

08-27-1999



101129784

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger  Change of Name   
Effective Date  
Month Day Year
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual  General Partnership  Limited Partnership

- Corporation  Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

08/27/1999 MTHAI1 00000017 2096507

FOR OFFICE USE ONLY

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40.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 001949 FRAME: 0833

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

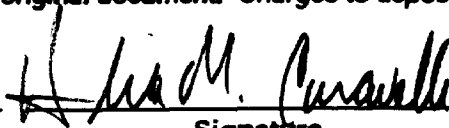
Yes

No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Alia M. Caravelli



8-18-99

Name of Person Signing

Signature

Date Signed

SIXTH AMENDMENT OF LANCASTER TRUST

This Sixth Amendment (this "Amendment"), dated as of the 23rd day of August, 1996, of Indenture of Trust, dated as of July 31, 1979 (the "Trust"), between Parcit-IIP Lancaster Venture (the "Partnership") and Luke T. Anderson and Robert F. Welanetz, as Trustees (the "Trustees").

W I T N E S S E T H :

WHEREAS, Neil M. McKinnon has resigned as Trustee of the Trust, effective as of the date hereof, and such resignation has been accepted by the Partnership, and

WHEREAS, the Partnership and the remaining Trustee hereby wish to appoint a successor trustee and amend the Trust as follows:

NOW, THEREFORE, for valuable consideration and intending to be legally bound hereby:

1. The Partnership hereby appoints, as successor Trustee to the Trust, Robert F. Welanetz, who together with Luke T. Anderson shall be the sole trustees of the Trust and either of whom acting alone shall have all of the rights and authorities of the Trustees initially appointed, including the sole right to execute on behalf of the Trust all deeds,

mortgages, documents, checks and other instruments as provided in the Trust.

2. The Partnership shall have the right, in its sole and absolute discretion, to remove Luke T. Anderson or Robert F. Welanetz as trustee and appoint a substitute trustee in his place.

3. By his execution hereof, Robert F. Welanetz hereby consents to act as Trustee under the terms of the Trust, as amended to date.

4. Except as expressly modified or amended hereby, the terms, covenants and conditions of the Trust shall remain unmodified and in full force and effect.

5. This Amendment may be executed in several counterparts, each of which shall be an original, but all of which taken together shall constitute one and the same agreement.

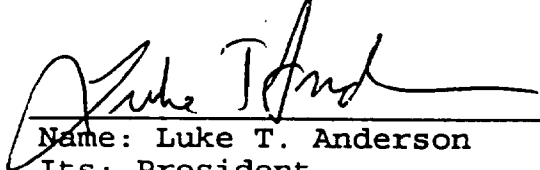
IN WITNESS WHEREOF, the Partnership and the Trustees have executed this Amendment as of the day and year first above written.

PARCIT-IIP LANCASTER VENTURE

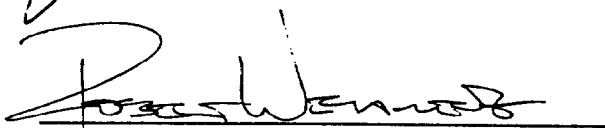
By: PARCITY, INC.,  
its General Partner

By:   
Name: Kevin D. Auger  
Its: Vice President

By: P CITY, INC.,  
its General Partner

By:   
Name: Luke T. Anderson  
Its: President

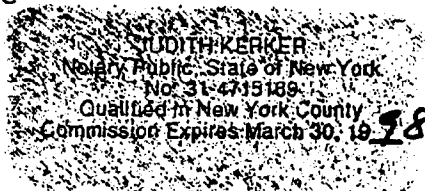
  
LUKE T. ANDERSON, Trustee

  
ROBERT F. WELANETZ, Trustee

STATE OF NEW YORK )  
COUNTY OF NEW YORK ) .SS:

On the 19 day of December, 1996, before me personally came Kevin D. Auger, to me known to be the individual who executed the foregoing instrument and who, being duly sworn by me, did depose and say that he is the Vice President of Parcity, Inc., a New York corporation, which corporation is a partner of Parcit-IIP Lancaster Venture, a partnership, and that he executed the foregoing instrument in the partnership name on behalf of Parcity, Inc., and that he had authority to sign the same, and acknowledged that he executed the same as the act and deed of the corporation on behalf of said partnership.

Judith Kerker  
Notary Public

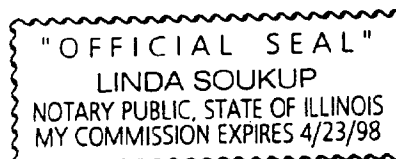


STATE OF ILLINOIS )  
COUNTY OF COOK ) .SS:

On the 20 day of December, 1996, before me personally came Luke T. Anderson, to me known to be the individual who executed the foregoing instrument and who, being duly sworn by me, did depose and say that he is the President of P City, Inc. a Delaware corporation, which corporation is a partner of Parcit-IIP Lancaster Venture, a partnership, and that he executed the foregoing instrument in the partnership name on behalf of P City, Inc., and that he had authority to sign the same, and acknowledged that he executed the same as the act and deed of the corporation on behalf of said partnership.

Linda Soukup  
Notary Public

NY-191429.1

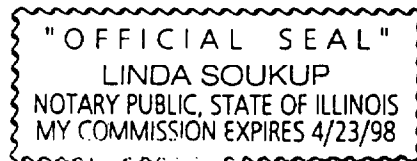


STATE OF ILLINOIS )  
 ) .ss:  
COUNTY OF COOK )

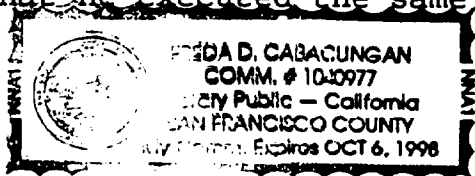
On the 20 day of December, 1996, before me personally came Luke T. Anderson, to me known and known to me to be the individual described in and who executed the foregoing instrument, as Trustee, and he acknowledged to me that he executed the same.

  
Notary Public

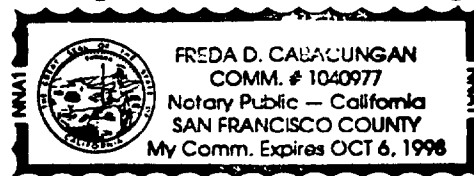
STATE OF California )  
 ) .ss:  
COUNTY OF San Francisco )



On the 23<sup>rd</sup> day of December, 1996, before me personally came Robert F. Welanetz, to me known and known to me to be the individual described in and who executed the foregoing instrument, as Trustee, and he acknowledged to me that he executed the same.



  
Notary Public



NY-191429.1