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2002-05-28 11:21:02  
Cook County Recorder 29.50



0020597488

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY.

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

NATIONAL CORPORATE RESEARCH  
 775 W. 34TH ST  
 NEW YORK, NY 10122

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  
 MICHIGAN WACKER ASSOCIATES, LLC

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

1c. MAILING ADDRESS c/o CITY STATE POSTAL CODE COUNTRY  
 MASTERWORKS DEV. CORP., 555 FIFTH AVE. NEW YORK NY 10017 USA

1d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any  
 06-1621102 ORGANIZATION DEBTOR LLC DELAWARE 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  
 M & T REAL ESTATE, INC.

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
 350 PARK AVENUE NEW YORK NY 10022 USA

4. This FINANCING STATEMENT covers the following collateral:  
 SEE EXHIBITS A AND B (3 PAGES) ATTACHED HERETO AND BY THIS REFERENCE MADE PART HEREOF

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

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 MICHIGAN WACKER ASSOCIATES, 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 ID #:	SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL 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 BY THIS REFERENCE MADE PART THEREOF

16. Additional collateral description:

SEE " EXHIBIT B " ATTACHED HERETO AND BY THIS REFERENCE MADE PART THEREOF.

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

MICHIGAN WACKER ASSOCIATES, 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

EXHIBIT A  
LAND DESCRIPTION

Parcel 1:

That part of the southwest ½ of Lot 4 and all of Lots 5 and 6 (taken as a tract) lying northeasterly of the boundary line established by agreement recorded as document 16826204 in the subdivision of Lots 3, 4, 7, 8, 10, 11, 12, 13, 14, 15, 16, 17, 18 and 19 in Block 4 in Fort Dearborn Addition to Chicago in Section 10, Township 39 North, Range 14, east of the third principal meridian, in Cook County, Illinois

Parcel 2:

Easement for concrete wall and footings of the building located on Parcel 1 created by agreement between American National Bank and Trust Company of Chicago, a national banking association as Trustee under Trust Agreement dated May 1, 1945 and known as Trust Number 6365 and Southern Realty Company, a corporation of Illinois dated February 8, 1957 and recorded February 14, 1957 as Document Number 16826204 over the following described land:

That part of Lots 5 and 6, lying southwesterly of the boundary line described in the aforesaid document 16826204 in the subdivision of Lots 3, 4, 7, 8, 10, 11, 12, 13, 14, 15, 16, 17, 18 and 19 in Block 4 in Fort Dearborn Addition to Chicago in Section 10, Township 39 North, Range 14, east of the third principal meridian, in Cook County, Illinois.

## EXHIBIT B

All assets of Debtor wherever located, whether now existing or hereafter acquired, including, without limitation, all Debtor's Equipment (including, but not limited to, machinery, vehicles and furniture), Fixtures, Inventory, Accounts, Investment Property, Chattel Paper, Instruments, Documents and General Intangibles, wherever located, whether now owned or hereafter acquired or arising, and all interests in contract rights, fixtures, appliances, machinery and equipment of any nature whatsoever, and other articles of personal property provided that the same are at any time now or hereafter related to, installed in, attached to or situated in or upon the land described on Exhibit A or the buildings and improvements now erected or to be erected thereon, or used or intended to be used in connection with the real estate, or in the operation of the buildings and improvements, plant or business situate or operated thereon, whether or not the personal property is or shall be affixed thereto;

Including, without limiting the generality of the foregoing, all plants, furnace, boilers, machinery, ranges, refrigerators, engines, stokers, pumps, heaters, tanks, compressors, dynamos, motors, generators, escalators, elevators, switches, switchboards, electrical transformers, fittings, siding, pipe, pipe connections, conduits, ducts, partitions, communication systems, storm and screen windows, doors, signs, tools, and all equipment, appliances and apparatus of every kind and description now or hereafter affixed or attached to or contained within and used or procured for use in connection with said buildings or improvements for heating, cooling, lighting, plumbing, ventilating, sprinkling, irrigating, refrigerating or air conditioning, or for providing water, gas, electricity or other services or for general operation of the buildings or improvements, or the plant or business situate or operated thereon, licenses, permits, and other documents used in connection with the above-mentioned premises (but the foregoing shall not include articles of personal property belonging to lessees or to persons other than Debtor who are not subsidiaries of Debtor or controlled by same principals, unless they are abandoned by any such lessees or other persons and shall not include inventory or operating supplies of such persons other than Debtor).

Such security interest shall extend to and include as well any and all proceeds of such fixtures and personal property and any and all subsequently acquired fixtures and personal property by way of replacement, substitution, addition or otherwise and the proceeds thereof.

Such security interest shall extend to and include as well any and all accounts receivable and contract rights in respect of any and all leases (including, without limitation, equipment leases) or contracts of sale executed by the Debtor of any part or parcel of the land described in Exhibit A or the buildings or improvements now erected or to be erected thereon, whether said accounts receivable and contract rights are in existence or hereafter created and the proceeds thereof to the extent that same are assignable under the terms thereof.

Such security interest shall extend to any and all insurance policies, performance bonds, warranties and books and records relating to the land described in Exhibit A and the buildings and improvements now erected or to be erected thereon.

Also covered are all proceeds or sums payable in lieu of or a compensation for the loss of or damage to (i) any property conveyed hereby, or (ii) the real property upon which the said property covered hereby is or may be located, and all rights in and to all pertinent present and future fire and/or hazard and/or liability insurance policies, all awards made by any public body or decreed by any court of competent jurisdiction for a taking or for degradation of value in any eminent domain proceeding; all of Debtor's interest and rights

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in and to all part thereof and/or all rental income, whether payable pursuant to any present or future lease or otherwise, growing out of any occupancy or use any property covered hereby.

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