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THIS SPACE FOR OFFICE FILING OFFICE

6324/0006 11 001 Page 1 of 9

2001-07-18 10:18:49

Cook County Recorder

37.50

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

ALVIN L. KRUSE C/O SEYFARTH SHAW
55 EAST MONROE STREET
SUITE 4200
CHICAGO, IL 60603

0010639421

6324/0006 11 001 Page 1 of 9

2001-07-18 10:18:49

Cook County Recorder

37.50



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THE ABOVE SPACE IS FOR FILING OFFICE USE

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) do not abbreviate or combine names

1a. ORGANIZATION'S NAME VILLAGE OF OAK PARK RESIDENCE CORPORATION				
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

1c. MAILING ADDRESS 211 SOUTH BOULEVARD	CITY OAK PARK	STATE IL	POSTAL CODE 60302	COUNTRY USA
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1d. TAX ID # SSN OR EIN 36-2666771	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION CORP	1f. JURISDICTION OF ORGANIZATION IL	1g. ORGANIZATIONAL I.D.#, if any 47113504	<input type="checkbox"/> NONE
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2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b)-do not abbreviate or combine names

2a. ORGANIZATION'S NAME				
OR	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

2c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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2d. TAX ID # SSN OF EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL I.D.#, if any	<input type="checkbox"/> NONE
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3. SECURED PARTY'S NAME OR NAME OF TOTAL ASSIGNEE OR ASSIGNOR S/P - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME LASALLE BANK NATIONAL ASSOCIATION				
OR	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

3c. MAILING ADDRESS 135 SOUTH LASALLE STREET	CITY CHICAGO	STATE IL	POSTAL CODE 60603	COUNTRY USA
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4. This FINANCING STATEMENT covers the following collateral:

IL-COOK COUNTY

SEE ATTACHED SCHEDULE OF COLLATERAL

5. ALTERNATIVE DESIGNATION if applicable:	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOF	SELLER/BUYER	AG LIEN	NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or records) in the REAL ESTATE RECORDS Attach addendum (if applicable)	7. Check to REQUEST SEARCH REPORT(S) on Debtor(S) (OPTIONAL FEE) (optional)			All Debtors	Debtor 1	Debtor 2

8. OPTIONAL FILER REFERENCE DATA

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UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME
VILLAGE OF OAK PARK RESIDENCE CORPORATION

OR 9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME

OR 11b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

11c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

11d. TAX ID # SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 11e. TYPE OF ORGANIZATION 11f. JURISDICTION OF ORGANIZATION 11g. ORGANIZATIONAL ID #, if any ☐ NONE

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME

OR 12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

12c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

13. This FINANCING STATEMENT covers ☐ timber to be cut or ☐ as extracted collateral, or is filed as a ☒ fixture filing.

14. Description of real estate:

SEE EXHIBIT A TO ATTACHED SCHEDULE OF COLLATERAL

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box:

Debtor is a ☐ Trust or ☐ Trustee acting with respect to property held in trust or ☐ Decedent's Estate

18. Check only if applicable and check only one box:

☐ Debtor is a TRANSMITTING UTILITY
☐ Filed in connection with a Manufactured-Home Transaction -- effective 30 years
☐ Filed in connection with a Public-Finance Transaction -- effective 30 years

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07-16-01

SCHEDULE OF COLLATERAL

1. All rents, issues, profits, royalties and income with respect to the real estate described in Exhibit A attached hereto and improvements and other benefits derived therefrom, subject to the right, power and authority given to the Debtor to collect and apply same.

2. All leases or subleases covering the real estate described in Exhibit A attached hereto and improvements or any portion thereof now or hereafter existing or entered into, including, without limitation, all cash or security deposits, advance rentals, and deposits or payments of similar nature, and any and all guarantees of the lessee's obligations under any of such leases and subleases.

3. All materials intended for construction, reconstruction, alteration and repairs of the real estate described in Exhibit A attached hereto and improvements thereon.

4. All fixtures attached to or contained in and used in connection with the real estate described in Exhibit A attached hereto and improvements, including, but not limited to, all machinery, motors, elevators, fittings, radiators, awnings, shades, screens, and all plumbing, heating, lighting, ventilating, refrigerating, incinerating, air-conditioning and sprinkler equipment and fixtures and appurtenances thereto; and all items of furniture, furnishings, equipment and personal property used or useful in the operation of the said real estate and improvements; and all renewals, substitutions and replacements for any or all of the foregoing, and all proceeds therefrom.

5. All the estate, interest, right, title or other claim or demand, including claims or demands with respect to any proceeds of insurance related thereto, in the real estate described in Exhibit A attached hereto and improvements or personal property and any and all awards made for the taking by eminent domain, or by any proceeding or purchase in lieu thereof, of the whole or any part of the said real estate and improvements or personal property, including without limitation any awards resulting from a change of grade of streets and awards for severance damages.

6. All the rents, avails, issues and profits now due or which may hereafter become due under or by virtue of any lease or sublease, either oral or written, or any letting of or any agreement for the use or occupancy of any part of the real estate described in Exhibit A attached hereto, which may have been heretofore or may be hereafter made or agreed to; all such leases and subleases and agreements referred to above; and any and all guarantees of the lessee's obligations under any of such leases and subleases and agreements.

7. The Borrower Bonds, all interest thereon and all proceeds thereof.

8. All of the Debtor's right, title and interest in and to any Additional Account Party Bonds, the interest thereon and all proceeds thereof.

9. The Reserve Fund created under the Reimbursement Agreement dated as of July 1, 2001, by and between the Debtor and the Secured Party, all amounts from time to time on deposit in the Reserve Fund and all proceeds thereof.

10. (A) all interest rate hedging arrangements with respect to the Bonds from time to time procured by the Debtor, (B) all contracts from time to time entered into by the Debtor with respect to such interest rate hedging arrangements, (C) all amounts from time to time payable to the Debtor under such arrangements and contracts, (D) without limitation on the generality of the foregoing, the interest rate hedging arrangement procured by the Debtor from Salomon Brothers Holding Company Inc., and the contract entered into by the Debtor in connection therewith, as evidenced by the Transaction Confirmation issued by Salomon Brothers Holding Company Inc. dated July 13, 2001, and (E) all proceeds of all of the foregoing.

Some or all of the above-described property may be or become fixtures to the real estate described in Exhibit A attached hereto.

DEFINED TERMS

The following terms shall have the following respective meanings when used in this Schedule of Collateral:

"Additional Account Party Bonds" means any bonds, other than Borrower Bonds, owned directly or indirectly by the Debtor.

"Bonds" means the Issuer's \$13,000,000 aggregate principal amount of Variable Rate Demand Revenue Bonds (Village of Oak Park Residence Corporation Project), Series 2001, dated July 18, 2001, issued under the Indenture.

"Borrower Bonds" means any Bonds or beneficial interests in Bonds purchased with payments made by the Secured Party under the Letter of Credit and not remarketed in accordance with the Indenture.

"Indenture" means the Trust Indenture dated as of July 1, 2001, between the Issuer and the Trustee, as from time to time supplemented and amended.

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"Issuer" means the Illinois Development Finance Authority, a public body, corporate and politic, organized and existing under the laws of the State of Illinois.

"Letter of Credit" means Irrevocable Transferable Letter of Credit No. S531861 dated June 18, 2001, issued by the Secured Party to the Trustee as beneficiary in the amount of \$13,179,507.

"Trustee" means LaSalle Bank National Association, a national banking association, the Trustee under the Indenture, and any successors and assigns thereof.

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EXHIBIT A

LEGAL DESCRIPTION OF REAL ESTATE

PARCEL 1:

LOT 12 (EXCEPT THE NORTH 15-1/2 FEET THEREOF) IN BLOCK 8 IN HOOKER'S SUBDIVISION OF THE NORTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 5, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO. 16-05-314-030
ADDRESS: 1000 NORTH AUSTIN BOULEVARD
OAK PARK, ILLINOIS

PARCEL 2:

LOT 7 IN BLOCK 8 IN HOOKER'S SUBDIVISION OF THE NORTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 5, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO. 16-05-314-024
ADDRESS: 1022-1024 NORTH AUSTIN BOULEVARD
OAK PARK, ILLINOIS

PARCEL 3:

LOT 16 AND THE SOUTH 10.0 FEET OF LOT 17 IN BLOCK 1 IN SCHREVE'S SUBDIVISION OF THAT PART OF THE EAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 8, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING BETWEEN THE SOUTH LINE OF THE CHICAGO AND NORTHWESTERN RAILROAD RIGHT OF WAY AND THE NORTH LINE OF DUMMY RAILROAD RIGHT OF WAY, SAID LOT 16 BEING ALSO DESCRIBED AS THE TRACT OF LAND LYING SOUTH OF AND ADJOINING THE SOUTH LINE OF SAID LOT 17 AFORESAID, AND NORTH OF THE NORTH LINE OF PLEASANT STREET, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO. 16-08-305-023
ADDRESS: 2-12 PLEASANT STREET
OAK PARK, ILLINOIS

PARCEL 4:

LOTS 1, 2, AND 3 IN BLOCK 36 IN VILLAGE OF RIDGELAND, A SUBDIVISION OF THE EAST 1/2 OF THE EAST 1/2 OF SECTION 7 AND THE NORTHWEST 1/4 AND THE WEST 1/2 OF THE WEST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 8, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO. 16-08-123-011
ADDRESS: 470-492 NORTH AUSTIN BOULEVARD
3-11 ONTARIO STREET
OAK PARK, ILLINOIS

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PARCEL 5:

LOTS 9 AND 10 IN BLOCK 1 IN AUSTIN PARK, BEING A SUBDIVISION OF THE EAST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO. 16-17-307-001
ADDRESS: 17-21 HARRISON STREET
906-908 SOUTH HUMPHREY AVENUE
OAK PARK, ILLINOIS

PARCEL 6:

LOTS 1, 2, 3, AND 4 IN BLOCK 2 IN AUSTIN PARK, BEING A SUBDIVISION OF THE EAST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO. 16-17-306-003
ADDRESS: 27-35 HARRISON STREET
905-911 SOUTH HUMPHREY AVENUE
OAK PARK, ILLINOIS

PARCEL 7:

THE NORTH 76 FEET OF LOT 1 IN BLOCK 11 IN JOHN JOHNSTON JR.'S ADDITION TO AUSTIN, A SUBDIVISION OF THE SOUTH 1/2 OF THE SOUTHWEST 1/4 OF SECTION 5, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-05-325-011
ADDRESS: 41-47 IOWA STREET
543-545 NORTH HUMPHREY AVENUE
OAK PARK, ILLINOIS

PARCEL 8:

LOT 1 AND LOT 2 (EXCEPT THE SOUTH 40 FEET) IN BLOCK 4 IN THE SUBDIVISION OF THAT PART OF THE EAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 8, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING BETWEEN THE SOUTH LINE OF THE CHICAGO AND NORTHWESTERN RAILROAD AND THE RIGHT OF WAY OF THE NORTH LINE OF DUMMY RAILROAD RIGHT OF WAY IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-08-311-009
ADDRESS: 5 PLEASANT STREET
OAK PARK, ILLINOIS

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PARCEL 9:

LOTS 1 TO 4, INCLUSIVE IN BLOCK 2 IN THE SUBDIVISION OF THAT PART OF THE EAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 8, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING BETWEEN THE SOUTH LINE OF THE CHICAGO AND NORTHWESTERN RAILROAD RIGHT OF WAY AND THE NORTH LINE OF THE DUMMY TRACK RIGHT OF WAY, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-08-304-015
ADDRESS: 37-49 SOUTH BOULEVARD
103-111 SOUTH HUMPHREY AVENUE
OAK PARK, ILLINOIS

PARCEL 10:

LOTS 1 AND 2 IN BLOCK 3 IN AUSTIN PARK, A SUBDIVISION OF THE EAST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-17-305-006
ADDRESS: 101-105 HARRISON STREET
905-911 SOUTH LYMAN AVENUE
OAK PARK, ILLINOIS

PARCEL 11:

LOT 12 IN BLOCK 1 IN HOOKER'S SUBDIVISION OF THE NORTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 5, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-05-307-034
ADDRESS: 1100-1102 NORTH AUSTIN BOULEVARD
2-6 THOMAS STREET
OAK PARK, ILLINOIS

PARCEL 12:

LOTS 71 AND 72 IN HOUSTON'S SUBDIVISION OF THAT PART LYING SOUTH OF THE WISCONSIN CENTRAL RAILROAD RIGHT OF WAY OF THE WEST 1/2 OF THE EAST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 8, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-08-321-020
ADDRESS: 438-442 SOUTH LOMBARD AVENUE
132 MADISON STREET
OAK PARK, ILLINOIS

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PARCEL 13:

THE EAST 169 FEET OF THE NORTH 100 FEET OF LOT 4 IN THE RESUBDIVISION OF LOTS 1 TO 11, BOTH INCLUSIVE, IN SCOVILLE'S SUBDIVISION OF THE EAST 49 ACRES OF THE WEST 129 ACRES OF THE SOUTHWEST 1/4 OF SECTION 7, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-07-311-022
ADDRESS: 201-211 SOUTH KENILWORTH AVENUE
905-911 PLEASANT STREET
OAK PARK, ILLINOIS

PARCEL 14:

LOT 78 IN O.P. ERWIN'S SUBDIVISION OF THE SOUTH 1466.5 FEET OF THE EAST 1/2 OF THE WEST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 8, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-08-319-012
ADDRESS: 411-415 SOUTH HARVEY AVENUE
OAK PARK, ILLINOIS

PARCEL 15:

LOTS 15, 16, 17, 18 (EXCEPT THE EAST 7 FEET OF SAID LOTS TAKEN FOR WIDENING AUSTIN AVE) IN BLOCK 16 IN AUSTIN PARK SUBDIVISION IN THE EAST 1/2 OF THE SOUTH WEST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PERMANENT INDEX NO.: 16-17-331-023
ADDRESS: 1118-1126 SOUTH AUSTIN BOULEVARD
OAK PARK, ILLINOIS