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2002-02-21 11:08:42
Cook County Recorder 29.50



0020203272

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
SHARI L. SIXBERY (800) 522-7832

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

After Filing Return To:
CT CORPORATION
17 South High Street
Columbus, OH 43215

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
S&A LEASED PROPERTIES SPE 2, INC.

OR

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

1c. MAILING ADDRESS
6500 INTERNATIONAL PARKWAY CITY PLANO STATE TX POSTAL CODE 75093 COUNTRY USA

1d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION CORPORATION 1f. JURISDICTION OF ORGANIZATION DELAWARE 1g. ORGANIZATIONAL ID #, if any 91230000 NONE

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 ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL 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
*SEE #10 OF ADDENDUM

OR

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

3c. MAILING ADDRESS
11000 BROKEN LAND PKWY CITY COLUMBIA STATE MD POSTAL CODE 21044-3562 COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

FIXTURE FILING. ALL EQUIPMENT AND FIXTURES SUBJECT TO A LOAN AND DESCRIBED IN EXHIBIT A ATTACHED HERETO LOCATED ON THAT REAL PROPERTY DESCRIBED IN EXHIBIT B ATTACHED HERETO.

TO BE FILED WITH COOK COUNTY, IL

CH-4906223-10

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 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional) (ADDITIONAL FEE) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA
CONTRACT #54-7622

SY
P-8
S-
A-4
DP

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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
S&A LEASED PROPERTIES SPE 2, INC.

OR

1b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

1c. MAILING ADDRESS
6500 INTERNATIONAL PARKWAY

CITY PLANO	STATE TX	POSTAL CODE 75093	COUNTRY USA
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1d. TAX ID #: SSN OR EIN 75-2766555	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION CORPORATION	1f. JURISDICTION OF ORGANIZATION DELAWARE	1g. ORGANIZATIONAL ID #, if any 91230000	<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

2d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> 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
***SEE #10 OF ADDENDUM**

OR

3b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

3c. MAILING ADDRESS
11000 BROKEN LAND PKWY

CITY COLUMBIA	STATE MD	POSTAL CODE 21044 3502	COUNTRY USA
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4. This FINANCING STATEMENT covers the following collateral:

FIXTURE FILING. ALL EQUIPMENT AND FIXTURES SUBJECT TO A LOAN AND DESCRIBED IN EXHIBIT A ATTACHED HERETO LOCATED ON THAT REAL PROPERTY DESCRIBED IN EXHIBIT B ATTACHED HERETO.

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CH-4906283-10

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOB 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 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional) (ADDITIONAL FEE) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA
CONTRACT #54-7622

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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 S&A LEASED PROPERTIES SPE 2, INC.			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

*WELLS FARGO BANK MINNESOTA, N.A. AS
INDENTURED TRUSTEE OF CAPTEC FRANCHISE LOAN
TRUST 1998-1

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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	

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 B ATTACHED HERETO.

16. Additional collateral description:

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

MICHIGAN-ADAMS, LLC

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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EXHIBIT "A"

TO UCC-1 FINANCING STATEMENT

All buildings, improvements, and tenements now or hereafter erected on the real property described on the attached Exhibit "B" ("Real Property"), and all heretofore or hereafter vacated alleys and streets abutting the Real Property, and all easements, rights, appurtenances, rents, royalties, mineral, oil and gas rights and profits, water, water rights, and water stock appurtenant to the Real Property, and all of Equipment, including all fixtures, machinery, equipment, engines, boilers, incinerators, building materials, appliances and goods of every nature whatsoever now or hereafter located in, or on, or used, or intended to be used in connection with the Real Property, including, but not limited to, those for the purposes of supplying or distributing heating, cooling, electricity, gas, water, air and light and all elevators, and related machinery and equipment, fire prevention and extinguishing apparatus, security and access control apparatus, plumbing, bath tubs, water heaters, water closets, sinks, ranges, stoves, refrigerators, dishwashers, disposals, washers, dryers, awnings, storm windows, storm doors, screens, blinds, shades, curtains and curtain rods, mirrors, cabinets, paneling, rugs, attached floor coverings, furniture, pictures, antennas, trees and plants, and all tax refunds, Trademarks, trade names, Contracts, Documents, Receivables, Licenses, permits, Inventory, Copyrights, Patents, insurance proceeds, unearned insurance premiums, choses in action and other General Intangibles, in each case only to the extent relating in any way to the said Real Property; including replacements, additions and substitutions thereto, and the proceeds thereof.

All capitalized terms herein shall have the meanings prescribed to them in that certain Commercial Mortgage/Deed of Trust, Assignment of Rent, and Security Agreement from Debtor to and in favor of Secured Party filed on or about the date of the filing of the Financing Statement to which this Exhibit "A" is attached.

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Exhibit B
(page 1 of 1)
Concept B

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Unit #1426 Mall
150 S. Michigan Avenue
Chicago, IL 60603
Cook County
LEGAL DESCRIPTION

That portion only, as defined and described and delineated in the Lease shown above, of the following described land which is included within the leased premises as set out in the Lease and Memorandum thereof to be recorded shown above:

PARCEL 1

The South 1/2 of Lot 5 and all of Lots 8 and 9 (except so much thereof as has been taken for alley) all in Block 4 in Fractional Section 15, Addition to Chicago, in Section 15, Township 39 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois.

PARCEL 2

Easements appurtenant to and for the benefit of Parcel 1 as created by Easement Grant from the Church Federation of Greater Chicago to The Peoples Gas Light and Coke Company dated May 30, 1972 and recorded June 13, 1972 as Document Number 21937644 to construct, reconstruct, renew, replace, operate, maintain, inspect, alter, repair and remove a gas main or pipes and such drips, valves, fittings, meters and other equipment as may be necessary or convenient for such operation, over the following described land:

The West 8 feet 9 1/2 inches of the North 1/2 of Lot 5 of Block 4 of Fractional Section 15, Township 39 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois.

17-15-103-010
17-15-103-011
17-15-103-012

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