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DAUPHIN COUNTY
PENNA

SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER, A CONDOMINIUM

THIS SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM ("Amendment") is made as of the 11th day of June, 1996, by Saratoga Office Center, A Condominium, Owners' Association (the "Association"), Saratoga Properties, a Pennsylvania general partnership (the "Declarant"), Multiple Sclerosis Association of America, Inc., a New Jersey non-profit corporation ("MS" or "Successor Declarant") and each of the undersigned Unit Owners of Saratoga Office Center, A Condominium (the "Unit Owners").

Recitals:

The background to this Amendment is as follows:

A. Pursuant to a certain Declaration of Condominium dated June 15, 1988 and Declaration Plats and Plans, recorded June 16, 1988, in Dauphin County Record Book 1130, Page 20, and Plan Book P, Volume 4, Page 51 respectively, the Declarant created a flexible condominium known as Saratoga Office Center, A Condominium (the "Condominium"), located in Susquehanna Township, Dauphin County, Pennsylvania.

B. The Declaration has since been amended by the following:

1. First Amendment to Declaration of Condominium dated and recorded August 31, 1988 in Dauphin County Record Book 1167, Page 561;

2. Second Amendment to Declaration of Condominium dated and recorded June 6, 1990 in Dauphin County Record Book 1434, Page 191;

3. Third Amendment to Declaration of Condominium dated and recorded September 28, 1990 in Dauphin County Record Book 1482, Page 206;

4. Fourth Amendment to Declaration of Condominium dated and recorded November 18, 1993 in Dauphin County Record Book 2106, Page 085;

5. Fifth Amendment to Declaration for Saratoga Office Center, a Condominium, dated and recorded June 15, 1995 in Dauphin County Record Book 2425, Page 328 (the "Fifth Amendment"); and

6. Sixth Amendment to Declaration for Saratoga Office Center, a Condominium, dated December 11, 1995 and recorded December 14, 1995 in Dauphin County Record Book 2531, Page 303 (the "Sixth Amendment:").

(The Declaration of Condominium and Declaration Plans referred to in Paragraph A above and the First, Second, Third, Fourth, Fifth and Sixth Amendments to Declaration of Condominium and amendments to the Declaration Plans referred to in this Paragraph B are hereinafter collectively referred to as the "Declaration.")

C. On March 9, 1990, the Declarant transferred Special Declarant Rights in and to Tract 3 ("Tract 3" or "Phase III") of the Condominium to Saratoga Joint Venture, a Pennsylvania Joint Venture ("SJV") pursuant to a Partial Assignment of Special Declarant's Rights recorded on March 16, 1990 in Dauphin County Record Book 1396, Page 336.

D. On July 24, 1995, SJV transferred all of SJV's Special Declarant Rights connected with Phase III of the Condominium to MS pursuant to an Assignment of Special Declarant Rights recorded on July 25, 1995 in Dauphin County Record Book 2446, Page 394.

E. Pursuant to Articles XV and XVI of the Declaration, the Declarant explicitly reserved the option to contract the Condominium by withdrawing "Withdrawable Real Estate" or to convert "Convertible Real Estate" to the Condominium until the seventh anniversary of the recording of the Declaration.

F. Tract 2 and Tract 3 are both identified in the Declaration as "Convertible/Withdrawable Real Estate."

G. Pursuant to the Fifth Amendment, the parties extended the time period in which the Declarant or its successor shall have the right to withdraw or convert Tract 2 and Tract 3 of the Condominium, for an additional six (6) month period, until December 15, 1995, inclusive, and confirmed the extension of the Special Declarant Rights for an equal period of time.

H. Pursuant to the Sixth Amendment, the parties extended the time period in which the Declarant or its successor shall have the right to withdraw or convert Tract 2 and Tract 3 of the Condominium, for an additional six (6) month period, until June 15, 1996, inclusive, and confirmed the extension of the Special Declarant Rights for an equal period of time.

I. The parties wish to amend the Declaration to further extend the time period in which the Declarant or its successor(s) shall have the right to withdraw or convert Tract 2 and Tract 3 of the Condominium for an additional 3 month period, until September 15, 1996, inclusive, and to confirm the extension of the Special Declarant Rights, for an equal period of time.

J. All capitalized terms used herein which are not defined herein shall have the meanings specified in Article II of the Declaration.

NOW, THEREFORE, the Declaration is hereby amended as follows:

1. Recitals. The Recitals set forth above are incorporated herein by reference as though fully set forth at length.

2. Section 15.1. The first two sentences of Section 15.1 of the Declaration are hereby amended and restated as follows:

Declarant hereby explicitly reserves an option until September 15, 1996 to contract the Condominium from time to time in compliance with Section 3212 of the Act without the consent of any unit owner or Mortgagee. The option to contract may be terminated prior to such date only upon the filing of an amendment to this Declaration by the Declarant expressly terminating this reservation.

The remaining provisions of Section 15.1 of the Declaration shall remain in full force and effect.

3. Section 16.1. The first two sentences of Section 16.1 of the Declaration are hereby amended and restated as follows:

Declarant hereby explicitly reserves an option until September 15, 1996 to convert all or any portion of the Convertible Real Estate to units, Limited Common Elements, Common Elements or any combination thereof from time to time in compliance with Section 3211 of the Act without the consent of any unit owner or Mortgagee. The option to convert may be terminated prior to such date only upon the filing of an amendment to this Declaration by the Declarant expressly terminating this reservation.

The remaining provisions of Section 16.1 of the Declaration shall remain in full force and effect.

4. Invalidity. In the event that any one or more provisions contained in this Seventh Amendment which extends the dates to convert Convertible Real Estate or to withdraw Withdrawable Real Estate, shall for any reason be held or determined to be invalid, illegal or unenforceable in any respect, then the Fifth Amendment shall be deemed to be a withdrawal of Tract 2 and Tract 3 from the Condominium as of the Effective Date thereof, in which event the provisions of Paragraph 5 of the Fifth Amendment shall control as of the Effective Date thereof.

5. Effective Date. This Seventh Amendment shall be effective at the time of recordation in the Recorder of Deeds Office of Dauphin County, Pennsylvania.

6. Headings. Paragraph headings in this Amendment are inserted for convenience of reference only and shall not be construed in interpreting this Amendment.

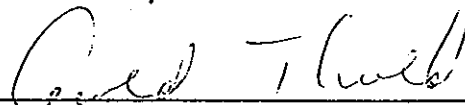
7. Full Force and Effect. Except as specifically modified herein, the Declaration remains in full force and effect in accordance with its terms.

IN WITNESS WHEREOF, the undersigned have duly executed this Amendment as of the day and year first above written.

ATTEST:

Saratoga Office Center, A
Condominium, Owners' Association

(Asst.) Secretary

By: 
(~~Vice~~) President

WITNESS:

DECLARANT
Saratoga Properties, a Pennsylvania
general partnership

By: _____
General Partner

WITNESS/ATTEST:

SUCCESSOR DECLARANT
Multiple Sclerosis Association of
America, a non-profit corporation

By: _____
(Vice) President

4. Invalidity. In the event that any one or more provisions contained in this Seventh Amendment which extends the dates to convert Convertible Real Estate or to withdraw Withdrawable Real Estate, shall for any reason be held or determined to be invalid, illegal or unenforceable in any respect, then the Fifth Amendment shall be deemed to be a withdrawal of Tract 2 and Tract 3 from the Condominium as of the Effective Date thereof, in which event the provisions of Paragraph 5 of the Fifth Amendment shall control as of the Effective Date thereof.

5. Effective Date. This Seventh Amendment shall be effective at the time of recordation in the Recorder of Deeds Office of Dauphin County, Pennsylvania.

6. Headings. Paragraph headings in this Amendment are inserted for convenience of reference only and shall not be construed in interpreting this Amendment.

7. Full Force and Effect. Except as specifically modified herein, the Declaration remains in full force and effect in accordance with its terms.

IN WITNESS WHEREOF, the undersigned have duly executed this Amendment as of the day and year first above written.

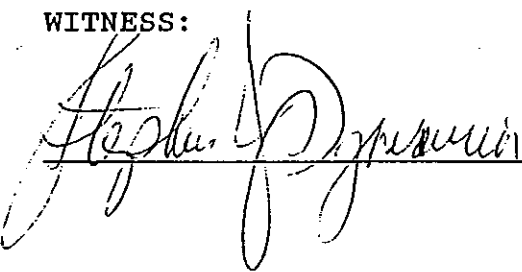
ATTEST:

Saratoga Office Center, A
Condominium, Owners' Association

(Asst.) Secretary

By: _____
(Vice) President

WITNESS:



DECLARANT
Saratoga Properties, a Pennsylvania
general partnership

By: Alan Freestone
General Partner

WITNESS/ATTEST:

SUCCESSOR DECLARANT
Multiple Sclerosis Association of
America, a non-profit corporation

(Vice) President

4. Invalidity. In the event that any one or more provisions contained in this Seventh Amendment which extends the dates to convert Convertible Real Estate or to withdraw Withdrawable Real Estate, shall for any reason be held or determined to be invalid, illegal or unenforceable in any respect, then the Fifth Amendment shall be deemed to be a withdrawal of Tract 2 and Tract 3 from the Condominium as of the Effective Date thereof, in which event the provisions of Paragraph 5 of the Fifth Amendment shall control as of the Effective Date thereof.

5. Effective Date. This Seventh Amendment shall be effective at the time of recordation in the Recorder of Deeds Office of Dauphin County, Pennsylvania.

6. Headings. Paragraph headings in this Amendment are inserted for convenience of reference only and shall not be construed in interpreting this Amendment.

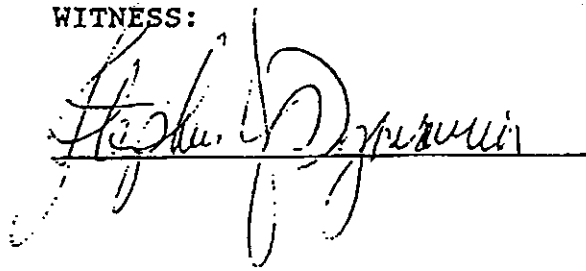
7. Full Force and Effect. Except as specifically modified herein, the Declaration remains in full force and effect in accordance with its terms.


IN WITNESS WHEREOF, the undersigned have duly executed this Amendment as of the day and year first above written.

ATTEST: Saratoga Office Center, A
Condominium, Owners' Association

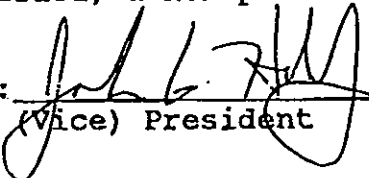
(Asst.) Secretary By: _____
(Vice) President

WITNESS: DECLARANT
Saratoga Properties, a Pennsylvania
general partnership



By: 
General Partner

WITNESS/ATTEST: SUCCESSOR DECLARANT
Multiple Sclerosis Association of
America, a non-profit corporation

By: 
(Vice) President

COMMONWEALTH OF PENNSYLVANIA:

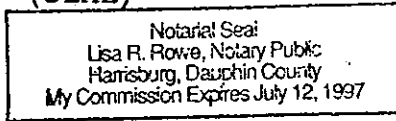
COUNTY OF Dauphin : SS:

On this the 13th day of June, 1996, before me, a Notary Public, the undersigned officer, personally appeared Arnold Shierwald, (~~Vice~~) President of Saratoga Office Center, a Condominium, Owners' Association, who acknowledged himself to be (~~Vice~~) President of Saratoga Office Center, a Condominium, Owners' Association,, and that he, as such (~~Vice~~) President, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Lisa R. Rowe

Notary Public
My Commission Expires:
(SEAL)



COMMONWEALTH OF PENNSYLVANIA:

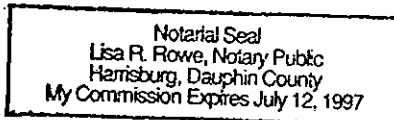
COUNTY OF Dauphin : SS:

On this the 11th day of June, 1996, before me, a Notary Public, the undersigned officer, personally appeared Alvin Firestone, general partner of Saratoga Properties, a Pennsylvania general partnership, who acknowledged himself to be general partner of Saratoga Properties, a Pennsylvania general partnership, and that he, as such general partner, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Lisa R. Rowe

Notary Public
My Commission Expires:
(SEAL)



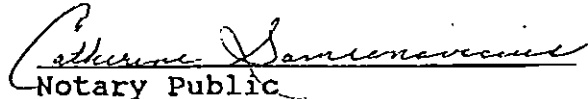
State of New Jersey

~~COMMONWEALTH OF PENNSYLVANIA:~~

COUNTY OF Camden : SS:
:

On this the 13th day of June, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared John G. Hodson, Jr. (Vice) President of Multiple Sclerosis
Association of America, Inc., a New Jersey non-profit
corporation, who acknowledged himself to be the President of
Multiple Sclerosis Association of America, Inc. and that he, as
such President, being authorized to do so, executed the foregoing
instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official
seal.


Notary Public

My Commission Expires:
(SEAL)

CATHERINE SAMSONAVICIUS
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires January 20, 1997

SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS:

Elaine C. Edinger

Scott D. Mueller (Unit #100)

Elaine C. Edinger

Renee S. Mueller
Renee S. Mueller (Unit #100)

COMMONWEALTH OF PENNSYLVANIA :
COUNTY OF Dauphin : SS.:

On this, the 13th day of June, 1996, before me, a Notary Public, the undersigned officer, personally appeared Scott D. Mueller and Renee S. Mueller known to me (or satisfactorily proven) to be the persons named in the foregoing instrument, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Lisa R. Rowe
Notary Public
My Commission Expires:
(SEAL)

Notarial Seal
Lisa R. Rowe, Notary Public
Harrisburg, Dauphin County
My Commission Expires July 12, 1997

SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS:

Olivier B. ...
(see to both)

Bruce S. Cohick
Bruce S. Cohick, M.D (Unit #100)

Lisa F. Cohick
Lisa F. Cohick (Unit #100)

COMMONWEALTH OF PENNSYLVANIA :
COUNTY OF Dauphin : SS.:

On this, the 13th day of June, 1996, before me, a Notary Public, the undersigned officer, personally appeared Bruce S. Cohick, M.D. and Lisa F. Cohick, known to me (or satisfactorily proven) to be the persons named in the foregoing instrument, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Lisa R. Rowe
Notary Public
My Commission Expires:
(SEAL)

Notarial Seal
Lisa R. Rowe, Notary Public
Harrisburg, Dauphin County
My Commission Expires July 12, 1997

SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS:

F. Wick

Richard M. Magill

Richard Magill, M.D. (Unit #110
and 110A)

COMMONWEALTH OF PENNSYLVANIA :
: SS.:
COUNTY OF Dauphin :

On this, the 13th day of June, 1996, before me,
a Notary Public, the undersigned officer, personally appeared
Richard Magill, M.D., known to me (or satisfactorily proven) to
be the persons named in the foregoing instrument, and
acknowledged that they executed the same for the purposes
therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official
seal.

Lisa R. Rowe

Notary Public
My Commission Expires:
(SEAL)

Notarial Seal
Lisa R. Rowe, Notary Public
Harrisburg, Dauphin County
My Commission Expires July 12, 1997

SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS:

Oliver C. Crandall

(as to both)

Jose Prudencio, M.D.

Jose Prudencio, M.D. (Unit #120)

Maria Estela Prudencio

Maria Estela Prudencio (Unit #120)

COMMONWEALTH OF PENNSYLVANIA :

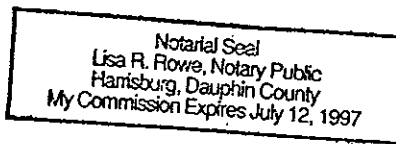
COUNTY OF Dauphin : SS.:

On this, the 13th day of June, 1996, before me, a Notary Public, the undersigned officer, personally appeared Jose Prudencio, M.D. and Maria Estela Prudencio known to me (or satisfactorily proven) to be the person named in the foregoing instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Lisa R. Rowe

Notary Public
My Commission Expires:
(SEAL)



SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS/~~AGENT~~:

Jacraft Realty (Unit #140)

Oliver C. Cremonesi BY: Paul De Zoya
Partner

COMMONWEALTH OF PENNSYLVANIA :

: SS:

COUNTY OF Dauphin :

On this the 13th day of June, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Paul DeZoya Jr, Partner of
Jacraft Realty, a PA Partnership, who
acknowledged himself to be Bus. Mgr., of
Tristan Associates, and that he, as such Bus. Mgr.,
being authorized to do so, executed the foregoing instrument for
the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official
seal.

Lisa R. Rowe

Notary Public
My Commission Expires:
(SEAL)

Notarial Seal
Lisa R. Rowe, Notary Public
Harrisburg, Dauphin County
My Commission Expires July 12, 1997

SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS:

J.B. Bears, a Pennsylvania general
partnership (Unit #160B)

Oliver B. ...

BY:

[Signature]

General Partner

COMMONWEALTH OF PENNSYLVANIA :

: SS:

COUNTY OF Dauphin :

On this the 13th day of June, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Oliver B. ..., general partner of J.B. Bears,
a Pennsylvania general partnership, who acknowledged himself to
be the general partner of J.B. Bears, and that he, as such
general partner, being authorized to do so, executed the
foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.

[Signature]

Notary Public
My Commission Expires:
(SEAL)

Notarial Seal
Lisa R. Rowe, Notary Public
Harrisburg, Dauphin County
My Commission Expires July 12, 1997

SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS/ATTEST:

BCD Associates (Unit #170)

Mary Ellen Robinson

By:

Gary Croft, Managing Partner

COMMONWEALTH OF PENNSYLVANIA:

COUNTY OF Dauphin

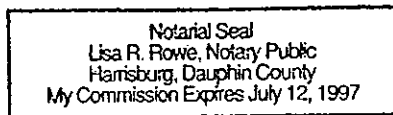
: SS:
:

On this the 13th day of June, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Gary Croft, managing partner of BCD Associates, a
Pennsylvania general partnership, who acknowledged himself to be
the managing partner, of BCD Associates, and that he, as such
managing partner, being authorized to do so, executed the
foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.

Lisa R. Rowe

Notary Public
My Commission Expires:
(SEAL)



SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS:

Reigler and Shienvold Real Estate
Partnership (Unit #200 and 200A)

Olin E. Shienvold

By:

Arnold Shienvold

Partner

COMMONWEALTH OF PENNSYLVANIA:

: SS:

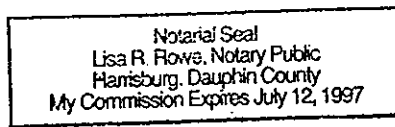
COUNTY OF Dauphin

On this the 13th day of June, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Arnold Shienvold, partner of
Reigler and Shienvold Real Estate Partnership, a
Pennsylvania general partnership, who acknowledged himself to
be partner, of Reigler & Shienvold, and
that he, as such partner, being authorized to do
so, executed the foregoing instrument for the purposes therein
contained.

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.

Lisa R. Flaws

Notary Public
My Commission Expires:
(SEAL)



SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS/ATTEST:

Pennsylvania National Bank
(Unit #180)

Rosemary Palmer

By: _____

[Signature]

COMMONWEALTH OF PENNSYLVANIA:

COUNTY OF Dauphin :

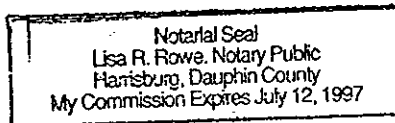
SS:

On this the 13th day of June, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Deborah Smith, Manager of
Pennsylvania National Bank, a
Pennsylvanic Banking Corporation who acknowledged ^{her} ~~himself~~ to
be manager, of Pennsylvania National
Bank, and that ~~she~~ he, as such manager, being
authorized to do so, executed the foregoing instrument for the
purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.

Lisa R. Rowe

Notary Public
My Commission Expires:
(SEAL)



SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS/ATTEST:

2151 Linglestown Road Associates
(Unit #300)

Maxci Bowers

By:

[Signature]

Managing Partner

COMMONWEALTH OF PENNSYLVANIA:

COUNTY OF Dauphin : SS:

On this the 13th day of June, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared W. Russell Faber, of 2151
Associates, a managing partner, who
acknowledged himself to be managing partner, of
2151 Associates, and that he, as such managing partner,
being authorized to do so, executed the foregoing instrument for
the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.

Dallas Y. Stoy

Notary Public
My Commission Expires:
(SEAL)

NOTARIAL SEAL
DALLAS Y. STOY, Notary Public
Harrisburg, Dauphin County
My Commission Expires July 7, 1997

SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS/ATTEST:

Harrisburg Medical
Management, Inc. (Unit #300A)

~~Phyllis Woodford~~

BY: Chris P. Markley
V.P. Legal Sec'y, Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA:

COUNTY OF Dauphin : SS:

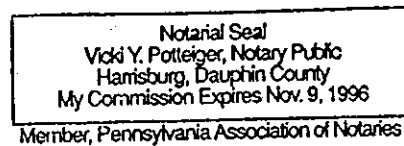
On this the 13th day of June, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Christopher P. Markley Assistant Secretary of
Harrisburg Medical Management, Inc., a
Pennsylvania corporation, who acknowledged himself to
be (Vice) President, of Harrisburg Medical Management, Inc., and
Assistant Secretary / Vice President that he, as such Assistant Secretary / Vice President
that he, as such Assistant Secretary / Vice President being authorized to do
so, executed the foregoing instrument for the purposes therein
contained.

Assistant Secretary

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.

Vicki Y. Potteiger

Notary Public
My Commission Expires:
(SEAL)



SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
SEVENTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS:

Oliver C. Breckenridge

(ss to both)

Robert M. Zuckerman

Robert M. Zuckerman (Unit #160
and #160A)

Stacey Sack Zuckerman

Stacey Sack Zuckerman (Unit #160
and 160A)

COMMONWEALTH OF PENNSYLVANIA :
: SS.:
COUNTY OF Dauphin :

On this, the 14th day of June, 1996, before me,
a Notary Public, the undersigned officer, personally appeared
Robert M. Zuckerman and Stacey Sack Zuckerman, his wife, known
to me (or satisfactorily proven) to be the persons named in the
foregoing instrument, and acknowledged that they executed the
same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.

Lisa M. Long

Notary Public
My Commission Expires:
(SEAL)

NOTARIAL SEAL
LISA M. LONG, Notary Public
City of Harrisburg, Dauphin County
My Commission Expires April 28, 1997