

**SPECIAL WARRANTY DEED
(Illinois)**

SEND SUBSEQUENT TAX BILLS TO:

Palos Heights Properties, LLC
1 Polo Drive
South Barrington, IL 60010



UPON RECORDING MAIL TO:

Michael Alesia
Alesia, Merconi & Irsuto
1111 Plaza Drive, Suite 690
Schaumburg, IL 60173

THIS AGREEMENT made this 15th day of March, 2002, between Dominick's Finer Foods, Inc., a Delaware corporation, 5918 Stoneridge Mall Rd., Pleasanton, CA 94588, party of the first part, and Palos Heights Properties, LLC, an Illinois limited liability company, party of the second part, WITNESSETH, that the party of the first part, for and in consideration of the sum of Eight Million Nine Hundred Fifty Thousand and No/100 Dollars (\$8,950,000.00), paid to an Accommodator as part of an IRS 1031 exchange, by these presents does GRANT, BARGAIN, SELL, REMISE, RELEASE, ALIEN AND CONVEY unto the party of the second part, and to its successors and Assigns, FOREVER, all the following described land, situated in the County of Cook and State of Illinois know and described as follows, to wit:

SEE LEGAL DESCRIPTION ATTACHED HERETO AS EXHIBIT A

Subject to: SEE ATTACHED EXHIBIT B

Address of Property: Commonly known as Indian Trails Shopping Center, 127th & Ridgeland,
Palos Heights, IL

Permanent Index Numbers: 24-31-201-011-0000 and 24-31-201-013-0000

Together with all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim or demand whatsoever, of the party of the first part, either in law or in equity, of, in and to the above described premises, with the hereditaments and appurtenances: TO HAVE AND TO HOLD the said premises as above described, with the appurtenances, unto the party of the second part, its heirs and assigns forever.

BOX 333-CTI

285 LHYNES # 79-78-098-D1

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B

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EXHIBIT A

THE NORTH 671.53 FEET OF THE EAST 900.00 FEET OF THE NORTHEAST 1/4 OF SECTION 31, TOWNSHIP 37 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN,

EXCEPTING THEREFROM THAT PART THEREOF DESCRIBED AS FOLLOWS:

THAT PART OF THE NORTH 208.00 FEET OF THE EAST 900.00 FEET OF THE NORTHEAST 1/4 OF SECTION 31, TOWNSHIP 37 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID NORTHEAST 1/4; THENCE DUE WEST ALONG THE NORTH LINE OF SAID NORTHEAST 1/4, A DISTANCE OF 533.16 FEET; THENCE SOUTH 00 DEGREE, 10 MINUTES, 00 SECOND EAST, 33.00 FEET TO A POINT IN THE SOUTH LINE OF 127TH STREET, AS DEDICATED FOR THE POINT OF BEGINNING OF THE ABOVE DESCRIBED TRACT OF LAND; THENCE CONTINUOUSLY SOUTH 00 DEGREE, 10 MINUTES, 00 SECOND EAST, 175.00 FEET TO THE POINT OF INTERSECTION WITH THE SOUTH LINE OF THE NORTH 208.00 FEET OF SAID NORTHEAST 1/4, SAID POINT OF INTERSECTION BEING 533.75 FEET (AS MEASURED ALONG SAID SOUTH LINE) WEST OF THE EAST LINE OF SAID NORTHEAST 1/4; THENCE DUE WEST ALONG THE SOUTH LINE OF THE NORTH 208.00 FEET OF SAID NORTHEAST 1/4, A DISTANCE OF 235.00 FEET; THENCE NORTH 00 DEGREE, 10 MINUTES, 00 SECOND WEST, 175.00 FEET TO A POINT IN THE SAID SOUTH LINE OF 127TH STREET, AS DEDICATED; THENCE DUE EAST ALONG SAID SOUTH LINE OF 127TH STREET, AS DEDICATED, A DISTANCE OF 235.00 FEET TO THE POINT OF BEGINNING;

ALSO EXCEPTING THEREFROM ALL THAT PART THEREOF CONVEYED TO THE COUNTY OF COOK BY DEED RECORDED SEPTEMBER 11, 1979 AS DOCUMENT 25139522, SAID PART BEING DESCRIBED AS FOLLOWS:

THE NORTH 50.00 FEET OF THE EAST 900.00 FEET OF THE NORTHEAST 1/4 OF SECTION 31 AFORESAID; ALSO THE EAST 50.00 FEET OF THE NORTH 671.53 FEET OF THE NORTHEAST 1/4 AFORESAID, EXCEPTING THAT PART THEREOF FALLING IN THE NORTH 50.00 FEET OF SAID NORTHEAST 1/4; ALSO THAT PART OF THE NORTHEAST 1/4 AFORESAID DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE SOUTH LINE OF THE NORTH 50.00 FEET OF SAID NORTHEAST 1/4, WITH THE WEST LINE OF THE EAST 50.00 FEET OF SAID NORTHEAST 1/4; THENCE SOUTH ON SAID WEST LINE 20.00 FEET; THENCE NORTHWESTERLY TO A POINT IN THE SOUTH LINE OF THE NORTH 50.00 FEET AFORESAID, SAID POINT BEING 20.00 FEET WEST OF THE POINT OF BEGINNING; THENCE EAST 20.00 FEET TO THE POINT OF BEGINNING, EXCEPTING FROM THE ABOVE PARCELS, TAKEN AS A TRACT, THOSE PARTS FALLING IN 127TH STREET AND IN RIDGELAND AVENUE, AS DEDICATED OR USED, ALL IN COOK COUNTY, ILLINOIS.

ALSO EXCEPTING THEREFROM ALL THAT PART THEREOF DESCRIBED AS FOLLOWS:

THE SOUTH 150.00 FEET OF THE NORTH 200.00 FEET OF THE WEST 220.00 FEET OF THE EAST 253.00 FEET OF THE NORTHEAST 1/4 OF SECTION 31, TOWNSHIP 37 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, EXCEPTING THE WEST 20.00 FEET OF THE NORTH

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100.00 FEET THEREOF AND ALSO EXCEPTING THEREFROM THOSE PARTS FALLING IN 127TH STREET AND IN RIDGELAND AVENUE, AS DEDICATED OR USED, ALL IN COOK COUNTY, ILLINOIS.

Property of Cook County Clerk's Office

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EXHIBIT B EXCEPTIONS

1. TAXES FOR THE YEAR(S) 2001 AND 2002
2002 TAXES ARE NOT YET DUE OR PAYABLE.

2. EXISTING UNRECORDED LEASES AND ALL RIGHTS THEREUNDER OF THE LESSEES AND OF ANY
PERSON OR PARTY CLAIMING BY, THROUGH OR UNDER THE LESSEES.

3. EASEMENT AGREEMENT RECORDED JANUARY 25, 1996 AS DOCUMENT 96068643 MADE BY AND
BETWEEN INDIAN TRAILS LIMITED PARTNERSHIP, AN ILLINOIS LIMITED PARTNERSHIP AND
JOHN A/K/A JOHNNY MANTAS FOR A NON-EXCLUSIVE USE OF PARKING AREAS FOR ACCESS,
INGRESS AND EGRESS.

(FOR FURTHER PARTICULARS, SEE RECORD.)

4. NON-EXCLUSIVE PERPETUAL EASEMENT OVER THAT PART OF THE LAND DESCRIBED AS
FOLLOWS:

THAT PART OF THE NORTH 238.00 FEET OF THE EAST 900.00 FEET OF THE NORTHEAST
1/4 OF SECTION 31, TOWNSHIP 37 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL
MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID NORTHEAST 1/4; THENCE DUE WEST
ALONG THE NORTH LINE OF SAID NORTHEAST 1/4, A DISTANCE OF 533.16 FEET; THENCE
SOUTH 0 DEGREES, 10 MINUTES, 00 SECONDS EAST, 33 FEET TO A POINT IN THE SOUTH
LINE OF 127TH STREET (AS DEDICATED) FOR THE POINT OF BEGINNING OF THE ABOVE
DESCRIBED TRACT OF LAND; THENCE CONTINUOUSLY SOUTH 0 DEGREES, 10 MINUTES, 00
SECONDS EAST, 175.00 FEET TO A POINT OF INTERSECTION WITH THE SOUTH LINE OF
THE NORTH 208.00 FEET OF SAID NORTHEAST 1/4, SAID POINT IN INTERSECTION BEING
533.75 FEET (AS MEASURED ALONG SAID SOUTH LINE) WEST OF THE EAST LINE OF SAID
NORTHEAST 1/4; THENCE DUE WEST ALONG THE SOUTH LINE OF THE NORTH 208.00 FEET
OF SAID NORTHEAST 1/4 A DISTANCE OF 235.00 FEET; THENCE NORTH 0 DEGREES, 10
MINUTES, 00 SECONDS WEST, 158.00 FEET; THENCE DUE WEST, 88.70 FEET; THENCE
NORTH 0 DEGREES, 10 MINUTES, 00 SECONDS WEST, 17 FEET TO A POINT IN THE SOUTH
LINE OF SAID 127TH STREET (AS DEDICATED); THENCE DUE WEST ALONG THE SOUTH LINE
OF SAID 127TH STREET (AS DEDICATED) 30.00 FEET TO A POINT, BEING 13.05 FEET AS
MEASURED ALONG THE SOUTH LINE OF SAID 127TH STREET) (AS DEDICATED) EAST OF THE
WEST LINE OF THE EAST 900 FEET OF SAID NORTHEAST 1/4; THENCE SOUTH 0 DEGREES,
10 MINUTES, 00 SECONDS EAST, 41.00 FEET; THENCE DUE EAST, 94.70 FEET; THENCE
SOUTH 0 DEGREES, 10 MINUTES, 00 SECONDS EAST, 164.00 FEET TO A POINT IN THE
SOUTH LINE OF THE NORTH 238.00 FEET OF SAID NORTHEAST 1/4; THENCE DUE EAST,
315.00 FEET; THENCE NORTH 0 DEGREES, 10 MINUTES, 00 SECONDS WEST, 125.00 FEET;
THENCE NORTH 2 DEGREES, 33 MINUTES, 30 SECONDS EAST, 80.09 FEET TO A POINT IN
THE SOUTH LINE OF SAID 127TH STREET (AS DEDICATED); THENCE DUE WEST 59.81 FEET
ALONG THE SOUTH LINE OF SAID 127TH STREET (AS DEDICATED) TO THE POINT OF
BEGINNING, IN COOK COUNTY, ILLINOIS FOR THE PURPOSE OF INGRESS AND EGRESS FOR
VEHICULAR TRAFFIC TO AND FROM 127TH STREET AND INCIDENTAL PURPOSES AS CREATED
BY GRANT MADE BY FIRST NATIONAL BANK AND TRUST COMPANY OF EVANSTON AS TRUSTEE
UNDER TRUST AGREEMENT DATED JANUARY 20, 1976 AND KNOWN AS TRUST NUMBER R-1903
TO PILLSBURY REALTY HOLDING COMPANY RECORDED FEBRUARY 18, 1977 AS DOCUMENT
23825620, AND THE COVENANTS, CONDITIONS, AND AGREEMENTS THEREIN CONTAINED

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NOTE: SAID EASEMENT BENEFITS THE LAND DESCRIBED AS FOLLOWS:

THAT PART OF THE NORTH 208.00 FEET OF THE EAST 900.00 FEET OF THE NORTHEAST 1/4 OF SECTION 31, TOWNSHIP 37 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL

MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID NORTHEAST 1/4, THENCE DUE WEST ALONG THE NORTH LINE OF SAID NORTHEAST 1/4, A DISTANCE OF 533.16 FEET; THENCE SOUTH 0 DEGREES, 10 MINUTES, 00 SECONDS EAST, 33 FEET TO A POINT IN THE SOUTH LINE OF 127TH STREET AS DEDICATED FOR THE POINT OF BEGINNING OF THE ABOVE DESCRIBED TRACT OF LAND: THENCE CONTINUOUSLY SOUTH 0 DEGREES, 10 MINUTES, 00 SECONDS EAST 175 FEET, TO THE POINT OF INTERSECTION WITH THE SOUTH LINE OF THE NORTH 208.00 FEET OF SAID NORTHEAST 1/4, SAID POINT OF INTERSECTION BEING 533.75 FEET (AS MEASURED ALONG SAID SOUTH LINE) WEST OF THE EAST LINE OF SAID NORTHEAST 1/4; THENCE DUE WEST ALONG THE SOUTH LINE OF THE NORTH 208.00 FEET OF SAID NORTHEAST 1/4, A DISTANCE OF 235.00 FEET; THENCE NORTH 0 DEGREES, 10 MINUTES, 00 SECONDS WEST, 175.00 FEET TO A POINT IN THE SAID SOUTH LINE OF 127TH STREET AS DEDICATED; THENCE DUE EAST ALONG SAID SOUTH LINE OF 127TH STREET AS DEDICATED, A DISTANCE OF 235.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

5. EASEMENT IN, UPON, UNDER, OVER AND ALONG A 5 FEET AND 10 FEET WIDE STRIP ALONG THE WEST LINE OF THE LAND TO INSTALL AND MAINTAIN ALL EQUIPMENT FOR THE PURPOSE OF SERVING THE LAND AND OTHER PROPERTY WITH TELEPHONE AND ELECTRIC SERVICE, TOGETHER WITH RIGHT OF ACCESS TO SAID EQUIPMENT, AS CREATED BY GRANT TO THE COMMONWEALTH EDISON COMPANY AND THE ILLINOIS BELL TELEPHONE COMPANY RECORDED JULY 13, 1977 AS DOCUMENT 24011642.

6. EASEMENT IN FAVOR OF CHICAGO TITLE AND TRUST COMPANY AS TRUSTEE UNDER TRUST AGREEMENT DATED AUGUST 6, 1993 AND KNOWN AS TRUST NUMBER 1098688 FOR THE RIGHT TO TRANSMIT AND RECEIVE MUNICIPAL WATER AND THE RIGHT TO TRANSMIT STORM SEWER RECORDED DECEMBER 20, 1993 AS DOCUMENT 03024904, AND THE TERMS AND PROVISIONS CONTAINED THEREIN.

(AFFECTS THE S 15 FEET OF THE NORTH 80 FEET OF THE WEST 20 FEET OF THE EAST 900 FEET; THE S 15 FEET OF THE NORTH 660 FEET OF THE WEST 20 FEET OF THE EAST 900 FEET; AND THE S 15 FEET OF THE NORTH 305 FEET OF THE WEST 20 FEET OF THE EAST 900 FEET OF SAID SEC 31)

7. EASEMENT IN, UPON, UNDER, OVER AND ALONG THE SOUTH 10 FEET AND WEST 10 FT OF THE LAND TO INSTALL AND MAINTAIN ALL EQUIPMENT FOR THE PURPOSE OF SERVING THE LAND AND OTHER PROPERTY WITH GAS SERVICE TOGETHER WITH RIGHT OF ACCESS TO SAID EQUIPMENT, AS CREATED BY GRANT TO NORTHERN ILLINOIS GAS COMPANY RECORDED JULY 18, 1977 AS DOCUMENT 24015975.

8. EASEMENT IN, UPON, UNDER, OVER AND ALONG THAT PART OF THE LAND DESCRIBED IN THE GRANT OF EASEMENT TO INSTALL AND MAINTAIN ALL THE EQUIPMENT FOR THE PURPOSE OF SERVING THE LAND AND OTHER PROPERTY WITH TELEPHONE AND ELECTRIC SERVICE, TOGETHER WITH RIGHT OF ACCESS TO SAID EQUIPMENT AS CREATED BY GRANT TO THE COMMONWEALTH EDISON COMPANY AND THE ILLINOIS BELL TELEPHONE COMPANY RECORDED JULY 28, 1977 AS DOCUMENT 24032474.

9. RIGHT CREATED BY GRANT FROM NATIONAL BOULEVARD BANK OF CHICAGO, AS TRUSTEE UNDER TRUST NO. 4236, TO THE ILLINOIS BELL TELEPHONE COMPANY AND THE COMMONWEALTH EDISON COMPANY IN THE EASEMENT AGREEMENT DATED MAY 30, 1973 AND RECORDED SEPTEMBER 26, 1973 AS DOCUMENT 22491491, TO CONSTRUCT, OPERATE,

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MAINTAIN AND REMOVE COMMUNICATIONS AND ELECTRIC SYSTEMS CONSISTING OF POLES, ANCHORS, MARKERS, TEST-TERMINALS, CONDUITS, MANHOLES, WIRES, CABLES AND ASSOCIATED EQUIPMENT FOR TRANSMISSION OF SOUNDS AND SIGNALS, AND HEAT LIGHT AND POWER BY ELECTRICITY WITH THE RIGHT OF ACCESS TO THE SAME, INCLUDING THE RIGHT TO CLEAR AND KEEP CLEARED SUCH TREES, ROOTS, BUSHES AND OTHER OBSTRUCTIONS FROM THE SURFACE AND SUBSURFACE AS MAY BE REQUIRED, UPON, OVER, UNDER, AND ACROSS THE WEST 10 FEET, THE WEST 10 FEET OF THE EAST 43 FEET, THE WEST 10 FEET OF THE EAST 483 FEET OF THE NORTH 40 FEET OF THE SOUTH 50 FEET, THE WEST 40 FEET OF THE EAST 473 FEET OF THE NORTH 5 FEET OF THE SOUTH 50 FEET AND THE SOUTH 10 FEET OF THE LAND.

PARTIAL EASEMENT RELEASES RECORDED SEPTEMBER 27, 2001 AS DOCUMENT 0010904828, MADE BY THE COMMONWEALTH EDISON COMPANY, AND RECORDED SEPTEMBER 28, 2001 AS DOCUMENT 0010906012

10. COVENANTS AND RESTRICTIONS RELATING TO EXCLUSIVE USE OF THE LAND BY DOMINICKS FOR THE PURPOSE OF A DRUG STORE OR PRESCRIPTION PHARMACY, SALE OF ETHICAL AND PRESCRIPTION DRUGS, AND SALE OF PROPRIETARY MEDICINES AND REMEDIES, CONTAINED IN THE DOCUMENT RECORDED JANUARY 26, 1993 AS DOCUMENT 93064849, WHICH DOES NOT CONTAIN A REVERSIONARY OR FORFEITURE CLAUSE.
11. ENCROACHMENT OF WOOD FENCE LOCATED MAINLY ON THE LAND SOUTH AND ADJOINING ONTO LAND BY APPROXIMATELY 4.10 FEET NORTH VARYING TO 1.20 FEET NORTH AS DISCLOSED BY SURVEY DATED JANUARY 12, 2001 ORDER NUMBER 10188, MADE BY GREMLEY AND BIEDERMANN, INC.
12. EXISTING UNRECORDED LEASES AND ALL RIGHTS THEREUNDER OF THE LESSEES AND OF ANY PERSON OR PARTY CLAIMING BY, THROUGH OR UNDER THE LESSEES.

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Affiant further state that they make this affidavit for the purpose of inducing the Recorder of Deeds of Cook County, Illinois, to accept the attached deed for recording.

Dominick's Finer Foods, Inc.,
a Delaware corporation

By: [Signature]
Its: Assistant Vice President

By: [Signature]
Its: Assistant Secretary

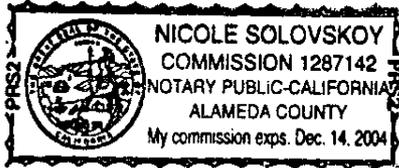
Form Approved By: [Signature]

STATE OF CALIFORNIA)
COUNTY OF Alameda)ss.

On this 13th day of March, 2002, before me, Nicole Solovskoy, a notary public in and for said state, personally appeared Dense M. Roman and Jerome P. Harrison, personally known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

Nicole Solovskoy
Notary Public State of California
My Commission Expires: 12/14/04



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