

GENERAL SERVICES ADMINISTRATION PUBLIC BUILDING SERVICES	SUPPLEMENTAL AGREEMENT No. 7	DATE <u>3/20/2013</u>
	SUPPLEMENTAL LEASE AGREEMENT	TO LEASE NO. GS - 03B - 09482

ADDRESS OF PREMISE

██████████ Metro West Facility
6100 Wabash Avenue
Baltimore, Maryland 21215-3757

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

whose address is JBG/Baltimore SSA, L.L.C.
4445 Willard Avenue, Suite 400
Chevy Chase, Maryland, 20815-4641

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 tenant improvement costs associated with Proposals B-050 R1, B-051 R1, B-052, B-053 R1, B-054, B-056 R1, B-057 R1, B-058 R2, B-059, B-060 R1, B-061, B-062, B-063 R1, B-066 R1, T-009 R1, T-010, T-011 R1, and establish changes to the Lease associated with AI-041_1, AI-041_2, AI-054, and AI-051.

NOW THEREFORE, these parties for the considerations hereinafter mentioned covenant and agree that the said Lease is amended, effective, November 19, 2012, as follows:

- A. The Government hereby awards Proposals B-050 R1, B-051 R1, B-052, B-053 R1, B-054, B-056 R1, B-057 R1, B-058 R2, B-059, B-060 R1, B-061, B-062, B-063 R1, B-066 R1, T-009 R1, T-010, T-011 R1 to the Lessor and shall provide compensation to Lessor in the amount of \$461,895.55 as identified in Exhibit A. The cost associated with these proposals shall be paid for out of the Tenant Improvement Allowance and amortized into the rent.
- B. The Government's Tenant Improvement Allowance as outlined in Paragraph 9 of the Lease Rider is \$15,444,000.00. The Government approves the costs outlined in Proposals B-050 R1, B-051 R1, B-052, B-053 R1, B-054, B-056 R1, B-057 R1, B-058 R2, B-059, B-061, B-062, B-063 R1, B-066 R1, T-009 R1, T-010, T-011 R1 totaling \$461,895.55. The Government has an available Tenant Improvement Allowance, considering other NTPs issued to date, of \$11,131,540.25.
- C. Proposal B-059 and B-063 R1 represent credits to the Government in the amount of \$97,024.05, which have been applied to the Tenant Improvement Allowance and have been reflected in the TI balance to date.
- D. Proposal T-010 is hereby awarded with the following conditions: 1) Lessor to provide a credit proposal to the Government should the actual permit fees be determined to be lower than the estimate or Lessor to provide an additional cost proposal to the Government should the actual permit fees be determined to be above the estimate. The Government will only pay for the actual TI permit costs. A revised proposal will be submitted when the actual permit fees are known. 2) Lessor to provide receipts from the City of Baltimore for the permit fees when reconciling the actual cost.

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: JBG/Baltimore SSA, L.L.C., a Delaware limited liability company
George W. L.L.C., its managing member

BY _____ AUTHORIZED SIGNATORY
(Title)
IN THE _____ 4445 Willard Ave. Suite 400
Chevy Chase, MD 20815
(Address)



UNITED STATES OF AMERICA
BY _____ Contracting Officer
(Official Title)

- J. In response to INF-111 (AI-051): Section 5.4.2 ([REDACTED] Supplemental Building Specifications) of the Lease is hereby amended by including the following:

"The mailroom HVAC design will have a MERV 13 filter on the supply side located within the mailroom air handler AHU-TI-7-L-3, and a pre-filter and HEPA filter assembly on the exhaust side of the system, immediately after the mailroom exhaust fan EF-TI-10. The exhaust duct from the mailroom AHU will be routed to exhaust into the loading dock area, away from the loading dock entry doors, via a horizontal duct extension running adjacent and parallel to the structural beam supporting the loading dock roof structure. This ductwork will be routed upward upon leaving the mailroom enclosure to be at or above the height of the adjacent concrete loading dock roof support beam (10'-3" AFF)."

- K. In response to INF-111 (AI-051): Sections 6.10 A.3 (Solicitation for Offers) and 4.3.20 [REDACTED] Supplemental Building Specifications) of the Lease are hereby amended by including the following:

"An acoustic silencer will not be required on the AHU in the mailroom, and this space will not be held to the same acoustic performance requirements as the other office areas in the building."

 & 
Lessor Gov't