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

Level Associates, L.P.
9286 Warwick Blvd., Newport News, VA 23607

Shire II Assoc. L.P. by D&F, K, General Partner

Secretary

9286 Warwick Blvd., Newport News, VA 23607

The Shires Company, L.P.
7200 Stonehenge Dr., Ste. 211

Raleigh, North Carolina 27613

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 provide for installation of a shower facility.

NOW THEREFORE, these parties for the considerations hereinafter mentioned covenant and agree that the said Lease is amended, effective on acceptance by the GSA, as follows:

1. Provide all labor and materials necessary to furnish and install a shower facility in accordance with Lessor’s proposal dated September 4, 1997 (PFA No. 110), and Clark/Nexsen drawings dated 8/19/97, attached.

2. Work shall be completed October 15, 1997 or sooner. Upon acceptance of this work by the Government, Lessor shall be paid a lump sum in the amount of $_____. To receive payment, Lessor shall submit to the Contracting Officer an invoice that describes the work completed and references this Lease Number and Supplemental Lease Agreement Number.

3. The scheduling of this work shall be coordinated with Mr. Frank Berg, GSA Building Manager, 757-441-3331 and Mr. John Amick, 757-686-7441. Any problems or questions shall be promptly brought to their attention. Lessor shall provide a minimum of five working days lead time to schedule an inspection.

This Agreement contains 14 pages.

All other terms and conditions of the lease shall remain in force and effect.

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

LESSOR

BY

IN PRESENCE OF

UNITED STATES OF AMERICA

BY

GSA FORM 276 (REV. 7-97)