

Bill

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TAX ABATEMENT AGREEMENT NOTICE

March 10, 2011

City of Plano
Attention: Mr. Thomas H. Muehlenbeck
City Manager
P.O. Box 860358
Plano, Texas 75086-0358

County of Collin, Texas
Attention: The Honorable Ron Harris
County Judge
Collin County Commissioners' Court
210 S. McDonald, Ste. 626
McKinney, Texas 75069

Re: Tax Abatement Agreement (the "Abatement Agreement"), dated May 29, 2007, by and among the City of Plano, Texas; the County of Collin, Texas; KanAm Grund Kapitalanlagegesellschaft mbH, a German limited liability company, for the benefit of KanAm US-grundinvest Fonds, a German open-end real estate fund sponsored by KanAm Grund Kapitalanlagegesellschaft mbH (as successor-in-title to KDC-Plano I Investments, LP) ("Owner") and Denbury Onshore LLC

Dear Sirs:

Capitalized terms used but not otherwise defined herein shall have the meanings ascribed thereto in the Abatement Agreement.

Pursuant to Section 11 of the Abatement Agreement, this letter shall constitute notice to the City and Taxing Units that the Real Property and Improvements were sold and transferred by Owner to **FSP LEGACY TENNYSON CENTER LLC**, a Delaware limited liability company ("New Owner") on March 10, 2011. In connection with the sale of the Real Property and Improvements, the Abatement Agreement was assigned to New Owner, and New Owner agreed to be bound by the terms of same pursuant to an Assignment of Tax Abatement Agreement (the "Assignment") dated March 10, 2011. A copy of the Assignment is enclosed herewith for your information.

From and after the date hereof, any notices to Owner sent pursuant to Section 13 of the Abatement Agreement should be directed as follows:

FSP Property Management LLC
401 Edgewater Place, Suite 200
Wakefield, MA 01180
Attn: John Donahue

With a copy to:

Venable LLP
1270 Avenue of the Americas
New York, NY 10020
Attn: Brian D. Guttman, Esq.

Should you have any questions regarding this notice or the enclosed Assignment, please feel free to contact New Owner at the address above or by telephone at (781) 557-1300.

[signatures commence on following page]

Very truly yours,

OWNER:

**KANAM GRUND KAPITALANLAGEGESELLSCHAFT
MBH**, a German limited liability company, for the benefit of
KanAm US-grundinvest Fonds, a German open-end real estate
fund sponsored by KanAm Grund Kapitalanlagegesellschaft
mbH

By: 

Name: Matti Kreutzer
Title: Managing Director

By: 

Name: Olivier Catusse
Title: Managing Director

[signatures continued on following page]

NEW OWNER:

FSP LEGACY TENNYSON CENTER LLC, a Delaware
limited liability company

By: _____

Name: George J. Carter
Title: President

Enclosure

cc: City of Plano
Attention: Ms. Diane C. Wetherbee
City Attorney
P.O. Box 860358
Plano, Texas 75086-0358

Denbury Onshore LLC
Attention: Mr. Phil Rykhoek
Senior Vice President and Chief Financial Officer
5100 Tennyson Parkway, Suite 1200
Plano, Texas 75024

E. David Coligado, Esq.
W. Clay Gibson, Esq.