GENERAL SERVICES ADMINISTRATION
PUBLIC BUILDINGS SERVICE

SUPPLEMENTAL LEASE AGREEMENT

SUPPLEMENTAL AGREEMENT No. 1

DATE OCT 13 2010

TO LEASE NO. GS-09B-01986

ADDRESS OF PREMISES: 402 West Broadway
San Diego, CA 92101

THIS AGREEMENT, made and entered into this date by and between RREEF AMERICA REIT II CORP

whose address is 402 West Broadway, Suite 770
San Diego, CA 92101-8504

And whose interest in the property hereinafter described is that of OWNER, 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 beneficial occupancy and establish the Total Annual Rent:

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

Paragraph 2 and 3 are deleted in their entirety and the following Paragraphs 2 and 3 substituted therefore:

"2. TO HAVE AND TO HOLD the said premises with their appurtenances for the term beginning
Suite 1360: May 21, 2010 through June 20, 2017
Suite 600: June 21, 2010 through June 20, 2017
subject to termination rights hereinafter set forth."

"3. The Government shall pay the Lessor annual rent of $46,129.43 at the rate of $3,844.12 per month in arrears from May 21, 2010 through June 20, 2010, annual rent of $203,549.55 at the rate of $16,962.46 per month in arrears from June 21, 2010 through August 20, 2010, annual rent of $243,011.24 at the rate of $20,250.94 per month in arrears from August 21, 2010 through September 20, 2010, annual rent of $377,677.20 at the rate of $31,473.10 per month in arrears from September 21, 2010 – May 20, 2013, annual rent of $380,967.49 at the rate of $31,747.29 per month in arrear from May 21, 2013 – June 20, 2013, and annual rent of $392,195.85 at the rate of $32,682.99 per month in arrears from June 21, 2013 through June 20, 2017.

Suite 1360:

	Square Footage (RSF)	Shell Rate per RSFPY (rentable square feet per year)	Services RSFPY	5% Amortized TI's RSFPY	Total Rent RSFPY	Total Monthly Rent	Total Annual Rent
May 21, 2010 – August 20, 2010	2,179	$15.24	$2.87	$3.06	$21.17	$3,844.12	$46,129.43
August 21, 2010 – May 20, 2013	2,179	$16.48	$3.24	$3.06	$22.78	$4,137.46	$49,649.52
May 21, 2013 – June 20, 2017	2,179	$18.09	$3.24	$3.06	$24.39	$4,430.79	$53,169.58

Suite 600:

	Square Footage (RSF)	Shell Rate per RSFPY (rentable square feet per year)	Services RSFPY	5% Amortized TI's RSFPY	Total Rent RSFPY	Total Monthly Rent	Total Annual Rent
June 21, 2010 – September 20, 2010	2,436	$15.24	$2.87	$3.06	$21.17	$4,296.24	$51,549.11
September 21, 2010 – June 20, 2013	2,436	$16.48	$3.24	$3.06	$22.78	$4,622.51	$55,470.08
June 21, 2013 – June 20, 2017	2,436	$18.09	$3.24	$3.06	$24.39	$4,948.78	$59,385.34

Rent for a lesser period shall be prorated.
Rent checks shall be payable to:
RREEF AMERICA REIT II CORP
402 West Broadway, Suite 770
San Diego, CA 92101-8504

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: RREEF AMERICA REIT II CORP

BY _____ (Signature)

IN THE PRESENCE OF (witnessed by)

_____ (Signature)

RREEF America REIT II Corp. GGGG, a Maryland corporation
By: RREEF America L.L.C.
a Delaware limited liability company
Its Investment Advisor

Jill E. Shanahan
Vice President/Asset Manager

402 W. Broadway, Suite 770
(Address) San Diego CA 92101

UNITED STATES OF AMERICA, GENERAL SERVICES ADMINISTRATION, Public Buildings Service.

BY _____ (Signature)

Contracting Officer, GSA
(Official Title)

GENERAL SERVICES ADMINISTRATION PUBLIC BUILDINGS SERVICE **SUPPLEMENTAL LEASE AGREEMENT**	SUPPLEMENTAL AGREEMENT No. 1	DATE
	TO LEASE NO. **GS-09B-01986**	

ADDRESS OF PREMISES: 402 West Broadway
San Diego, CA 92101

THIS AGREEMENT, made and entered into this date by and between RREEF AMERICA REIT LI CORP

whose address is 402 West Broadway, Suite 770
San Diego, CA 92101-8504

And whose interest in the property hereinafter described is that of OWNER, 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 beneficial occupancy and establish the Total Annual Rent:

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

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"2. TO HAVE AND TO HOLD the said premises with their appurtenances for the term beginning
Suite 1360: May 21, 2010 through June 20, 2017
Suite 600: June 21, 2010 through June 20, 2017
subject to termination rights hereinafter set forth."

"3. The Government shall pay the Lessor annual rent of $46,129.43 at the rate of $3,844.12 per month in arrears from May 21, 2010 through June 20, 2010, annual rent of $203,549.55at the rate of $16,962.46 per month in arrears from June 21, 2010 through August 20, 2010, annual rent of $243,011.24 at the rate of $20,250.94 per month in arrears from August 21, 2010 through September 20. 2010, annual rent of $377,677.20 at the rate of $31,473.10 per month in arrears from September 21, 2010 – May 20, 2013, annual rent of $380,967.49 at the rate of $31,747.29 per month in arrear from May 21, 2013 – June 20, 2013, and annual rent of $392,195.85 at the rate of $32,682.99 per month in arrears from June 21, 2013 through June 20, 2017.

Suite 1360:

	Square Footage (RSF)	Shell Rate per RSFPY (rentable square foot per year)	Services RSFPY	8% Amortized T.I's RSFPY	Total Rent RSFPY	Total Monthly Rent	Total Annual Rent
May 21, 2010 – August 20, 2010	2,179	$15.24	$2.87	$3.06	$21.17	$3,844.12	$46,129.43
August 21, 2010 – May 20, 2013	2,179	$30.48	$5.74	$3.06	$39.28	$7,132.59	$85,591.12
May 21, 2013 – June 20, 2017	2,179	$35.05	$5.74	$0.00	$40.79	$7,406.78	$88,881.41

Suite 600:

	Square Footage (RSF)	Shell Rate per RSFPY (rentable square foot per year)	Services RSFPY	8% Amortized T.I's RSFPY	Total Rent RSFPY	Total Monthly Rent	Total Annual Rent
June 21, 2010 – September 20, 2010	7,436	$15.24	$2.87	$3.06	$21.17	$13,118.34	$157,420.12
September 21, 2010 – June 20, 2013	7,436	$30.48	$5.74	$3.06	$39.28	$24,340.51	$292,086.08
June 21, 2013 – June 20, 2017	7,436	$35.05	$5.74	$0.00	$40.79	$25,276.30	$303,314.44

Rent for a lessor period shall be prorated.
Rent checks shall be payable to:
RREEF AMERICA REIT LI CORP
402 West Broadway, Suite 770
San Diego, CA 92101-8504

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: RREEF AMERICA REIT LI CORP

BY_____ _____
(Signature) (Title)
IN THE PRESENCE OF (witnessed by:)

_____ _____
(Signature) (Address)

UNITED STATES OF AMERICA, GENERAL SERVICES ADMINISTRATION, Public Buildings Service.

BY _____ Contracting Officer, GSA
(Signature) (Official Title)