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IN WITNESS WHEREOF, the Lessor has caused this Assignment Agreement to be signed under seal by its duly authorized partner and the Company and the Lessee have each caused this Assignment Agreement to be signed in their respective corporate names and behalfs and their respective corporate seals to be hereunto affixed and attested by their duly authorized officers, all as of the day and year first above written.

ATC COMPANY

Witnesses:

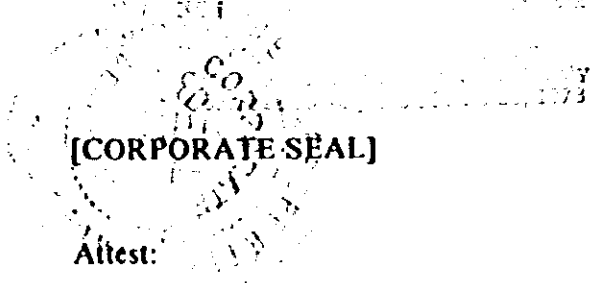
Frank L. Duemmler

Rosemary A. Alibon
Notary Public

By Arthur N. Levien [SEAL]
Arthur N. Levien, Partner

[NOTARIAL SEAL]

My Commission Expires



[CORPORATE SEAL]

Attest:

Linda C. Hochman
Linda C. Hochman, Secretary

AMANDA-REID PROPERTIES, INC.

By Robert H. Segersten
Robert H. Segersten, President

Witnesses:

Frank L. Duemmler

Walter P. ...
Notary Public

[NOTARIAL SEAL]

My Commission Expires

Walter P. ...
Notary Public, State of New York
No. 00-5 ...
Qualified in the County of ...
Seal to be Filed in New York County
Commission Expires March 30, 1974

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