

SUPPLEMENTAL LEASE AGREEMENT

SUPPLEMENTAL LEASE AGREEMENT NO. 3	TO LEASE NO. GS-10B-07200 BLDG NO. WA7997	DATE 12/12/11	PAGE 1 of 2
ADDRESS OF PREMISES: 19 Bellwether Way Bellingham, WA 98225			

THIS AGREEMENT, made and entered into this date by and between LESSOR, Bellwether Gate B, LLC
whose address is 4326 Pacific Highway, Bellingham, WA 98225-3548

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 order Tenant Improvements (TI's) which exceed the Tenant Improvement Allowance (TIA).

NOW THEREFORE, these parties for the considerations hereinafter mentioned covenant and agree that the said Lease is amended effective, **October 30, 2011** as follows:

Paragraph 20 is hereby added to the lease:

20. Notice to Proceed for TI costs over the Tenant Improvement Allowance and Lump Sum Payment

- A. The Government has reviewed the Lessor's TI cost proposal and determined that the proposal is fair and reasonable. This SLA serves as the Lessor's Notice to Proceed for the construction of TIs in the amount of \$478,307.65. Said amount includes all costs for labor, materials, fees, overhead, profit and any other costs required to complete the work.

The total cost for Tenant Improvements in the amount of \$478,307.65 exceeds the TIA of \$142,835.20, which is stated in the Lease and amortized into the rental rate. The costs for TIs over the TIA in the amount of \$335,472.45 will be paid via lump sum upon completion, inspection, and acceptance of the space; and upon receipt of an original invoice.

The original invoice must be submitted electronically to (www.finance.gsa.gov) with a courtesy copy to the Contracting Officer and the GSA Finance Office at the following addresses:

Invoice Address:

General Services Administration
PBS Payment Branch (BCFA)
P.O. Box 17181
Fort Worth, TX 76102-0181

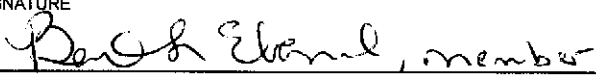
Courtesy Copy Address:

U.S. General Services Administration
Attn: Terria Heinlein
Lease Contracting Officer
400 15th Street SW
Auburn, WA 98001-6599

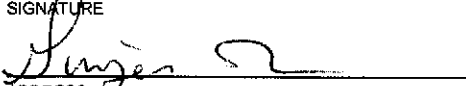
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IN WITNESS WHEREOF, the parties hereto have hereunto subscribed their names as of the date first above written.

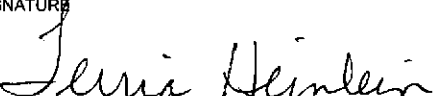
LESSOR - Bellwether Gate B, LLC

SIGNATURE 	NAME OF SIGNER Bonita L. EBENAL
ADDRESS 160 N Shore Dr. Bellingham WA 98226	

IN PRESENCE OF

SIGNATURE 	NAME OF SIGNER Ginger Pennington
ADDRESS 4326 Pacific Hwy	

UNITED STATES OF AMERICA

SIGNATURE 	NAME OF SIGNER TERRIA HEINLEIN
	OFFICIAL TITLE CONTRACTING OFFICER

(CONTINUED FROM PAGE 1 OF 2)

A proper invoice must include the following:

- Invoice date
- Name of the Lessor as shown on the Lease
- Lease contract number, building address, and a description, price, and quantity of the items delivered
- GSA PDN # PS0022027

If the invoice is not submitted on company letterhead, the person(s) with whom the Lease contract is made must sign it.

B. The Government-approved TICS Table which formed the basis for the TI costs are hereby incorporated into the lease as Exhibit A (2 pages).

All other terms and conditions shall remain in full force and effect.

INITIALS: BE & JH
Lessor Gov't