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Catherine T. Giliberti
Senior Vice President

CERTIFIED MAIL - RRR
AND VIA FACSIMILE - 669-2666

June 23, 1999

Mr. Richard J. Ramos
Executive Director of Space Design
Department of Citywide Administrative Services
Division of Real Estate Services
Municipal Building - Room 2053S
New York, NY 10007

Re: **Mayor's Office of Emergency Management**
7 World Trade Center, New York City

Dear Mr. Ramos:

We are in receipt of your May 28, 1999 letter rejecting our May 21, 1999 invoice. Pursuant to the Letter Agreement dated March 9, 1999, we jointly developed successive "punch lists" of work to be completed. We now believe that the items on such lists have been substantially completed. As you know, the generators and associated work were defined in the Lease as "long lead" items. Due to various factors, most of which do not involve us, the generators and related work have not been completed.

We suggest a meeting at your earliest convenience in order that we agree upon an amount for you to withhold from payment of the aforesaid invoice.

Kindly contact me as soon as possible to arrange such a meeting.

Thank you for your prompt attention to this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Catherine T. Giliberti".

Catherine T. Giliberti

cc: William Diamond, DCAS
Iris Weinshall, FDC
Lori Fierstein, DCAS

Jeff Kondrat, DCAS
Glenn Pymonto, DRES
Jerome Hauer, MOEM

Walter Weems, SPI

/psb
moem invoice/rr