officers, shareholders, employees or agents or any of them or any of their personal assets for such satisfaction.

IN WITNESS WHEREOF, the parties hereto executed this Agreement as of the bill day of December , 1984.

BELLWETHER PROPERTIES, L.P. (Assignor),

by CORPORATE PROPERTY INVESTORS, General Partner,

Vice President-Ceneral Counsel

Date of Execution (>

WITNESSES:

(CONTINUED ON NEXT PAGE)