| GENERAL SERVICES ADMINISTRATION<br>PUBLIC BUILDINGS SERVICE<br>SUPPLEMENTAL LEASE AGREEMENT | SUPPLEMENTAL AGREEMENT No. 2 | DATE JAN 10 2012 |
|---|---|---|
| | LEASE NO. GS-09B-02424 | |

**ADDRESS OF PREMISES:** 1132 Bishop Street, Suite 1400, Honolulu, HI 96813

**THIS AGREEMENT**, made and entered into this date by and between **DEG, LLC, A DELAWARE LIMITED LIABILITY COMPANY** whose address is: 808 WILSHIRE BLVD, 2ND FLOOR, SANTA MONICA CA 90401

hereinafter called the Lessor, and the **UNITED STATES OF AMERICA**, hereinafter called the Government:

**WHEREAS**, the parties hereto desire to amend the above Lease to establish the beneficial occupancy date and to authorize and incorporate Change Order Numbers 3,4R1,5,7,10R2,12,13,15,16R1,17,18,19, 20, and 22.

**NOW THEREFORE**, these parties for the considerations hereinafter mentioned, covenant and agree that the said Lease is amended, effective upon execution by the Government, as follows:

**Paragraph 9, 24, and 25 are deleted in their entirety and the following substituted therefore.**

9. TO HAVE AND TO HOLD the said Premises with their appurtenances for the term beginning on **October 1, 2011** through **September 30, 2021**, subject to termination and renewal rights as may be hereinafter set forth.

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IN WITNESS WHEREOF, the parties hereto have hereunto subscribed their names as of the date first above written.

**LESSOR: LESSOR: DEG, LLC, A DELAWARE LIMITED LIABILITY COMPANY**

BY _____ (Signature) Michael J. Means SVP (Print Name and Official title)

IN PRESENCE OF: _____ (Signature) ANTOINETTE HAYES, MGR LEASE ADMIN (Print Name and Official title)

**UNITED STATES OF AMERICA:** GENERAL SERVICES ADMINISTRATION, Public Buildings Service

BY _____ (Signature) Contracting Officer (Official title)

**SHEET NO. 1 IS ATTACHED HERETO AND MADE PART OF SUPPLEMENTAL LEASE AGREEMENT NO. 2 TO LEASE #GS-09B-02424**

24. The following Change Orders Number 3,4R1,5,7,10R2,12,13,15,16R1,17,18,19, 20, and 22 are approved and authorized by the Government and are to be paid upon completion and acceptance of work by the General Services Administration.

| Chang Order Number | Date Authorized | Description | Amount |
|---|---|---|---|
| 1 | 12/06/11 | Changes to Room 1411 and CPT-2 Spec dated 7-5-11-Lessor's Expense | [redacted] |
| 2 | 12/06/11 | Additional Insurance-Declined | [redacted] |
| **3** | **12/06/11** | **New Recessed Projection Screen at Room [redacted] Revised Face Plates Due to Wall Sizes Credit for a Scaler at Room [redacted], dated 8/11/11.** | [redacted] |
| **4R1** | **12/06/11** | **Add phone cabling, dated 9/8/11.** | [redacted] |
| **5** | **12/06/11** | **Additional Juction Boxes for Card Readers/Data Drop, dated 8/22/11.** | [redacted] |
| 6 | 12/06/11 | Purchase CLG Grid/Tile for Building-Lessor's Expense | [redacted] |
| **7** | **12/06/11** | **Add Electrical Ground at Telephone Room, dated 8/29/11.** | [redacted] |
| 8 | 12/06/11 | Additional Exit Signs-Lessor's Expense | [redacted] |
| 9 | 12/06/11 | Wall covering for Corridor-Lessor's Expense | [redacted] |
| **10R2** | **12/06/11** | **RFI 17-Move Voice Lines out of the Server Room and relocate to the Telephone Room, dated 10/20/11.** | [redacted] |
| 11 | 12/06/11 | Install Missing Window Blinds-Lessor's Expense | [redacted] |
| **12** | **12/06/11** | **Raise the Reception Desk 1", dated 09/29/11** | [redacted] |
| **13** | **12/06/11** | **Add 3 outlets at the Reception Area Desk, dated 09/29/11** | [redacted] |
| 14 | 12/06/11 | Add receptable in the front door-Cancelled | [redacted] |
| **15** | **12/06/11** | **Relocate Date/Phone Drop at Office 1421, dated 09/29/11** | [redacted] |
| **16R1** | **12/06/11** | **Add two outlet in the Breakroom, dated 10/17/11** | [redacted] |
| **17** | **12/06/11** | **Relocate Data/Phone Drop at Office 1422** | [redacted] |
| **18** | **12/06/11** | **Add [redacted], dated 10/17/11** | [redacted] |
| **19** | **12/06/11** | **Blinking Red Light to a Solid Red Light, dated 11/01/11** | [redacted] |
| **20** | **12/06/11** | **Revise the Tilt Wands at the Windows to 72" in Length, dated 10/13/11** | [redacted] |
| 21 | 12/06/11 | Diming Ballast at Downlights, dated 10/19/11-Lessor's Expense | [redacted] |
| **22** | **12/06/11** | **New Data Cables at the Computer Training Room and at the Graphics Station, dated 11/07/11** | [redacted] |
| 23 | 12/06/11 | Move Data outlet 3'-Cancelled | [redacted] |
| | | **Total Cost of Change Orders** | **$38,879.00** |

The original Tenant Improvement cost in the amount of **$558,624.40** has been revised to **$597,503.40,** which includes the cost of the above change orders Number 3,4R1,5,7,10R2,12,13,15,16R1,17,18,19, 20, and 22, totalling **$38,879.00**. This amount exceeds the tenant improvement allowance of **$428,849.12**, which has been amortized into the rental rate. The Government hereby orders the excess balance in the amount of **$168,654.28**. The Lessor shall construct all Tenant Improvements in accordance with Paragraph 5.11F of the Solicitation for Offers, incorporated and made a part of the Lease, and all terms and conditions of the lease package. Upon completion, inspection, and acceptance of the space, the Government shall reimburse the Lessor in a lump sum payment in the amount of **$168,654.28** pursuant to Paragraph 25, herein. The Lessor hereby waives restoration as a result of all improvements.

25. Upon completion and acceptance of Tenant Improvements identified herein, the Lessor shall submit for Lump Sum payment, an original and one copy of the invoice. The Original Invoice, in the amount **not to exceed $168,654.28,** shall be submitted to the GSA Finance website at www.finance.gsa.gov.

A copy of the Invoice shall be simultaneously submitted to the Contracting Officer at:

GSA, Real Estate Acquisition Division
Attention: Clara Lee
401 West "A" Street, Suite 2075
San Diego, CA 92101

A proper invoice must include the following:

- Invoice date
- Name of the Lessor as shown on the Lease
- Lease contract number, building address, and a description, price and quantity of the items delivered
- Annotation of GSA PS Number (will be sent after Government executes this Supplemental Lease Agreement)

If the invoice is not submitted on company letterhead, the person(s) with whom the Lease contract is made must sign it.
All other terms and conditions of the Lease shall remain in force and effect.

Initials: _____ & _____
Lessor Government