

**GENERAL SERVICES ADMINISTRATION
PUBLIC BUILDINGS SERVICE
SUPPLEMENTAL LEASE AGREEMENT**

SUPPLEMENTAL AGREEMENT

DATE

No. 3

3/9/2011

TO LEASE NO.

GS-11B-02172

ADDRESS OF PREMISES

12420 Parklawn Drive

Rockville, MD 20852-1740

THIS AGREEMENT, made and entered into this date by and between JBG/12420 PARKLAWN, L.L.C.

**whose address is: 4445 Willard Avenue
Suite 400
Chevy Chase, MD 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 incorporate new acoustical performance standards into the Lease.

WHEREAS, As a result of the unique architecture of the Building and the Government's program of requirements, the Lessor's architect retained the acoustical engineering firm Miller, Beam & Paganelli, Inc., to study the acoustical requirements set forth in SFO 07-015 and to develop more appropriate specifications, which have been incorporated into the final Construction Drawings and approved by the Government.

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

All sections of the Lease related to acoustical requirements and acoustical performance standards, including but not limited to SFO Section 5.21 (Acoustical Requirements), are hereby deleted in their entirety. The Lessor shall adhere to the following performance standards:

- i) Conference Rooms are designed to achieve an NC-35 rating.
- ii) Private Offices are designed to achieve an NC-40 rating.
- iii) Open Plan offices, corridors, cafeterias, lobbies and toilet rooms are designed to achieve an NC-45 rating.
- iv) The subdividing partitions between offices are designed to achieve an STC of 35 (partition type A-1 & A3).
- v) Acoustical ceiling tile shall have a CAC rating of 40.
- vi) Conference Rooms and Exterior Offices E/F and C/D require a higher degree of acoustical isolation and will use partition type B1 & B2 in order to achieve and maintain an STC of 50.
- vii) The VAV box specifications shall include a maximum sound power level requirement for the radiated noise as follows: 66dB in the 125 Hz octave band, 63dB in the 250 Hz octave band, 61dB in the 500 Hz and above octave bands. This allows the offices below the VAV boxes to achieve and maintain an NC-40 rating.
- viii) 1" internal soundlining will be installed in the first 10 feet of discharge ducts after the VAV boxes.
- ix) Lessor shall install fabric-covered 1" thick fiberglass wall treatment on at least 2 adjacent walls in the conference rooms to control reverberant noise.
- x) Lessor shall install paper faced semi-rigid fiberglass board attached to the deck above the corridors and pantries to control reverberant noise.
- xi) Lessor shall install 1" thick K-13fc spray-on material on the ceiling of Conference Room 125 to control reverberant noise
- xii) Lessor shall install laminated glass storefront in the Conference Rooms and Exterior Offices E/F and C/D
- xiii) Lessor shall apply an extra layer of 5/8" drywall directly to the existing drywall to the mechanical room partition for Conference Rooms 1200 and 1002
- xiv) Lessor shall install 5/8" drywall hung from the slab above Conference Room 2054 on resilient channels.
- xv) Lessor shall install 1 3/4" thick solid core wood door with full perimeter gaskets at all conference rooms and E/F, C/D offices
- xvi) Lessor shall install 5/8" plywood sheathing above the north elevation E/F and C/D offices in order to maintain the required STC for these rooms.

These standards and Lessor obligations may be subject to minor adjustments as directed by the Lessor's architect, subject to approval by the Contracting Officer. Such approval shall not be unreasonably delayed or withheld.

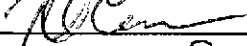
All other terms and conditions of this Lease not changed hereby shall remain in full force and effect.

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

LESSOR: JBG/12420 PARKLAWN, L.L.C.

A Delaware limited liability company

By: JBG/Company Manager II, L.L.C.
a Delaware limited liability company
its managing member

By: 
(Signature) Rod Lawrence

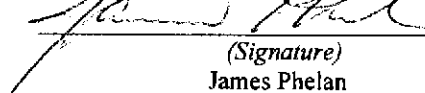
TITLE: Authorized Signatory
DATE: 1/20/11

IN THE PRESENCE OF (witnessed by):


(Signature)

4445 Willard Ave. Suite 400
Cherry Chase, MD 20815
(Address)

UNITED STATES OF AMERICA:

BY 
(Signature)
James Phelan

Contracting Officer, GSA, NCR
(Official Title)