

**Amendment Number One to  
Lease Agreement No. 30001191  
Portland Bureau of Transportation**

This Amendment Number One to Lease Agreement No. 30001191 (this "Amendment") is made and entered into as of this \_\_\_\_\_ day of \_\_\_\_\_, 2011 by the City of Portland acting by and through the Portland Development Commission ("Lessor") and the Portland Bureau of Transportation ("Lessee").

**Recitals**

- A. Whereas on or about March 1, 2010, the Lessor and the Lessee entered into a Lease Agreement (the "Lease") pertaining to real property commonly known as Block 49 bounded by NE 1<sup>st</sup> Avenue (west boundary), NE Multnomah Street (north boundary), NE 2<sup>nd</sup> Avenue (east boundary) and NE Holladay Street (south boundary), Portland, Oregon 97232; and
- B. Whereas Lessor and Lessee have subsequently agreed to certain modifications to the Lease that the parties intend to memorialize in writing in this Amendment.

**Agreement**

The parties hereby agree to amend the Lease as follows:

1. Paragraph 1.1 Term is hereby amended by deleting "June 30, 2011" and replacing it with "December 31, 2011".
2. Paragraph 2.1 Base Rent is hereby amended by deleting "June 30, 2011" and replacing it with "December 31, 2011"

Except as modified in this Amendment, all of the terms, conditions and requirements of the Lease shall remain in full force and effect.

IN WITNESS WHEREOF, Lessee and Lessor have caused this Lease Amendment to be executed by their duly authorized officers.

[the remainder of this page left blank intentionally]

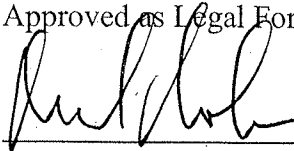
LESSEE:

184635

**Portland Bureau of Transportation**

Approved as Legal Form

By: \_\_\_\_\_  
Tom Miller, Director

  
\_\_\_\_\_  
City Attorney

Date: \_\_\_\_\_

LESSOR:

**Portland Development Commission**

Approved as to Legal Form

By: \_\_\_\_\_  
Patrick Quinton, Executive Director

\_\_\_\_\_  
PDC Legal Counsel

Date: \_\_\_\_\_

PURSUANT TO SECTION 1.4.3 OF THAT CERTAIN AGREEMENT FOR DISPOSITION AND DEVELOPMENT OF PROPERTY BETWEEN STARTERRA, LLC, AND THE PORTLAND DEVELOPMENT COMMISSION DATED AUGUST 1, 2008 (THE "DDA"), STARTERRA, LLC, HEREBY CONSENTS TO THIS LEASE AND AGREES AND ACKNOWLEDGES THAT THE USES CONTEMPLATED BY THIS LEASE ARE, AS APPLICABLE, EXCEPTIONS TO THE PORTLAND DEVELOPMENT COMMISSION'S REPRESENTATIONS AND WARRANTIES CONTAINED IN THE DDA, INCLUDING BUT NOT LIMITED TO, COMMISSION'S REPRESENTATIONS AND WARRANTIES SET FORTH IN SECTION 1.8:1 OF THE DDA. STARTERRA, LLC, FURTHER AGREES AND ACKNOWLEDGES THAT THIS LEASE CONSTITUTES A "PERMITTED EXCEPTION" AS THAT PHRASE IS USED IN THE DDA.

STARTERRA, LLC, an Oregon limited liability company

By: BPM Crossing LLC, its manager and member

By: \_\_\_\_\_  
Barry D. Schlesinger, Member

By: Provention, LLC, its Member

By: \_\_\_\_\_  
Wayne C. Rembold, Member