

UNOFFICIAL COPY

00996985

When recorded, return by
mail to:

8016/0076 20 001 Page 1 of 4
2000-12-19 16:05:20
Cook County Recorder 27.50

Equilon Enterprises LLC
c/o First American Title Company
Attention: Maricela Garcia
3200 Southwest Freeway, Suite 3050
Houston, TX 77027



00996985

3 of 3

ENVIRONMENTAL BASELINE

1020 East Rand, Mount Prospect, Cook County, Illinois

Equilon Enterprises LLC, a Delaware limited liability company ("Equilon") and Cherokee Festival Holdings, LLC, a Delaware limited liability company ("Purchaser") agree to establish the following environmental baseline condition ("Environmental Baseline") pursuant to Article 6.4 of the Purchase and Sale Agreement between Equilon and Purchaser, dated September 29, 2000 ("Agreement"), as amended, for the Fee Premises listed on Exhibit A, attached hereto and incorporated by reference herein. The parties hereby agree and confirm that the Environmental Baseline, for the Fee Premises, agreed to, pursuant to said Article 6.4 of the Agreement, shall be as follows:

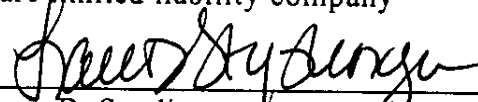
If petroleum hydrocarbon concentrations above applicable regulatory agency action levels are encountered during assessment activities on the Fee Premises being conducted by Equilon, Purchaser or the subsequent purchaser, Equilon shall retain responsibility for environmental liabilities associated with such petroleum hydrocarbon concentrations that originated on the Fee Premises on or prior to the closing date (including, without limitation, any petroleum-related additive or constituent thereof, including motor oil). Equilon's responsibility for such environmental liabilities will include, without limitation, the obligation to reasonably pursue, at its sole cost and expense, any and all actions necessary to obtain a "no further action" letter or other agency closure notification as required by all applicable federal, state and local statutes, regulations and orders. Equilon's responsibility for environmental liabilities constituting the Environmental Baseline will be limited to petroleum hydrocarbon impacts deemed the result of previous on-site operations which originated on-site on or prior to the closing date. Equilon's responsibility includes, without limitation, any portion of a known hydrocarbon soil or groundwater plume that has originated on the Fee Premises as a result of prior on-site activities, regardless of whether the plume has migrated off-site and regardless of whether such off-site migration is encountered or discovered before or after the closing date. If petroleum hydrocarbon concentrations below applicable regulatory agency action levels are encountered during assessment activities conducted prior to or after the closing date, which have been identified in written report(s) or otherwise, Equilon shall not be responsible for environmental

JR CC 19955 DEC

liabilities associated with such petroleum hydrocarbon concentrations, provided same remain at or below applicable regulatory agency action levels. Notwithstanding anything to the contrary set forth in Article 6.4 of the Agreement, the provisions of this Environmental Baseline shall neither limit nor in any way enlarge Equilon's obligations or liabilities pursuant to Articles 6.5, 6.6 or 13.1 of the Agreement.

This Environmental Baseline may be executed in multiple counterparts, each of which shall be deemed to be an original and of equal force and effect.

EQUILON ENTERPRISES LLC,
A Delaware limited liability company

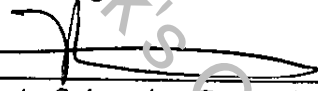
By: 
Laura D. Styslinger, Attorney-in-Fact

Date: 12/12/00

CHEROKEE FESTIVAL HOLDINGS, LLC,
a Delaware limited liability company

By: FESTIVAL OPERATING PARTNERS,
LLC, a California limited liability company,
its Managing Member

By: NOTEL PARTNERS,
a California General Partnership,
its Manager

By: 
Mark A. Schurgin, General Partner

Date: 12/7/00

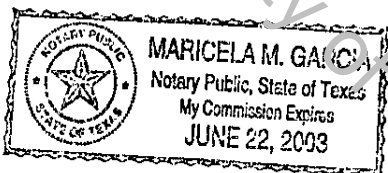
Property of Cook County Clerk's Office

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

I, Maricela M. Garcia, the undersigned Notary Public, do hereby certify that on the 12 day of December, 2000, ^{Lawyer} Linda D. Styslinger, as Attorney-in-Fact for Equilon Enterprises LLC, a Delaware limited liability company, personally appeared before me and being first duly sworn by me acknowledged that she signed the foregoing document in her capacity therein set forth and declared the statements therein contained are true.

In Witness Whereof, I have hereunto set my hand and seal the day and year before written.

Maricela M. Garcia
Notary Public



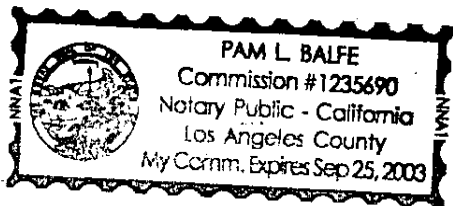
My Commission Expires: _____

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

I, Pam Balfe, the undersigned Notary Public, do hereby certify that on the 6th day of December, 2000, Mark A. Shurgin, General Partner of Notel Partners, Manager of Festival Operating Partners, LLC, Managing Member of Cherokee Festival Holdings, LLC, a Delaware limited liability company, personally appeared before me and being first duly sworn by me acknowledged that he signed the foregoing document in his capacity therein set forth and declared the statements therein contained are true.

In Witness Whereof, I have hereunto set my hand and seal the day and year before written.

Pam Balfe
Notary Public



My Commission Expires:

09/25/03

EXHIBIT A

LEGAL DESCRIPTION

THAT PART OF THE SOUTH 1653.37 FEET OF THE EAST 1/2 OF THE SOUTHWEST 1/4 (MEASURES ON THE EAST LINE OF SAID TRACT) AND THE SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 35, TOWNSHIP 42 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF THE SOUTHWEST 1/4 OF SAID SECTION 35, THENCE WEST ALONG THE SOUTH LINE OF THE SAID SOUTHWEST 1/4 FOR A DISTANCE OF 1108.91 FEET, THENCE NORTH ALONG A LINE WHICH MAKES AN ANGLE OF 97 DEGREES, 0 MINUTES WITH THE LAST DESCRIBED LINE FOR A DISTANCE OF 33.0 FEET TO AN INTERSECTION WITH THE NORTH LINE OF CENTRAL ROAD FOR A POINT OF BEGINNING, THENCE WEST ALONG THE NORTH LINE OF CENTRAL ROAD FOR A DISTANCE OF 150.0 FEET, THENCE NORTH ALONG A LINE WHICH MAKES AN ANGLE OF 80 DEGREES, 0 MINUTES WITH THE LAST DESCRIBED LINE FOR A DISTANCE OF 158.47 FEET TO AN INTERSECTION WITH THE SOUTHERLY RIGHT OF WAY LINE OF RAND ROAD (ROUTE NUMBER 17), THENCE SOUTHEASTERLY ALONG THE SAID SOUTHERLY RIGHT OF WAY LINE OF RAND ROAD FOR A DISTANCE OF 176.29 FEET TO A POINT ON THE WEST LINE OF MT. PROSPECT ROAD EXTENDED NORTH; THENCE SOUTH 62.11 FEET ALONG SAID WEST LINE TO THE POINT OF BEGINNING ALL IN COOK COUNTY, ILLINOIS,

(EXCEPTING THEREFROM THE SOUTH 17 FEET OF THE LAND AS CONDEMNED IN CASE 78L15470).

1020 E Rand Ave
Mt. Prospect IL

03-35-301-020

NOTE:

ABOVE DESCRIPTION DESCRIBES THE SAME PROPERTY AS DESCRIBED IN FIRST AMERICAN TITLE INSURANCE COMPANY COMMITMENT No. CC194355 BEARING AN EFFECTIVE DATE OF OCTOBER 5, 1999.