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April 3, 1998

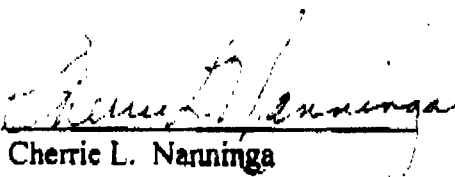
7 World Trade Company, L.P.
c/o Carb, Luria, Cook & Kufeld, LLP
521 Fifth Avenue
New York, NY 10175

Attention: Leonard Carter, Esq.

Re: Space Lease for Premises at 7 World Trade Center
7 World Trade Company, L.P. and The City of New York
acting through the Department of Citywide Administrative Services
Dated March 25, 1998

In connection with the above Space Lease, Leonard Carter, Esq., counsel for and on behalf of 7 World Trade Company, L.P., has by oral communication made to Allan Gershgorin, Esq. of the Port Authority Law Department requested a determination from the Port Authority of New York and New Jersey pursuant to the provisions of Section 9.1(i) of the agreement of lease ("Prime Lease") entered into between the Port Authority and 7 World Trade Company dated December 31, 1980 covering the letting of premises known as 7 World Trade Center. It is the opinion of the Port Authority that The City of New York acting through the Department of Citywide Administrative Services using the premises covered by the space lease for the purposes set forth in the paragraph immediately preceding Article 1 of the said space lease is eligible, suitable and qualified as a World Trade Center tenant in accordance with the provisions of said Section 9.1(i) of the Prime Lease. Nothing herein shall be construed in any way to amend, waive or alter any of the provisions of the Prime Lease or any of the rights and obligations of the parties thereto and thereunder.

Very truly yours,


Cherrie L. Nanninga
Director of Real Estate