofore or hereinafter taken by any officer or officers of the Company in its name and on its behalf in connection with the foregoing matters are hereby approved, ratified and confirmed; and it is

FURTHER RESOLVED, that the proper officers of the Company are hereby authorized and directed, in the name and on behalf of the Company, to take all such other action as may be necessary, appropriate or advisable in order to effectuate the full intent and purposes of any of all of the foregoing resolutions, including, without limitation, the issuance of a press release announcing the change in the name of the Company, the filing of a Form 8-K with the United States Securities and Exchange Commission regarding the change in the name of the Company and the amendment of the bylaws of the Company or any stock certificates, incentive award plans, incentive bonus plans, director stock plans, Board committee charters, corporate governance guidelines, codes of ethics and corporate policies to reflect the change in the name of the Company.

FURTHER RESOLVED, that this Unanimous Written Consent be filed with the minutes of the proceedings of the Board.

This Unanimous Written Consent may be executed (including by facsimile or other electronic transmission) with counterpart signature pages or in several counterparts, each

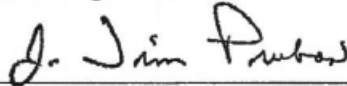
SEP 28 2015

IN WITNESS WHEREOF, the undersigned have duly adopted this Unanimous Written Consent on the 25 day of September, 2015.

Suneet Singal



J. Tim Pruban



Javier G. Van de Steeg

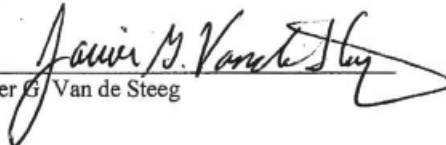


EXHIBIT A

ARTICLES OF AMENDMENT

of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument.

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UNITED REALTY TRUST INCORPORATED

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY THAT:

FIRST: The charter of United Realty Trust Incorporated, a Maryland corporation (the "Corporation"), is hereby amended by deleting existing Article II in its entirety and substituting in lieu thereof a new article to read as follows:

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: First Capital Real Estate Trust Incorporated.

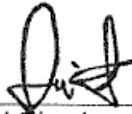
SECOND: The amendment to the charter of the Corporation as set forth above has been duly approved by at least a majority of the entire Board of Directors as required by law. The amendment set forth herein is made without action by the stockholders of the Corporation, pursuant to Section 2-605(a)(1) of the Maryland General Corporation Law.

THIRD: The undersigned acknowledges these Articles of Amendment to be the corporate act of the Corporation and as to all matters or facts required to be verified under oath, the undersigned acknowledges that to the best of his or her knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

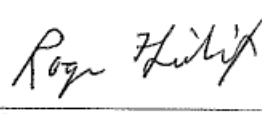
IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed in its name and on its behalf by its Chief Financial Officer and attested to by its Secretary on this 24 day of Sept, 2015.

ATTEST:

UNITED REALTY TRUST INCORPORATED



Name: Suneet Singal
Title: CEO and Secretary


By: _____ (SEAL)
Name: Roger Leibowitz
Title: Chief Financial Officer