GENERAL SERVICES ADMINISTRATION PUBLIC BUILDINGS SERVICE **SUPPLEMENTAL LEASE AGREEMENT**	SUPPLEMENTAL AGREEMENT No. 39	DATE Jan 25, 2011
	TO LEASE NO. GS-09B-94150	

ADDRESS OF PREMISES 75 and 95 Hawthorne St
San Francisco, CA 94105

THIS AGREEMENT, made and entered into this date by and between: Hawthorne Plaza Associates L.L.C.

Whose address is 95 Hawthorne St. Suite 401-S
San Francisco, CA 94105

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 extend the term.

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

Paragraphs 2 and 3 are hereby deleted of the SF-2 of the Lease in their entirety and the following substituted therefore:

"2. **TO HAVE AND TO HOLD** the said premises with their appurtenances for the term beginning on April 1, 1995 through January 31, 2013."

"3. Commencing August 1, 2011 the Government shall pay the Lessor annual rent of $10,277,629.08 ($39.66/rsf) at the rate of $856,469.09 per month in arrears.

Rent for lesser period shall be prorated. Rent checks shall be made payable to:
Hawthorne Plaza Associates L.L.C.
95 Hawthorne, Suite 401-S
San Francisco, CA 94105"

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: Hawthorne Plaza Associates L.L.C. a Delaware limited liability company:
R/H Hawthorne Plaza Associates, LLC, a Delaware limited liability company, its sole member

BY _____ James C. Buie, Jr.
(Signature) (Name)

HL CK amt

IN THE PRESENCE OF (witnessed by:)

_____ RACHEL J. GATES
(Signature) (Name)

UNITED STATES OF AMERICA

BY _____ Pamela Collins
CONTRACTING OFFICER, GSA NAME OF SIGNER

GSA DC 68-1176 **GSA FORM 276 JUL 67**