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2/5/02 11:55:00 Page 1 of 11  
2002-04-02 12:57:42

Cook County Recorder 41.00

County: COOK COUNTY, ILLINOIS



0020371561

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

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  
**ARLINGTON, LLC**

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
 c/o M&J WILKOW, LTD, 180 NORTH MICHIGAN AVENUE, CHICAGO IL 60601 USA  
 SUITE 200

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  
 36-3937076 LIMITED LIABILITY CO. ILLINOIS IL-0018930-8

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 NEW YORK NY 10010-3629 USA

4. This FINANCING STATEMENT covers the following collateral.

The items described on Annex One attached hereto and incorporated herein by reference for all purposes, as the same relate to the land described in Exhibit A attached hereto and incorporated herein by reference for all purposes, and the improvements thereon or thereto (the "Collateral"). Proceeds of the Collateral are also covered.

This Financing Statement is executed in connection with that certain Mortgage, Security Agreement and Fixture Financing Statement dated of even date herewith from Debtor for the benefit of Secured Party ("Mortgage").

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) [ADDITIONAL FEE]  All Debtors  Debtor 1  Debtor 2 [optional]

8. OPTIONAL FILER REFERENCE DATA

See attached Signature Page

3011-835/Annex of Arlington

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

BOX 333-CTI

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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			
ARLINGTON, LLC			
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 I.D. #	SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATION ID#, if any <input type="checkbox"/> 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 attached hereto and incorporated herein by reference for all purposes.

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

### 16. Additional collateral description:

### 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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Debtor Name:  
ARLINGTON, LLC

Item No. 8 continued

## SIGNATURE PAGE

Dated to be effective as of March 28, 2002

DEBTOR:

ARLINGTON, LLC,  
an Illinois limited liability company

By: M&J/RETAIL OPERATIONS - G.P.,  
INC.,  
an Illinois corporation,  
its Manager

By: 

Name: Marc R. Wilkow  
Title: President

## ANNEX/EXHIBIT LIST

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

Item No. 4 continued

ANNEX ONE

TO UCC-1 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 Exhibit A 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;

(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 and Security Agreement, or any other of the loan documents executed in connection therewith, including,

## Item No. 4 continued

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 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;

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Debtor Name:  
ARLINGTON, LLC

## Item No. 4 continued

(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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Debtor Name:  
ARLINGTON, LLC

Item No. 4 continued

## ANNEX TWO

### Inventory of Personal Property

NONE

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## EXHIBIT A

### Legal Description

Street Address: 1-115 West Rand Road, Arlington Heights, Illinois 60004

Permanent Tax Identification Numbers:   03-17-302-074-000  
  03-17-302-075-000  
  03-17-302-077-000

#### **PARCEL 1:**

That part of Lot 2 in Hardee's Rand Road Subdivision, being a subdivision of parts of the West 1/2 of the Southwest 1/4 of Section 17, and the East 1/2 of the Southeast 1/4 of Section 18, lying southwesterly of the center line of Rand Road, all in Township 42 North, Range 11, East of the Third Principal Meridian, according to the plat thereof recorded July 16, 1986 as Document 86297345, and a 0.019 acre parcel south of said Lot 2, described as follows:

Beginning at the easterly most corner of said Lot 2; thence South 42 degrees 02 minutes 44 seconds West, 568.13 feet to a Southerly line of said Lot 2; thence North 89 degrees 47 minutes 42 seconds West, 28.95 feet along the said Southerly line of said Lot 2, to a point 96.40 feet, as measured along said Southerly line, east of a corner of said Lot 2; thence North 47 degrees 49 minutes 39 seconds West, 186.71 feet to a South line of said Lot 2; thence North 89 degrees 47 minutes 42 seconds West, 27.62 feet along the last described South line to a point 373.47 feet, as measured on said South line, east of the West line of the Southwest 1/4 of Section 17, aforesaid; thence North 47 degrees 57 minutes 52 seconds West, 194.53 feet; thence North 31 degrees 32 minutes 09 seconds West, 157.43 feet to a Westerly line of said Lot 2; thence North 42 degrees 00 minutes 35 seconds East along said Westerly line, 10.81 feet to a Southwesterly line of said Lot 2; thence North 47 degrees 59 minutes 25 seconds West along said Southwesterly line, 325 feet to a Northwest line of said Lot 2; thence North 42 degrees 00 minutes 35 seconds East along said Northwest line, 550.00 feet to the South line of Rand Road (said South line also being the northeasterly line of said Lot 2); thence South 47 degrees 59 minutes 25 seconds East along said South line, 246.30 feet to a corner of Lot 1 in Hardee's Rand Road Subdivision, aforesaid; thence South 42 degrees 00 minutes 35 seconds West, 230.00 feet; thence South 47 degrees 59 minutes 25 seconds East, 175 feet; thence North 42 degrees 00 minutes 35 seconds East, 230 feet to the South line of Rand Road; thence South 47 degrees 59 minutes 25 seconds East, 478.57 feet to the place of beginning, all in Cook County, Illinois.

#### **PARCEL 2:**

A perpetual non-exclusive easement established pursuant to a grant of easement dated July 10, 1990 and recorded July 26, 1990 as Document 90359319 over, across and upon the following described property for use and maintenance of a storm water retention pond for the benefit of Parcel 1:

#### **PARCEL 2A: (Arlington Grove Portion)**

That part of the West 1/2 of the Southwest 1/4 of Section 17 and the East 1/2 of the Southeast 1/4 of Section 18, lying southwesterly of the center line of Rand Road, all in Township 42 North, Range 11, East of the Third Principal Meridian described as follows:



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Commencing at the most southwesterly corner of Lot 2 in Hardee's Subdivision, being a subdivision of parts of the West 1/2 of the Southwest 1/4 of said Section 17 and the East 1/2 of the Southeast 1/4 of said Section 18, lying southwesterly of the center line of Rand Road, according to the plat thereof recorded July 16, 1986 as Document 86297345, said point being on a line 900 feet north of and parallel with the South line of the East 1/2 of the Southeast 1/4 of said Section 18, a distance of 90.69 feet West of the East line of the Southeast 1/4 of said Section 18; thence North 42 degrees 02 minutes 18 seconds East along the West line of said Lot 2, a distance of 120 feet for a point of beginning; thence North 03 degrees 44 minutes 40 seconds West, 142 feet; thence North 02 degrees 08 minutes 16 seconds East, 127.88 feet; thence North 42 degrees 02 minutes 18 seconds East, 48 feet to a point on the West line of said Lot 2; thence South 47 degrees 57 minutes 42 seconds East along the West line of Lot 2 for a distance of 183.80 feet to a bend point of said Lot 2; thence South 42 degrees 02 minutes 18 seconds West along the West line of said Lot 2 for a distance of 245.13 feet to the point of beginning, in Cook County, Illinois, and

## **PARCEL 2B: (Southeast Portion)**

That part of the Lot 2 in Hardee's Rand Road Subdivision, being a subdivision of parts of the West 1/2 of the Southwest 1/4 of Section 17 and the East 1/2 of the Southeast 1/4 of Section 18 lying southwesterly of the center line of Rand Road, all in Township 42 North, Range 11, East of the Third Principal Meridian, according to the plat thereof recorded July 16, 1986 as Document 86297345, described as follows:

Beginning at the most southwesterly corner of said Lot 2, said point being on a line 900 feet north of and parallel with the South line of the East 1/2 of the Southeast 1/4 of said Section 18, 90.69 feet West of the East line of the Southeast 1/4 of said Section 18; thence North 42 degrees 02 minutes 18 seconds East along the Westerly line of said Lot 2 for a distance of 354.43 feet; thence South 31 degrees 32 minutes 09 seconds East, 157.43 feet; thence South 47 degrees 57 minutes 52 seconds East, 194.53 feet to a point on the Southerly line of said Lot 2; thence North 89 degrees 46 minutes 28 seconds West along the Southerly line of said Lot 2 for a distance of 373.47 feet to a bend point on the Southerly line of said Lot 2, said point being on the West line of the Southwest 1/4 of said Section 17; thence South 89 degrees 49 minutes 58 seconds West along the Southerly line of said Lot 2 for a distance of 90.69 feet to the point of beginning, in Cook County, Illinois.

## **PARCEL 3:**

Lot 1 in the Annex of Arlington Phase II, being a subdivision in the West 1/2 of the Southwest 1/4 of Section 17, Township 42 North, Range 11, East of the Third Principal Meridian, according to the plat thereof recorded June 23, 1999 as Document 99569378, in Cook County, Illinois (excepting therefrom that part conveyed to the State of Illinois, Department of Transportation by Warranty Deed dated December 13, 1999 and recorded January 25, 2000 as Document 00062458 and more particularly described as follows:

## **PARCEL A:**

That part of Lot 1 in the Annex of Arlington Phase II, being a subdivision in the West 1/2 of the Southwest 1/4 of Section 17, Township 42 North, Range 11, East of the Third Principal Meridian, according to the plat thereof recorded June 23, 1999 as Document 99569378, described as follows: Beginning at the most northerly corner of said Lot 1; thence South 47 degrees 57 minutes 52 seconds East along the Northeasterly line of said Lot 1, being also the Southwesterly line of Rand Road per Document 12592035, 428.04 feet to the northeast corner of

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said Lot 1; thence South 00 degrees 01 minutes 28 seconds West along the East line of said Lot 1, being also the West line of Arlington Heights Road, 20.19 feet to an intersection with a line 15.00 feet, as measured at right angles, southwesterly of and parallel with the Northeasterly line of said Lot 1; thence North 47 degrees 57 minutes 52 seconds West along said last described parallel line, 441.56 feet to the Northwesterly line of said Lot 1; thence North 42 degrees 03 minutes 40 seconds East along the Northwesterly line of said Lot 1, 15.00 feet to the point of beginning, in Cook County, Illinois.

## PARCEL B:

That part of Lot 1 in the Annex of Arlington Phase II, being a subdivision in the West 1/2 of the Southwest 1/4 of Section 17, Township 42 North, Range 11, East of the Third Principal Meridian, according to the plat thereof recorded June 23, 1999 as Document 99569378, described as follows: Commencing at the northeast corner of said Lot 1; thence South 00 degrees 01 minutes 28 seconds West along the East line of said Lot 1, being also the West line of Arlington Heights Road, 20.19 feet to an intersection with a line 15.00 feet, as measured at right angles, southwesterly of and parallel with the Northeasterly line of said Lot 1; thence North 47 degrees 57 minutes 52 seconds West along said last described parallel line, 13.46 feet to a point of beginning at the intersection of said last described parallel line with a line 10.00 feet, as measured at right angles, west of and parallel with the East line of said Lot 1; thence continuing North 47 degrees 57 minutes 52 seconds West parallel with the Northeasterly line of said Lot 1, 40.00 feet; thence South 23 degrees 58 minutes 12 seconds East, 73.09 feet to a point on a line 10.00 feet, as measured at right angles, west of and parallel with the East line of said Lot 1, said point being 40.00, feet south of the point of beginning; thence North 00 degrees 01 minutes 28 seconds East parallel with the East line of said Lot 1, 40.00 feet to the point of beginning, in Cook County, Illinois.

## PARCEL 4:

An easement for the benefit of Parcel 1 as created by Easement Agreement dated April 1, 1999 and recorded April 5, 1999 as Document 99322489 from Cosmopolitan Bank and Trust Company, as Successor Trustee to First Bank of Oak Park, as Trustee under Trust Agreement dated June 19, 1973 and known as Trust Number 10095, to American National Bank and Trust Company of Chicago, as Trustee under Trust Agreement dated July 20, 1994 and known as Trust Number 118561-01, and Arlington, LLC, an Illinois limited liability company for the purpose of parking and for ingress and egress over the following described land:

The North 88 feet of the South 738.33 feet of the East 155.00 feet (except that part thereof taken for widening of Arlington Heights Road) of that part of the West 1/2 of the Southwest 1/4 of Section 17, Township 42 North, Range 11, East of the Third Principal Meridian, lying south of the center of Rand Road, in Cook County, Illinois.

## PARCEL 5:

An easement for the benefit of Parcels 1 and 3 as created by Easement Agreement dated March 31, 1999, and recorded April 5, 1999, as Document 99322488 from American National Bank and Trust Company of Chicago as Trustee under Trust Agreement dated July 20, 1994, and known as Trust Number 118561-01 and Arlington, LLC., an Illinois limited liability company, for the purpose of parking and for ingress and egress, over the property fully described therein.

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**PARCEL 6:**

An easement for Parcels 1 and 3 as created by Easement Agreement dated June 3, 1999, and recorded June 14, 1999, as Document 99569377 from American National Bank and Trust Company of Chicago as Trustee under Trust Agreement dated July 20, 1994, and known as Trust Number 118561-01 and Arlington, LLC, an Illinois limited liability company, for the purpose of utility easements over the property fully described therein.

**PARCEL 7:**

Easements for the benefit of Parcels 1 and 3 as created by Declaration of Grant of Driveway, Utility and Cross Access Easements recorded July 7, 1994, as Document 94592544, made by the Travelers Insurance Company, a Corporation of Connecticut, to the owners of record of those certain adjoining parcels, and the terms, provisions and conditions contained therein.

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