

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement on the day and year first above written.

SELLER:

160 MADISON AVENUE OWNERS
CORPORATION

By: Claude Simon
Name: Claude Simon
Title: President

PURCHASER:

RE ASSET LLC

By: _____
Name: _____
Title: _____

Acknowledged and accepted as to the provisions
related to the Escrowee:

VERNON & GINSBURG, LLP, as Escrowee

By: _____
Name: _____
Title: _____