

OCCUPANCY AGREEMENT

between
USN CG 4TH MAR DIV
and
GENERAL SERVICES ADMINISTRATION

USN CG 4TH MAR DIV will occupy 90,216 usable (90,216 rentable) square feet of space and 3 surface parking spaces in the FEDERAL CTR WHSE 4, 501 FELIX STREET, FORT WORTH, TX for a period of 60 months commencing on or about 12/13/1999.

The USN CG 4TH MAR DIV will pay the General Services Administration rent in accordance with the attached page(s). The rental will be adjusted annually for operating cost escalations in accordance with the provisions in the FPMR.

USN CG 4TH MAR DIV will pay the General Services Administration additional rent for prorated share of joint use space associated with this location, if any.

Additional/reduced services are shown on the attached Occupancy Agreement Financial Summary.

Additional Clauses: None.

Tenant Specific Clauses: None.

Ad Hoc Clauses: None.

I agree to the initial terms with the understanding modifications will be made over time.

Approved: Stuart Moore
Agency Representative
Title: FACILITIES OFFICER MFR
Date: 991210

Approved: Donna King
GSA Representative
Title: Realty Spec.
Date: 12-9-99

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To	<u>DONNA KING</u>	From	<u>MYRT. HARMON</u>
Co.	<u>GSA/PBS/7PCF</u>	Co.	<u>MFR/FAC</u>
Dept.		Phone #	<u>(504) 678-6817</u>
Fax #	<u>(817) 978-7508</u>	Fax #	<u>(504) 678-6821</u>

Final
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ProForma
 12/09/99

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Occupancy Agreement Financial Summary

	Factors	Factors	Cost	Annual Cost Cost/SF	Part Year 12/13/99-09/30 Cost
1. Shell Rental Rate					
a. General Purpose (rentable square footage)		965	\$4,950.45	\$5.13	\$4,125.38
b. Warehouse (rentable square footage)		89,251	\$157,974.27	\$1.77	\$131,645.23
2. Amortized Tenant Improvement					
a. General Allowance Used			\$0.00	\$0.00	\$0.00
b. Amortization Term (in months)		60			
3. Operating Costs *			\$84,351.88	\$0.94	\$70,293.30
4. Real Estate Tax			\$0.00	\$0.00	\$0.00
- Market Rent SubTotal		90,216	\$247,276.68	\$2.74	\$206,063.90
5. Amortized Tenant Improvement					
a. Customization Allowance Used			\$0.00	\$0.00	\$0.00
6. Security Services					
a. Basic Security Charges			\$14,434.56	\$0.16	\$12,028.80
b. Rapid Response Charge			\$0.00	\$0.00	\$0.00
c. Building Specific Operating Charges			\$13,107.52	\$0.15	\$10,922.93
d. Building Physical Enhancements			\$0.00	\$0.00	\$0.00
7. Adjustments for Additional Services		90,216			
8. Adjustments for Reduced Services		90,218			
9. Parking					
a. Structured (number of spaces)	0	\$0.00	\$0.00		\$0.00
b. Surface (number of spaces)	3	\$132.00	\$396.00		\$330.00
10. Rent Charges for Other Space			\$0.00	n.a.	\$0.00
11. Management Fees			\$0.00	n.a.	\$0.00
- Agency Rent Subtotal		90,216	\$275,214.76	\$3.05	\$229,345.63
12. Pro Rata Joint Use Charges			\$0.00	n.a.	\$0.00
- Total Annual Rental		90,216	\$275,214.76	\$3.05	\$229,345.63
13. Lump Sum Payments					
a. Tenant Improvement					\$0.00
b. Forced Move					\$0.00
c. Other					\$0.00
14. Adjustments for One-Time Services		90,216			\$0.00

* Operating Costs Escalation Applies