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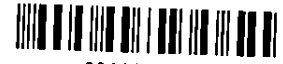
9/4/0004 40 001 Page 1 of 8

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Cook County Recorder

35.50

Cook County, Illinois



0011101274

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
 Brian S. Short, Esq. 214/745-5627

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Brian S. Short, Esq.
 Winstead Sechrest & Minick P.C.
 1201 Elm Street, Suite 5400
 Dallas, Texas 75270

MAIL TO

01-1095 GVI

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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
TOLLWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP

OR 1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 2500 W. HIGGINS ROAD, SUITE 400 HOFFMAN ESTATES IL 60195 USA

1d. TAX I.D. # SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATION ID#, if any
 36-4112695 LTD PARTNERSHIP IL IL-5011753

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

2d. TAX I.D. # SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATION ID#, if any
 NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
COLUMN FINANCIAL, INC.

OR 3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 11 MADISON AVENUE, 5TH FLOOR NEW YORK NY 10010-3629 USA

4. This FINANCING STATEMENT covers the following collateral.

See Attached Addendum and Signature Page

5. ALTERNATIVE DESIGNATION [if applicable] LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS [Attach Addendum (if applicable)] 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional] All Debtors Debtor 1 Debtor 2 [ADDITIONAL FEE]

8. OPTIONAL FILER REFERENCE DATA

See Attached Addendum and Signature Page

3011-811

Office of the Secretary of State of Texas Web Form

FILING OFFICE COPY - NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/98)

DALLAS_1\3563260\1



Debtor Name:
TOLLWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP

ADDENDUM AND SIGNATURE PAGE FOR
FINANCING STATEMENT

TO BE FILED IN THE OFFICE OF THE COUNTY CLERK OF
COOK COUNTY, ILLINOIS,
WHERE MORTGAGES ON REAL ESTATE WOULD BE RECORDED

- A. **Item No. 4 continued:** This Financing Statement covers the following types of collateral ("Collateral"):

The items described on Exhibit A attached hereto and incorporated herein by reference for all purposes, as the same relate to the land described in Annex One attached hereto and incorporated herein by reference for all purposes, and the improvements thereon or thereto.

- B. **Item No. 4 continued:** Portions of the Collateral constitute goods which are affixed, or are to be affixed, to the aforesaid real property located in Cook County, Illinois. SUCH COLLATERAL IS OR INCLUDES FIXTURES. This Financing Statement is to be recorded in the office where a mortgage on such real estate would be recorded. The Record Owner of said aforesaid real property is the Debtor.

- C. **Item No. 4 continued:** Proceeds of the Collateral are also covered.

- D. The Debtor's taxpayer identification number is 36-4112695.

DATED to be effective as of November 13, 2001.

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Debtor Name:
TOLLWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP

E. Item No. 8 continued:

DEBTOR:

**TOLLWAY INDUSTRIAL CENTER LIMITED
PARTNERSHIP,**
an Illinois limited partnership

By: NORTHWEST INVESTORS, INC.,
an Illinois corporation,
its General Partner


By: 
Name: George A. Moser
Title: President

EXHIBIT LIST

Exhibit A - Personal Property Description
Annex One - Legal Description
Annex Two - Inventory of Personal Property

When filed, return to:

Brian S. Short, Esq.
Winstead Sechrest & Minick P.C.
5400 Renaissance Tower
1201 Elm Street
Dallas, Texas 75270

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1106:3011-811

FINANCING STATEMENT - SIGNATURE PAGE

3011-811/Tollway Industrial II and III

Debtor Name:
TOLLWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP

Item No. 4 continued:

EXHIBIT A

TO UCC-2 FINANCING STATEMENT

All personal property now or hereafter owned by the Debtor, including but not limited to, the following:

(a) All furniture, furnishings, fixtures, goods, equipment, inventory or personal property owned by the Debtor and now or hereafter located on, attached to or used in and about the Improvements (as defined below), including, but not limited to, all machines, engines, boilers, dynamos, elevators, stokers, tanks, cabinets, awnings, screens, shades, blinds, carpets, draperies, lawn mowers, and all appliances, plumbing, heating, air conditioning, lighting, ventilating, refrigerating, disposal and incinerating equipment, and all fixtures and appurtenances thereto, and such other goods and chattels and personal property owned by the Debtor as are now or hereafter used or furnished in operating the Improvements, or the activities conducted therein, and all building materials and equipment hereafter situated on or about the real property described on Annex One to this Financing Statement (the "Land"), or any structures or improvements located thereon (the "Improvements"), and all warranties and guaranties relating thereto, and all additions thereto and substitutions and replacements therefor (exclusive of any of the foregoing owned or leased by tenants of space in the Improvements);

(b) All easements, rights-of-way, strips and gores of land, vaults, streets, ways, alleys, passages, sewer rights, and other emblements now or hereafter located on the Land or under or above the same or any part or parcel thereof, and all estates, rights, titles, interests, tenements, hereditaments and appurtenances, reversions and remainders whatsoever, in any way belonging, relating or appertaining to the Land or any part thereof, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now owned or hereafter acquired by the Debtor;

(c) All water, water courses, ditches, wells, reservoirs and drains and all water, ditch, well, reservoir and drainage rights and powers which are appurtenant to, located on, under or above or used in connection with the Land or the Improvements, or any part thereof, together (i) with all utilities, utility lines, utility commitments, utility capacity, capital recovery charges, impact fees and other fees paid in connection with same, (ii) reimbursements or other rights pertaining to utility or utility services provided to the Land and/or Improvements and (iii) the present or future use or availability of waste water capacity, or other utility facilities to the extent same pertain to or benefit the Land and/or Improvements, including, without limitation, all reservations of or commitments or letters covering any such use in the future, whether now existing or hereafter created or acquired;

Debtor Name:
TOLLWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP

Item No. 4 continued:

(d) All minerals, crops, timber, trees, shrubs, flowers and landscaping features now or hereafter located on, under or above the Land;

(e) All cash funds, deposit accounts and other rights and evidence of rights to cash, now or hereafter created or held by the Secured Party pursuant to the Mortgage, Security Agreement and Fixture Financing Statement of even date herewith from the Debtor in favor of the Secured Party (the "Mortgage"), or any other of the loan documents executed in connection therewith, including, without limitation, all funds now or hereafter on deposit in the Reserves (as defined in the Mortgage) and any other reserves provided for in the Mortgage;

(f) All leases, licenses, concessions and occupancy agreements of the Land or the Improvements now or hereafter entered into, and all rents, royalties, issues, profits, bonus money, revenue, income, rights and other benefits (collectively, the "Rents and Profits") of the Land or the Improvements or the fixtures or equipment located therein, now or hereafter arising from the use or enjoyment of all or any portion thereof or from any present or future lease (including, without limitation, oil, gas and mineral leases), license, tenancy, concession, occupancy agreement or other agreement pertaining thereto or arising from any of the Contracts (as defined hereinbelow) or any of the General Intangibles (as defined hereinbelow) and all cash or securities deposited to secure performance by the tenants, lessees or licensees, as applicable, of their obligations under any such leases, licenses, concessions or occupancy agreements, whether said cash or securities are to be held until the expiration of the terms of said leases, licenses, concessions or occupancy agreements or applied to one or more of the installments of rent coming due prior to the expiration of said terms, subject to, however, the provisions contained in Section 1.11 of the Mortgage;

(g) All contracts and agreements now or hereafter entered into covering any part of the Land or the Improvements and all revenue, income and other benefits thereof, including, without limitation, management agreements, service contracts, maintenance contracts, equipment leases, personal property leases and any contracts or documents relating to construction on any part of the Land or the Improvements (including plans, specifications, studies, drawings, surveys, tests, operating and other reports, bonds and governmental approvals) or to the management or operation of any part of the Land or the Improvements (collectively, the "Contracts");

(h) All present and future monetary deposits given to any public or private utility with respect to utility services furnished to any part of the Land or the Improvements;

(i) All present and future funds, accounts, instruments, accounts receivable, documents, causes of action, claims, general intangibles (including, without limitation, trademarks, trade names, service marks and symbols now or hereafter used in connection with any part of the Land or the Improvements, all names by which the Land or the Improvements may be operated or known, all

Debtor Name:
TOLLWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP

Item No. 4 continued:

rights to carry on business under such names, and all rights, interest and privileges which the Debtor has or may have as developer or declarant under any covenants, restrictions or declarations now or hereafter relating to the Land or the Improvements) and all notes or chattel paper now or hereafter arising from or by virtue of any transactions related to the Land or the Improvements (collectively, the "General Intangibles");

(j) All water taps, sewer taps, certificates of occupancy, permits, special permits, uses, licenses, franchises, certificates, consents, approvals and other rights and privileges now or hereafter obtained in connection with the Land or the Improvements and all present and future warranties and guaranties relating to the Improvements or to any equipment, fixtures, furniture, furnishings, personal property or components of any of the foregoing now or hereafter located or installed on the Land or the Improvements;

(k) All building materials, supplies and equipment now or hereafter placed on the Land or in the Improvements and all architectural renderings, models, drawings, plans, specifications, studies and data now or hereafter relating to the Land or the Improvements;

(l) All right, title and interest of the Debtor in any insurance policies or binders now or hereafter relating to the Land or the Improvements including any unearned premiums thereon;

(m) All proceeds, products, substitutions and accessions (including claims and demands therefor) of the conversion, voluntary or involuntary, of any of the foregoing into cash or liquidated claims, including, without limitation, proceeds of insurance and condemnation awards;

(n) All other or greater rights and interests of every nature in the Land or the Improvements and in the possession or use thereof and income therefrom, whether now owned or hereafter acquired by the Debtor; and

(o) All the items set forth in Annex Two, attached hereto and made a part hereof.

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ANNEX ONE

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Legal Description

Parcel 1

Address: 2400 Hassell Road, Hoffman Estate, Illinois
Tax Parcel No. 07-06-201-012

Lot 8 in Barrington Square Industrial Center, Unit No. 1, being a subdivision of parts of Fractional Section 6, Township 41 North, Range 10 East of the Third Principal Meridian, according to the Plat thereof, recorded on November 20, 1970 as Document Number 21323708, in Cook County, Illinois.

Parcel 2

Address: 2200 Stonington Avenue, Hoffman Estate, Illinois
Tax Parcel Nos. 07-06-102-018 and 07-06-102-019

Lots 1 and 2 in Moser's Resubdivision, being a resubdivision of Lot 2 and that part of Lot 3, lying south of a line, drawn at right angle, through a point on the east line of said Lot 3, 247.00 feet south of the northeast corner of said Lot 3, all in the resubdivision of part of Lot 12, and all of Lot 13 in Barrington Square Industrial Center Unit One and all of Lot 14 in Barrington Square Industrial Section Unit Two, both being subdivisions of part of Fractional Section 6, Township 41 North, Range 10 East of the Third Principal Meridian, according to the Plat thereof recorded January 24, 1977 as Document Number 23797957, in Cook County, Illinois.

Parcel 3

Easement for the benefit of a portion of Parcel 2 for ingress and egress as created by grant of easement recorded as Document 23495220.

C:\WINDOWS\TEMP\Annex One - Legal Description 3011-811.WPD
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Debtor Name:

TOLLWAY INDUSTRIAL CENTER LIMITED PARTNERSHIP

Item No. 4 continued:

ANNEX TWO

Inventory of Personal Property

NONE

Property of Cook County Clerk's Office

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ANNEX TWO, Inventory of Personal Property - Solo Page

3011-811/Tollway Industrial II and III