

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

THIS EIGHTH AMENDMENT TO DECLARATION OF CONDOMINIUM ("Amendment") is made as of the 13th day of September, 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; and

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").

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

7. Seventh Amendment to Declaration for Saratoga Office Center, a Condominium, dated June 11, 1996 and recorded June 14, 1996, in Dauphin County Record Book 2638, Page 415 (the "Seventh Amendment")

(The Declaration of Condominium and Declaration Plans referred to in Paragraph A above and the First, Second, Third, Fourth, Fifth Sixth and Seventh 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, Sixth and Seventh Amendments, 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, until September 15, 1996, 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. Pursuant to the Seventh 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 March 31, 1997, inclusive, and confirmed the extension of the Special Declarant Rights for an equal period of time.

J. 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 6 month period, until March 31, 1997, inclusive, and to confirm the extension of the Special Declarant Rights, for an equal period of time.

K. 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 March 31, 1997 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 March 31, 1997 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 Eighth 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 Seventh 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 Eighth 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

DECLARANT

WITNESS:

Saratoga Properties, a Pennsylvania
general partnership

Jon Figueroa

By:

Allen Forstner

General Partner

WITNESS

SUCCESSOR DECLARANT

Multiple Sclerosis Association of
America, a non-profit corporation

Brenda Hassinger

By:

Stephen J. Dyrman

Attorney-in-Fact

COMMONWEALTH OF PENNSYLVANIA:

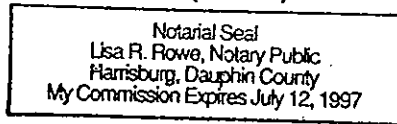
COUNTY OF Dauphin : SS:

On this the 13th day of September, 1996, before me, a Notary Public, the undersigned officer, personally appeared Arnold Shienvold, (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:

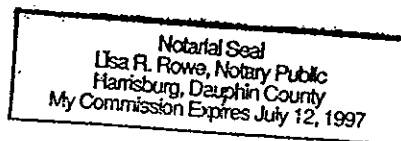
COUNTY OF Dauphin : SS:

On this the 13th day of September, 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)



COMMONWEALTH OF PENNSYLVANIA:

COUNTY OF Dauphin : SS:
:

On this the 13th day of September, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Stephen J. Dzurain, attorney-in-fact for the Multiple
Sclerosis Association of America, a New Jersey non-profit
corporation, who acknowledged himself to be said attorney-in-fact
of Multiple Sclerosis Association of America, and that he, as
such attorney-in-fact, 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
EIGHTH AMENDMENT TO DECLARATION OF CONDOMINIUM FOR
SARATOGA OFFICE CENTER

WITNESS:

Olive E. D. [Signature]
(as to both)

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

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

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

On this, the 13th day of September, 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
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SARATOGA OFFICE CENTER

WITNESS:

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

Oliver C. Overlander

BY:

David T. Fuld

General Partner

COMMONWEALTH OF PENNSYLVANIA :

COUNTY OF Dauphin :

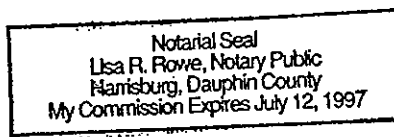
SS:

On this the 13th day of September, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared David T. Fuld, 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.

Lisa R. Rowe

Notary Public
My Commission Expires:
(SEAL)



SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
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SARATOGA OFFICE CENTER

WITNESS/ATTEST:

BCD Associates (Unit #170)

Manhattan Business

By:

Gary Croft
Gary Croft, Managing Partner

COMMONWEALTH OF PENNSYLVANIA:

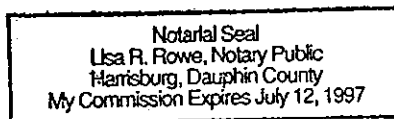
COUNTY OF Dauphin : SS:

On this the 13th day of September, 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

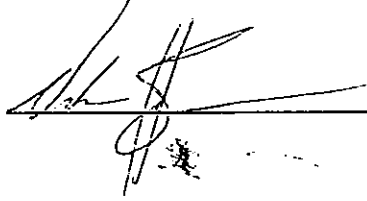
Notary Public
My Commission Expires:
(SEAL)



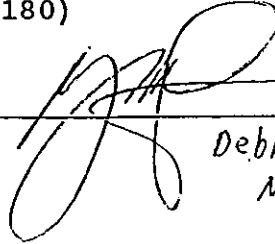
SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
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SARATOGA OFFICE CENTER

WITNESS/ATTEST:

Pennsylvania National Bank
(Unit #180)



By: _____



Deborah Smith
Manager

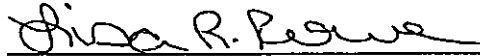
COMMONWEALTH OF PENNSYLVANIA:

: SS:

COUNTY OF Dauphin :

On this the 13th day of September, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Deborah Smith, Manager of
Pennsylvania National Bank, a her
Pennsylvania Banking Corporation, who acknowledged himself to
be Manager, of Pennsylvania National
Bank, and that she, 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.



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
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SARATOGA OFFICE CENTER

WITNESS:

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

Oliver L. Shienvold

By:

Arnold Shienvold

Partner

COMMONWEALTH OF PENNSYLVANIA:

: SS:

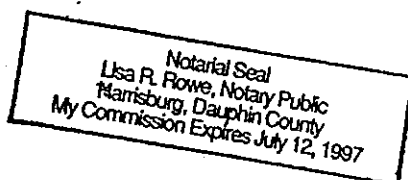
COUNTY OF Dauphin :

On this the 13th day of September, 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 & Sheinvold, 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. Rowe

Notary Public
My Commission Expires:
(SEAL)



SIGNATURE AND ACKNOWLEDGEMENT PAGE TO
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SARATOGA OFFICE CENTER

WITNESS/ATTEST:

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

Phyllis Woodford

By: Cliff P Markley
VPR Secretary

COMMONWEALTH OF PENNSYLVANIA:

COUNTY OF DAUPHIN : SS:

On this the 13th day of September, 1996,
before me, a Notary Public, the undersigned officer, personally
appeared Christopher P Markley, VP & Secretary of
Harrisburg Medical Management, Inc., a
PA Corporation, who acknowledged himself to
be ~~Vice~~ President, of Harrisburg Medical Management, Inc., and
that he, as such VP & Secretary, 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.

Vicki Y. Pottelger

Notary Public
My Commission Expires: 11/9/96
(SEAL)

