

**EXHIBIT D**

**CERTIFICATE AFFIRMING THE LEASE AND RENT COMMENCEMENT DATE**

This certificate is being provided pursuant to that certain Lease Agreement dated as of May 31, 2012 (the "Lease"), by and between **Piedmont Operating Partnership, L.P.**, a Delaware limited liability company ("Landlord") and **Atherton Consulting, Inc.**, a Virginia corporation ("Tenant"). The parties to the Lease desire to confirm the following:

1. The Lease Commencement Date is August 24, 2012.
2. The Rent Commencement Date is December 24, 2012.
3. The initial Lease Term shall expire on December 31, 2019.

Attached to this Certificate is evidence of payment of premiums for all insurance required pursuant to the Lease.

IN WITNESS WHEREOF, Landlord and Tenant have executed this Certificate under seal on  
October 10, 2012.

WITNESS/ATTEST:

LANDLORD:

**PIEDMONT OPERATING PARTNERSHIP, LP**, a  
Delaware limited ~~liability company~~ *partnership*

By: Piedmont Office Realty Trust, Inc., a  
Maryland corporation, its sole General Partner

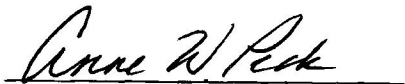


By: *George M. Wells*  
Name: George M. Wells  
Title: Senior Vice President

WITNESS/ATTEST:

TENANT:

**ATHERTON CONSULTING, INC.**, a Virginia  
corporation



By: *Samuel Mark Atherton*  
Name: SAMUEL MARK ATHERTON  
Title: PRESIDENT

Rent Concession, 8/24/12 – 12/23/12.

December 2012 prorated rent - \$1,105.84.

January 2013 Rent paid at Lease execution - \$4,146.75.