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2001-04-12 14:38:33

Cook County Recorder 27.50



0010297828

Property of Cook County Clerk's Office

**RESTRICTIVE COVENANT**

This instrument prepared by  
and after recording return to:

Richard Wexler, Esq.  
Lord, Bissell & Brook  
115 South LaSalle  
Suite 3400  
Chicago, Illinois 60603

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## RESTRICTIVE COVENANT

Agreement made as of this 19<sup>th</sup> day of September, 2000, by and between **ELGIN-O'HARE CORPORATION**, an Illinois corporation ("**Grantor**") and **GRANDE PRAIRIE ENERGY, L.L.C.**, a Delaware limited liability company ("**Grantee**").

**WHEREAS**, Grantor owns the property described in Exhibit A attached hereto and made a part hereof (the "Property"); and

**WHEREAS**, Grantee has a contract interest to purchase certain property in the Village of Bartlett upon which the Grantee proposes to develop a 1,500 MW nominal simple cycle and combined cycle electrical generating facility; and

**WHEREAS**, it is the best interest in the Grantor and the Grantee that the use of the Property be restricted in use so as to preclude the development thereon of an electrical generating facility in any form at any time in the future.

**FOR AND IN CONSIDERATION**, of Ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Grantor and Grantee, the Grantor, for itself, its successors and assigns, and any lessees or occupants from time to time of all or any portion of the Property Covenants and Agrees to observe and be bound by the following provisions governing the use of the Property:

1. Grantor, its successors, assigns, occupants and/or lessees, shall neither use nor allow Property to be used as and for an electrical generating facility of any kind or type.
2. The terms, provisions and covenants herein contained are made by Grantor for itself, and the owners and occupants from time to time of all or any portion of the Property.
3. This covenant shall run with the Land.
4. The terms, provisions and covenants herein contained and made by Grantor shall inure to the benefit of and be enforceable by Grantee, the Village of Bartlett and any owners of property contiguous to the Property.

#251286v1

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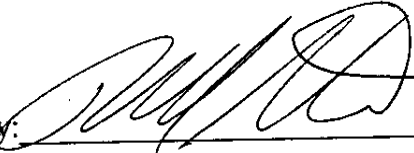
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5. This Restrictive Covenant shall be recorded with the Office of the Recorder of Deeds of Cook County, Illinois, by the Grantee.


IN WITNESS WHEREOF, Grantor and Grantee have executed this Restrictive Covenant effective as of the day and date first above written.

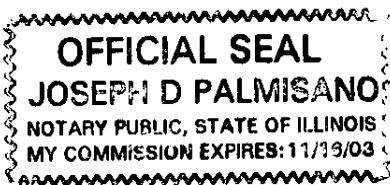
**GRANTOR:**

ELGIN-O'HARE CORPORATION,  
an Illinois corporation

By:   
Its: President

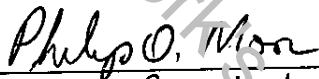
Subscribed and Sworn to  
before me this 30 day  
of March, 2001.



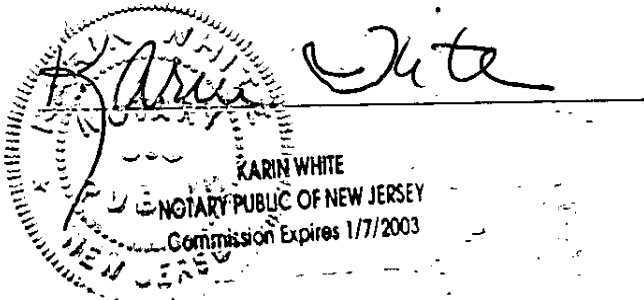


**GRANTEE:**

GRANDE PRAIRIE ENERGY, L.L.C.  
A Delaware limited liability company

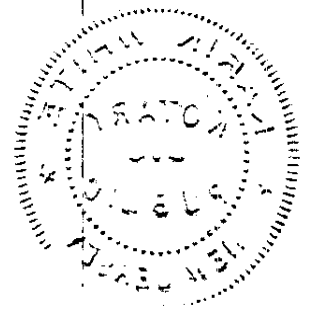
By:   
Its: Vice President

Subscribed and Sworn to  
before me this 30 day  
of March, 2001.



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## EXHIBIT A TO RESTRICTIVE COVENANT

### PLAT OF SURVEY

A PARCEL OF LAND SITUATED IN THE SOUTHWEST QUARTER OF SECTION 32, TOWNSHIP 41 NORTH, RANGE 9, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHEAST CORNER OF SAID SOUTHWEST QUARTER OF SECTION 32, TOWNSHIP 41 NORTH RANGE 9, EAST OF THE THIRD PRINCIPAL MERIDIAN, THENCE SOUTH 86 DEGREES, 25 MINUTES, 05 SECONDS WEST, ALONG THE NORTH LINE OF SAID SOUTHWEST QUARTER OF SECTION 32, A DISTANCE OF 1058.83 FEET TO THE EAST LINE OF THE ELGIN, JOLIET AND EASTERN RAILWAY RIGHT-OF-WAY; THENCE SOUTH 01 DEGREES, 41 MINUTES, 06 SECONDS EAST, ALONG SAID EAST RIGHT-OF-WAY LINE, A DISTANCE OF 1239.87 FEET, THENCE NORTH 86 DEGREES, 39 MINUTES, 14 SECONDS EAST A DISTANCE OF 669.16 FEET; THENCE NORTH 02 DEGREES, 10 MINUTES, 00 SECONDS WEST A DISTANCE OF 73.21 FEET; THENCE NORTH 65 DEGREES, 22 MINUTES, 22 SECONDS EAST, A DISTANCE OF 432.74 FEET, TO A POINT ON THE EAST LINE OF SAID SOUTHWEST QUARTER OF SECTION 32, THENCE NORTH 02 DEGREES, 10 MINUTES, 00 SECONDS WEST ALONG THE EAST LINE OF SAID SOUTHWEST QUARTER A DISTANCE OF 1013.67 FEET TO THE POINT OF BEGINNING IN COOK COUNTY, ILLINOIS, SAID PARCEL CONTAINS 28.93 ACRES, MORE OR LESS.

Permanent index number 06-32-300-011-0000