THIS AGREEMENT, made and entered into this date by and between

BELLEMEAD/FOUNTAIN PLACE, INC.

whose address is 1445 ROSS AVENUE, SUITE 5100
DALLAS, TEXAS 75202

hereinafter called the lessor, and the UNITED STATES OF AMERICA, hereinafter called the Government:

WHEREAS, the parties hereto desire to amend the above lease.

NOW THEREFORE, these parties for the considerations hereinafter mentioned covenant and agree that the said lease is amended, effective as of the date executed in full as follows:

Issued to amend Paragraphs 6(C), 11 and 15 of Lease GS-07B-14431, as follows:

Paragraph 6(C) is amended by adding the following sentence to the end of such provision:

"Ad valorem taxes shall include any downtown improvement or other similar type taxes which are imposed on an ad valorem basis, but such tax items shall only be included in the base year if they were actually payable during the base year and if an amount for such item is included in the comparison year."

See Continuation Pages One and Two to this SLA for additional terms and provisions hereof.

IN WITNESS WHEREOF, the parties subscribed their names as of the above date.

KIRBY O. WHITE, SENIOR VICE PRESIDENT
1445 ROSS AVENUE, SUITE 5100, DALLAS, TEXAS 75202

CONTRACTING OFFICER, GSA
819 TAYLOR ST, 7PE1A, RM 12A05, FT WORTH, TX 76102

GSA FORM 276 (REV. 7-67)