MARYLAND DEPARTMENT OF TRANSPORTATION
MARYLAND AVIATION ADMINISTRATION

SUPPLEMENT NO. 4 TO LEASE AGREEMENT NO. SAA-LC-29
AT BALTIMORE/WASHINGTON INTERNATIONAL AIRPORT

THIS SUPPLEMENTAL CONTRACT is made this 8th day of JUN, 1996, by and between the Maryland Aviation Administration of the Maryland Department of Transportation (hereinafter referred to as "Lessor") and BWI Inn Associates, d/b/a Sheraton International Hotel, Post Office Box 8741, Baltimore/Washington International Airport, Maryland 21240, a limited partnership organized and existing under the laws of the State of Virginia (hereinafter referred to as "Lessee").

WHEREAS, the Mayor and City Council of Baltimore entered into a Lease Agreement dated July 14, 1965 with Herbert Alpert of Boston, Massachusetts or his assignee (Friendship International Hotel, Inc.), a Maryland corporation, for the lease of Airport land more particularly described in said Lease Agreement for the construction and operation thereon of a motel-hotel and other related facilities, which lease is recorded in the land records of Anne Arundel County in Liber L.N.P. No. 1944, Folio 471 et seq; and

WHEREAS, by Amendment and Confirmation of Lease dated January 19, 1966 by and between the Mayor and the City Council of Baltimore, a Municipal Corporation of the State of Maryland, and the Airport Board and Herbert Alpert, recorded in the land records of Anne Arundel County in Liber L.N.P. No. 1944, Folio 501 et seq, said Lease Agreement was amended in certain respects; and

WHEREAS, by Assignment dated January 19, 1966 by and between Herbert Alpert and Friendship International Hotel Corporation, recorded in the land records of Anne Arundel County Liber L.N.P. 1944, Folio 520 et seq, Herbert Alpert assigned the aforesaid Lease Agreement as amended and confirmed unto Friendship International Hotel Corporation; and

WHEREAS, by Second Amendment and Confirmation of Lease, dated November 27, 1968, by and between the Mayor and City Council of Baltimore and Friendship International Hotel Corporation, recorded in the land records of Anne Arundel County in Liber 228, Folio

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136, the terms of the Amendment and Confirmation of Lease dated January 19, 1966 were republished and confirmed; and

WHEREAS, Friendship International Hotel Corporation was subsequently purchased by Lex Hotels (Baltimore), Inc., as evidenced in the Amendment and Confirmation of Lease dated December 20, 1971 by and between Friendship International Airport Authority and Herbert Alpert and Friendship International Hotel Corporation, recorded in the land records of Anne Arundel County in Liber 2461, Folio 148 (hereinafter the aforementioned Lease Agreement dated July 14, 1965 and the aforementioned three (3) Amendment and Confirmation of Lease documents collectively are referred to as the "Lease Agreement"); and

WHEREAS, pursuant to Chapter 180 of the Laws of Maryland of 1972, ownership of Friendship International Airport was transferred to the State of Maryland on July 26, 1972 with responsibility for its operation in the Lessor, including authority to enter into lease agreements and to extend the terms of existing agreements; and

WHEREAS, the name of Friendship International Airport was officially changed on November 16, 1973 by Executive Order of the Governor of Maryland to Baltimore/Washington International Airport (hereinafter referred to as "Airport"); and

WHEREAS, pursuant to the Annotated Code of Maryland, Friendship International Hotel Corporation was merged into Lex Hotels (Baltimore), Inc., with Lex Hotels (Baltimore), Inc. the survivor, as evidenced by a certain certificate of conveyance of real property by Articles of Merger, which is recorded in the land records of Anne Arundel County in Liber 2665, page 797; and

WHEREAS, said Lex Hotels (Baltimore), Inc. by assignments dated December 1, 1981 and recorded in the land records of Anne Arundel County in Book 3457, page 781, assigned its rights in said property to Lessee; and

WHEREAS, Lessor and Lessee entered into a certain Supplement No. 1 to Lease Agreement No. SAA-LC-29, dated August 18, 1983, recorded in the land records of Anne Arundel County in Book 3625, page 325, et seq, whereby the lease term was extended and other modifications were agreed to; and

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WHEREAS, Lessor and Lessee entered into a certain Supplement No. 2 to Lease Agreement No. SAA-LC-29, dated December 21, 1988, whereby Lessee was granted the right to construct at its expense, with the approval of the Lessor, certain expansion of parking areas at International Hotel (hereinafter referred to as "Hotel"), necessitating expansion and redefinition of the premises demised by the Lease Agreement; and

WHEREAS, Lessor and Lessee entered into a certain Supplement No. 3 to Lease Agreement No. SAA-LC-29, dated May 31, 1990, whereby Lessee was granted the right to establish a Check-In-Service Center in the Lower Level, North Terminal of the Baltimore/Washington International Airport Terminal Building; and

WHEREAS, Lessor and Lessee agree to increase the space assignments for exclusive lease to Lessee as shown in the Lease Agreement as amended; and

WHEREAS, all provisions and representations contained in the Contract Affidavit dated June 30, 1989 appended to Supplement No. 3 of the Lease Agreement are reaffirmed by Lessee; and

WHEREAS, the Lessee herein is the same Lessee and legal entity as the Lessee identified in Supplement No. 3 to the Lease Agreement; and

WHEREAS, Lessee desires to construct, at its expense, with the approval of the Lessor, additional paved parking spaces for patrons of the International Hotel (hereinafter referred to as "Hotel") on the additional land leased hereunder;

NOW, THEREFORE, in consideration of the covenants and obligations on each part to be performed and other good and valuable consideration, the parties agree to amend the Lease Agreement as follows:

1. Lessor hereby leases to Lessee that parcel of land as shown on Exhibit "C" for construction by Lessor of additional paved parking spaces.

2. The attached Exhibit "C" shall be made a part of the Lease Agreement, as amended.

3. The leased area parcel shall consist of approximately 21,700 square feet.

4. Lessor may, upon at least ninety (90) days prior written notice to Lessee, retake possession of the area leased hereunder. In such case, Lessor will
provide replacement space reasonably located near the Hotel of a substantially similar size and in a substantially similar condition for Lessee's use.

5. The effective date of this Supplement No. 4 is October 16, 1996.

All other terms and conditions of the Lease Agreement, including the Contract Affidavit, not inconsistent herewith, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Agreement to be executed as of the date first above written.

ATTEST:

BWI INN ASSOCIATES
d/b/a SHERRYTON INTERNATIONAL HOTEL
BY CREATIVE INNS, INC. GENERAL PARTNER

______________________________  ______________________________
BY: __________________________  (SEAL)

Martin H. DeHaan, President
(TITLE)

54-1183877
FEDERAL ID. NO.

WITNESS:

______________________________
Linda N. Heard

MARYLAND AVIATION ADMINISTRATION

______________________________
BY: Theodore E. Mathison
Theodore E. Mathison
Executive Director

APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:

______________________________
Janice G. Saltzman
Assistant Attorney General

NOTE: The use of this format approved by the Maryland Board of Public Works as Item 16-1-MOD on July 19, 1983.

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