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8722/0053 45 001 Page 1 of 6
2001-01-24 12:02:30
Cook County Recorder 59.00

RECORDING REQUESTED BY

Chicago Title

AND WHEN RECORDED MAIL TO:

Catellus Development Corporation
201 Mission Street
San Francisco, California 94105
Attn: Records Custody



0010059817

(Space Above For Recorder's Use)

[Handwritten signature]

MEMORANDUM OF GROUND LEASE

THIS MEMORANDUM OF GROUND LEASE ("Memorandum"), dated as of January 9, 2001, is executed by and between CATELLUS DEVELOPMENT CORPORATION, a Delaware corporation ("Landlord"), having an address 201 Mission Street, San Francisco, California 94105, Attention: Mr. Michael Fisk, and HAVERFORD - GLENVIEW, L.L.C., a Delaware limited liability company ("Tenant"), having an address at c/o Haverford Capital, Inc., 300 Continental Boulevard, Suite 360, El Segundo, California 90245, Attention: Mr. David Blenko.

1. Lease. Landlord has leased, and hereby leases, to Tenant, and Tenant has hired, and hereby hires, from Landlord, upon the terms and subject to the conditions set forth in that certain Ground Lease dated as of January 9, 2001 (the "Lease"), including without limitation, all obligations to pay rent and other sums under the Lease, the "Leased Property," as more particularly described in the Lease and consisting of the land located in Cook County, Illinois and more particularly described on Exhibit A hereto.

2. Term. The term of the Lease includes a Ground Lease Initial Term (as defined in the Lease) commencing on the Commencement Date (as defined in the Lease) and ending on June 30, 2002, followed by (i) a Ground Lease Basic Term (as defined in the Lease) of thirty (30) years and (ii) a Ground Lease Extended Term (as defined in the Lease) of nineteen (19) years.

3. Purchase Option. Pursuant to the terms of the Lease, Tenant has an option to purchase all of Landlord's right, title and interest in the Leased Property.

4. No Merger. There shall be no merger of the Lease nor of the leasehold estate created by the Lease with any other estate or interest that Landlord or Tenant may acquire, own or hold as to the Land Parcel (as defined in the Ground Lease) or Improvements (as defined in the Ground Lease). The parties hereby intend to prevent, among other things, the merger of any option covenants, purchase options or rights into a deed or other estate or interest which may be acquired by Landlord or Tenant.

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69168C
7897168

BOX 333-CTI

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5. Counterparts. This Memorandum may be executed in any number of counterparts, each of which shall constitute an original and all of which shall constitute but one and the same document.

Property of Cook County Clerk's Office

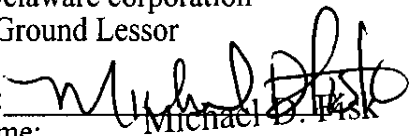
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IN WITNESS WHEREOF, the parties have executed this Memorandum of Ground Lease as of the date first set forth above.

LANDLORD

CATELLUS DEVELOPMENT CORPORATION,
a Delaware corporation
as Ground Lessor

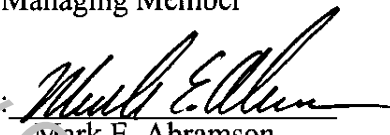
By: 
Name: Michael D. Pisk
Title: Vice President

TENANT

HAVERFORD – GLENVIEW, L.L.C.,
a Delaware limited liability company

By: Highridge Asset Management, L.L.C.,
a Delaware limited liability company,
its Manager

By: Highridge Management, Inc.,
a California corporation,
its Managing Member

By: 
Mark E. Abramson
Vice President

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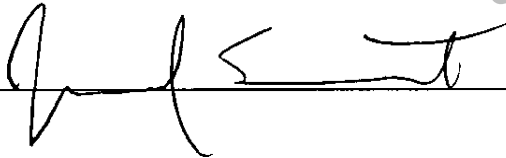
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STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN FRANCISCO)

On January 17, 2001, before
me, Jeff Smoot, a Notary Public, personally
appeared Michael D. Fisk, personally known
to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose
name(s) is/are subscribed to the within instrument and acknowledged to me that
he/she/they executed the same in his/her/their authorized capacity(ies), and that by
his/her/ their signature(s) on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature

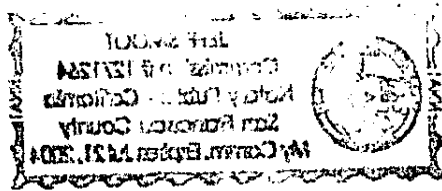


(Seal)

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STATE OF California)
) ss.
COUNTY OF Los Angeles)

On January 16, 2001, before me, Marilyn Tsuge, Notary Public, personally appeared Mark E. Abramson, personally known to me ~~OR proved to me on the basis of satisfactory evidence~~ to be the person whose name ~~are~~ ^{is} subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

WITNESS my hand and official seal.

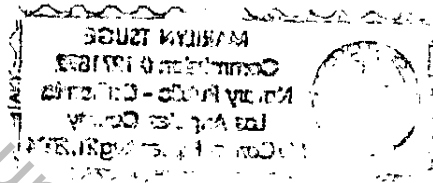
Signature of Notary

Marilyn Tsuge



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EXHIBIT A

Legal Description

PROPOSED LOT 1
PRAIRIE GLEN CORPORATE CAMPUS
PHASE 1 UNIT 1

THAT PART OF LOT 4 IN GLENVIEW NAVAL AIR STATION SUBDIVISION NO. 2, BEING A SUBDIVISION OF PARTS OF SECTIONS 15, 21, 22, 23, 26, 27, 28 AND 34, TOWNSHIP 42 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO A PLAT THEREOF RECORDED AS DOCUMENT NO. 99313067, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID LOT 4, THENCE SOUTH 09 DEGREES 27 MINUTES 19 SECONDS EAST ALONG THE WESTERLY LINE OF SAID LOT 4 A DISTANCE OF 5.07 FEET TO A POINT ON A LINE LYING 5.00 FEET SOUTH OF AND PARALLEL WITH THE NORTH LINE OF SAID LOT 4, SAID POINT BEING THE POINT OF BEGINNING; THENCE SOUTH 89 DEGREES 54 MINUTES 34 SECONDS EAST ALONG THE LAST DESCRIBED PARALLEL LINE 305.96 FEET; THENCE SOUTH 85 DEGREES 45 MINUTES 28 SECONDS EAST 211.63 FEET TO A POINT ON THE NORTHEASTERLY LINE OF SAID LOT 4; THENCE SOUTH 47 DEGREES 48 MINUTES 36 SECONDS EAST ALONG SAID NORTHEASTERLY LINE 43.89 FEET TO A BEND POINT ON THE EASTERLY LINE OF SAID LOT 4, THENCE SOUTH 05 DEGREES 28 MINUTES 24 SECONDS EAST ALONG THE EASTERLY LINE OF SAID LOT 4 A DISTANCE OF 92.14 FEET TO A BEND POINT IN SAID EASTERLY LINE; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST ALONG SAID EASTERLY LINE 608.66 FEET; THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST 434.08 FEET TO A POINT ON THE WESTERLY LINE OF SAID LOT 4; THENCE NORTH 09 DEGREES 27 MINUTES 19 SECONDS WEST ALONG SAID WESTERLY LINE 756.27 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

SAID PARCEL CONTAINING 366,528 SQUARE FEET, OR 8.414 ACRES, MORE OR LESS.

ptn. 04-22-101-005-0000
04-22-102-001-0000

ptty location

Glenview Naval Air Station 10059817
Willow Road at Patriot Blvd