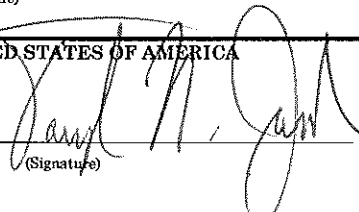


MAY 21 2012

GENERAL SERVICES ADMINISTRATION PUBLIC BUILDINGS SERVICE SUPPLEMENTAL LEASE AGREEMENT	SUPPLEMENTAL AGREEMENT No. 2 TO LEASE NO. LDC02211	DATE MAY 21 2012																												
ADDRESS OF PREMISES 470/490 L'ENFANT PLAZA 429 L'ENFANT PLAZA, SW Washington, DC 20024																														
THIS AGREEMENT, made and entered into this date by and between Potomac Creek Associates, LLC whose address is: Potomac Creek Associates, LLC C/O JBG Companies 4445 Willard Ave 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. NOW THEREFORE, these parties for the considerations hereinafter covenant and agree that the said lease is hereby amended effective December 22, 2011 as follows: Issued to reflect the annual operating cost escalation provided for in the basic lease agreement. <table border="1"><tr><td>Base (CPI-W-U.S. City Avg)</td><td>November</td><td>2010</td><td>214.750</td></tr><tr><td>Corresponding Index</td><td>November</td><td>2011</td><td>222.813</td></tr><tr><td>Base Operating Cost Per Lease</td><td></td><td></td><td>\$1,743,578.48</td></tr><tr><td>% Increase in CPI-W</td><td></td><td></td><td>0.037545984</td></tr><tr><td>Annual Increase In Operating Cost</td><td></td><td></td><td>\$65,464.37</td></tr><tr><td>Less Previous Escalation Paid</td><td></td><td></td><td>\$0.00</td></tr><tr><td>Annual Increase In Operating Cost Due Lessor</td><td></td><td></td><td>\$65,464.37</td></tr></table> <p>Effective December 22, 2011, the annual rent is increased by \$65,464.37 The new annual rent is \$7,171,190.47 payable at the rate of \$597,599.21 per month. The rent check shall be made payable to: Potomac Creek Associates, LLC C/O JBG Companies 4445 Willard Ave Suite, 400 Chevy Chase, MD 20815-4641</p> <p>All other terms and conditions of the lease shall remain in force and effect.</p> <p>IN WITNESS WHEREOF, the parties subscribed their names as of the above date.</p> <p>LESSOR: Potomac Creek Associates, LLC</p> <p>BY _____ (Signature) _____ (Title)</p> <p>IN THE PRESENCE OF</p> <p>_____ (Signature) _____ (Address)</p> <p>UNITED STATES OF AMERICA</p> <p>BY  (Signature) _____ Contracting Officer, GSA, NCR, PBS, Realty Services Division (Official Title)</p>			Base (CPI-W-U.S. City Avg)	November	2010	214.750	Corresponding Index	November	2011	222.813	Base Operating Cost Per Lease			\$1,743,578.48	% Increase in CPI-W			0.037545984	Annual Increase In Operating Cost			\$65,464.37	Less Previous Escalation Paid			\$0.00	Annual Increase In Operating Cost Due Lessor			\$65,464.37
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