

Form PTO-1594
(Rev. 03/01)

OMB No. 0651 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab setting ⇄⇄⇄

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Lend Lease Real Estate Investments, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation - State of Delaware
- Other: _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Morgan Stanley Real Estate Advisor, Inc.

Street Address: 1585 Broadway

City: New York State New York Country: USA

Zip/Country Code: 10036

a Delaware Corporation

If assignee is not domiciled in the United States, a domestic representative designated is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other: _____

Execution Date: June 14, 2004

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

76/518,928 filed on June 2, 2003

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Wendy L. Robertson, Esquire

Internal Address: _____

Street Address: c/o Alston & Bird LLP

1201 W. Peachtree Street

City: Atlanta State: GA Zip: 30309-3424

6. Total number of applications and registrations involved:One (1)

7. Total fee (37 CFR 3.41)\$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16-0605

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9. Statement and signature.

Wendy L. Robertson

Name of Person Signing

Wendy Robertson 6/22/04

Signature

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner to Patent & Trademarks, Box Assignments
Washington, D.C. 20231

CH \$40.00 160605 76518928

CONFIRMATORY TRADEMARK ASSIGNMENT

WHEREAS, Lend Lease Real Estate Investments, Inc. ("Assignor"), a Delaware corporation having its principal office at 3424 Peachtree Road NE, Suite 800, Atlanta, Georgia 30326, did on November 20, 2003 transfer all right, title and interest in its mark PRIME PROPERTY FUND, including the federal application therefor having Serial No. 76/518,928 filed on June 2, 2003, to Morgan Stanley Real Estate Advisor, Inc., a Delaware corporation with its principal office at 1585 Broadway New York, New York 10036 ("Assignee");

WHEREAS, Assignee wishes to conform the records in the Assignment Branch of the United States Patent and Trademark Office to reflect its ownership of the mark PRIME PROPERTY FUND and the application therefor;

NOW, THEREFORE, be it known that for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor did assign unto Assignee all right, title and interest in and to the said mark, together with the goodwill of the business symbolized by said mark, and the application therefor, and ownership thereof now resides in Morgan Stanley Real Estate Advisor, Inc.

Morgan Stanley Real Estate Advisor, Inc.

Date: June 14, 2004

By: Candice W. Tordt

Name: Candice W. Tordt

Office: Executive Director