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Cook County Recorder 33.00



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DRAWN OUTSIDE OF THE STATE OF ILLINOIS BY, AND WHEN RECORDED RETURN TO:

Michael Weinberger, Esq.
Cleary, Gottlieb, Steen & Hamilton
One Liberty Plaza
New York, New York 10006

STATE OF ILLINOIS

COUNTY OF COOK

ASSIGNMENT AND ASSUMPTION OF LOAN DOCUMENTS

This Assignment and Assumption of Loan Documents (the "Assignment") is made as of May 17, 2001 by **SECURE FINANCIAL CORPORATION**, a Pennsylvania corporation, having an address at 7315 Wisconsin Avenue, Suite 450 North, Bethesda, Maryland 20814 ("Assignor") in favor of **LASALLE BANK NATIONAL ASSOCIATION**, a national banking association, as Trustee for the Holders of TrizecHahn Office Properties Trust Commercial Mortgage Pass-Through Certificates, Series 2001-TZH, having an address at 135 South LaSalle Street, Chicago, Illinois 60603 ("Assignee").

Assignor hereby assigns, transfers and sets over to Assignee, its successors and assigns, WITHOUT RECOURSE, REPRESENTATIONS OR WARRANTY OF ANY NATURE, WHATSOEVER, all Assignor's right, title and interest in and (i) that certain Mortgage, Assignment of Rents and Leases, Security Agreement and Fixture Filing, (the "Mortgage") as more particularly described in Schedule A attached hereto, and covering the property described in Exhibit B attached hereto (the "Property"), (ii) that certain Assignment of Rents and Leases as more particularly described in Schedule A attached hereto (the "Assignment of Rents") and (iii) all other documents evidencing, governing, securing and pertaining to the loans (collectively, the "Loan") secured by such Mortgage (such documents, together with the Mortgage and the Assignment of Rents being, the "Loan Documents"), including, without limitation, the following:

- (i) All documents and instruments evidencing the obligations, liabilities and indebtedness of the party granting the lien under the Mortgage (the "Obligor") to the Assignor (or Assignor's predecessor-in-interest, if applicable) in connection with the Loan; and
- (ii) All other instruments executed and delivered by or on behalf of the Obligor to Assignor (or Assignor's predecessor-in-interest, if applicable) encumbering, or creating a lien upon, the Property as security for repayment of the Loan; and
- (iii) All guaranties, insurance policies, indemnifications, releases, affidavits, certificates, title insurance policies, letters of credit and other documents executed

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and/or delivered by or on behalf of the Obligor to the Assignor (or the Assignor's predecessor-in-interest, if applicable) in connection with the Loan; and

- (iv) All assignments and/or pledges, if any, whether direct or collateral, made by Obligor to Assignor (or Assignor's predecessor-in-interest, if applicable), of leases, rents, beneficial or equitable interests, proceeds, royalties, contracts, plans, specifications, permits, licenses, reserves, holdbacks, escrows, stocks, bonds, securities and any other such assignments of collateral that evidence and/or secure the Loan; and
- (v) All modifications, amendments, consolidations, renewals, extensions or restatements of any of the foregoing.

TOGETHER with the obligations described in the Loan Documents and the moneys due and to grow due thereon with interest.

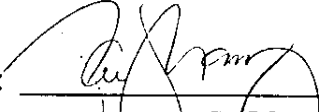
Assignee, by acceptance of this assignment, hereby assumes all of the obligations of Assignor in connection with or arising out of the Mortgage and the Loan Documents and accruing from and after the date hereof.

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Executed as of the date first written above.

ASSIGNOR:

SECURE FINANCIAL CORPORATION, a
Pennsylvania corporation

By: 
Name: **Tamera S. Massey**
Title: **Executive Vice President**

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STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

I JACQUELINE Y. GIRARD do hereby certify that Tamea S. Massey personally known to me to be the Exec. Vice President of Secore Financial Corporation, a Pennsylvania corporation, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Exec. Vice President (she)(he) signed and delivered the said instrument pursuant to authority, given by said corporation and as (his) (her) free and voluntary act for the uses and purposes therein set forth. Given under my hand and seal this 14 day of May, 2001.

Jacqueline Y. Girard
Notary Public

My Commission Expires:

JACQUELINE Y. GIRARD
NOTARY PUBLIC State of New York
No. 01G15921753
Qualified in New York County
Commission Expires Dec. 20, ~~1999~~ 2001

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Schedule A

1. Mortgage, Assignment of Rents and Leases, Security Agreement and Fixture Filing, dated as of May 17, 2001, made by TrizecHahn Regional Pooling LLC, for the benefit of Secore Financial Corporation, recorded in [the _____ Registry of Deeds as document] _____.
2. Assignment of Rents and Leases, dated as of May 17, 2001, made by TrizecHahn Regional Pooling LLC, for the benefit of Secore Financial Corporation, recorded in [the _____ Registry of Deeds as document] **10481873**

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Exhibit B

(Property Description)

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TWO NORTH LASALLE

PARCEL 1:

SUB LOTS 4 AND 5 (EXCEPT THE SOUTH 1 FOOT OF THE SUB LOT 5) OF LOT 8 IN A.G. BRADSTREETS SUBDIVISION OF LOT 8 IN BLOCK 55 IN THE ORIGINAL TOWN OF CHICAGO, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

THE SOUTH 1 FOOT OF SUB LOT 5 AND ALL OF SUB LOTS 6 AND 7 AND SO MUCH OF SUB LOT 8 AS LIES NORTH OF MADISON STREET; ALL IN A. G. BRADSTREETS SUBDIVISION OF LOT 8 IN BLOCK 55 IN THE ORIGINAL TOWN OF CHICAGO, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 3:

LOT 2 IN THE ASSESSOR'S DIVISION OF LOTS 5 AND 7 IN BLOCK 55 IN THE ORIGINAL TOWN OF CHICAGO, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, OTHERWISE DESCRIBED AS THE EAST HALF OF SAID LOT 7 (EXCEPT THE NORTH 50 FEET THEREOF), IN COOK COUNTY, ILLINOIS.

PARCEL 4:

LOT 3 IN ASSESSOR'S DIVISION OF LOTS 5 AND 7 IN BLOCK 55 IN THE ORIGINAL TOWN OF CHICAGO, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 5:

LOT 4 IN ASSESSOR'S DIVISION OF LOTS 5 AND 7 IN BLOCK 55 IN THE ORIGINAL TOWN OF CHICAGO, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 6:

SUB LOTS 1, 2 AND 3 IN A. G. BRADSTREETS SUBDIVISION OF LOT 8 IN BLOCK 55 IN THE ORIGINAL TOWN OF CHICAGO, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

ALSO

THE NORTH 50 FEET OF THE EAST HALF OF LOT 7 IN BLOCK 55 (THE SAID NORTH 50 FEET OF THE EAST HALF OF LOT 7 BEING ALSO KNOWN AS SUB LOT 1 IN THE ASSESSOR'S DIVISION OF LOTS 5 AND 7 IN BLOCK 55) IN THE ORIGINAL TOWN OF CHICAGO, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

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