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2002-05-07 09:21:15

Cook County Recorder 35.50



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RECORD AND RETURN TO :
HANOVER CAPITAL PARTNERS LTD.
POST OFFICE BOX 3980
EDISON, NJ 08818-3980



Drawn By
Joseph F. Miller
Weil, Gotshal & Manges LLP
1501 K Street, N.W., Suite 100
Washington, DC 20005

ASSIGNMENT OF
ASSIGNMENT OF LEASES AND RENTS ("A" LOAN)
RQ64A/LEH Repo

LASALLE NATIONAL BANK, as trustee for the SASCO Floating Rate Commercial Mortgage Trust Multiclass Pass-Through Certificates, Series 1998-C3, having an address at 135 S. LaSalle Street, 16th Fl. Attn. Mfg Custody Chicago Illinois 60674 (the "Assignor"), as the Assignor of the instrument(s) hereinafter described and for valuable consideration hereby endorses, assigns, sells, transfers and delivers to LEHMAN BROTHERS HOLDINGS INC., a Delaware corporation, having an address at 285 Avenue of the Americas, 13th Floor, New York, New York 10019, its successors and assigns, all right, title and interest of the Assignor in and to the following:

An Assignment of Leases and Rents ("A" Loan) among BTS Owners, L.L.C., a Delaware limited liability company (the "Borrower") and Lehman Brothers Holdings Inc., D/B/A Lenmar Capital, a division of Lehman Brothers Holdings Inc., a Delaware corporation (the "Lender"), dated June 3, 1998 and recorded on the 10th day of June, 1998 as Instrument/Reference Number 98490388 among the real estate records of the Office of the Recorder for Cook County, Illinois, and creating a first lien on the property described in Exhibit A attached hereto and by this reference made a part hereof.

Together with any and all notes and obligations therein described, the debt secured thereby and all sums of money due and to become due thereon, with the interest provided for therein, and hereby irrevocably appoints assignee hereunder its attorney to collect and receive such debt, and to foreclose, enforce and satisfy the foregoing the same as it might or could have done were these presents not executed, but at the cost and expense of assignee.

Together with any and all other liens, privileges, security interests, rights, entitlements, equities, claims and demands as to which assignor hereunder possesses or to which assignor is otherwise entitled as additional security for the payment of the notes and other obligations described herein.

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This Assignment shall be governed in all respects by the laws of the state in which the aforementioned instrument was recorded and shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the Assignor has caused its name to be signed hereto on this 22 day of Feb, 2002.

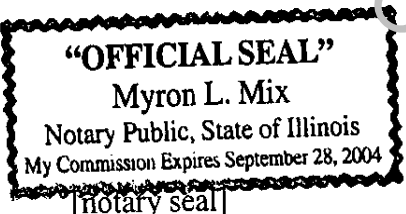
LASALLE NATIONAL BANK, as trustee for the SASCO Floating Rate Commercial Mortgage Trust Multiclass Pass-Through Certificates, Series 1998-C3

By: *Timothy E. Cutsinger*
Name: TIMOTHY E. CUTSINGER
Title: ASSISTANT VICE PRESIDENT

STATE OF Illinois
COUNTY OF Cook

On the 22 day of Feb, 2002, before me, personally came Timothy E. Cutsinger, personally known to me, to be the person whose name is subscribed to the within instrument, who being by me duly sworn, did depose and say that he/she resides at _____, and that he/she is the AVP of LaSalle National Bank, as trustee for the SASCO Floating Rate Commercial Mortgage Trust Multiclass Pass-Through Certificates Series 1998-C3 and who acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument, the person or the entity on behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.
Myron L. Mix
Notary Public: _____



My Commission Expires: 9-28-04

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RQ64A**EXHIBIT A**

(1 of 6)

0020520799 Page 3 of 8

Parcel 1:

A parcel of land, comprised of a part of each of Lots 7, 8, 9, 10 and 11 in Block 6 in the Illinois Central Railroad Company's Subdivision of Lots 1 to 6, inclusive, in Block 6 in Fort Dearborn Addition to Chicago, also of the addition to said Block 6 and a Subdivision of Lots 1, 2, 3, 4 and 6 in Block 11 in Fort Dearborn Addition to Chicago, also of Addition to said Lots, in the Southwest Quarter of Section 10, Township 39 North, Range 14 East of the Third Principal Meridian as per Plat recorded January 21, 1856 in Book 98 of Maps, Page 36, as Document Number 66635, in Cook County, Illinois;

Together with a part of vacated North Beaubien Court, 50 feet wide, lying East of and adjoining said Lots 7, 8, 9, 10 and 11 in Block 6 aforesaid; and

Part of the lands lying East of and adjoining Fort Dearborn Addition to Chicago, being the whole of the Southwest Fractional Quarter of Section 10, Township 39 North, Range 14 East of the Third Principal Meridian, which parcel of land is bounded and described as follows:

Beginning on the South line of said Lot 11 in Block 6, aforesaid, at the point of intersection of said South line with the East line of the West 61.50 feet of said Lot 11, and running thence North along the East line of the West 61.50 feet of said Lots 11, 10, 9, 8 and 7 in Block 6, aforesaid, a distance of 100.986 feet to the point of intersection of said East line of the West 61.50 feet of Lot 7 with the Westward extension of a line 195.00 feet, measured at right angles, South from and parallel with the South line of East South Water Street, 92.00 feet wide, as said East South Water Street was dedicated by instrument recorded in the Recorder's Office of Cook County, Illinois on the 3rd Day of May, 1972, as Document Number 21889519;

Thence East along the Westward Extension of said parallel line a distance of 119.706 feet to an intersection with the East line of said North Beaubien Court vacated by ordinance passed by the City Council of the City of Chicago on the 5th day of July, 1972, and recorded in said Recorder's Office on the 8th day of December, 1972, as Document Number 22152086;

Thence East along said line 195.00 feet, measured at right angles, South from and parallel with the South line of said East South Water Street, 92.00 feet wide (said parallel line being perpendicular to said East line of vacated North Beaubien Court), a distance of 164.50 feet;

Thence North along a line 164.50 feet measured perpendicularly, East from and parallel with said East line of vacated North Beaubien Court and along a Northward Extension thereof, a distance of 220.34 feet to an intersection with line 20.66 feet, measured perpendicularly, South from and parallel with the centerline of said East South Water Street, 92.00 feet wide.

Thence East along said last mentioned parallel line, a distance of 76.60 feet to an intersection with the Northward Extension of a line 241.00 feet, measured perpendicularly, East from and parallel with said East line of vacated North Beaubien Court.

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0020520799

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Page 4 of 8

EXHIBIT A

(2 of 6)

Thence South along said Northward Extension and along said parallel line, a distance of 323.013 feet to an intersection with the North line of Parcel "K" in "Plat of Mid-America" a resubdivision of the prudential and Illinois Central Subdivision (which resubdivision was recorded in said Recorder's Office on the 20th day of November, 1957 in Book 504 of Plats at Pages 1 to 11, both Inclusive as Document Number 17069914);

Thence West along said North line of Parcel "K", a distance of 241.00 feet to the Northwest Corner of said Parcel "K" (said Northwest Corner of Parcel "K" being a point on said East line of vacated North Beaubien Court);

Thence Westwardly along a straight line, a distance of 50.008 feet to the Southeast corner of said Lot 11 in Block 6 aforesaid; and

Thence West along the South line of said Lot 11 in Block 6, aforesaid, a distance of 69.71 feet to the point of beginning.

Excepting from said parcel of land that part thereof bounded and described as follows:

Beginning at that corner of said parcel of land situated on the East line of said vacated North Beaubien Court at the Northwest Corner of Parcel "K" of "Plat of Mid-America" aforesaid, and running

Thence Westwardly along a straight line (which if extended will intersect the West line of said vacated North Beaubien Court at the southeast Corner of Lot 11 in Block 6, aforesaid), a distance of 8.001 feet to an intersection with a line which is 8.00 feet, measured perpendicularly, West from and parallel with said East line of vacated North Beaubien Court;

Thence North along said parallel line, a distance of 102.528 feet to an intersection with the Westward Extension of said line 195.00 feet, measured perpendicularly South from and parallel with the South line of said East South Water Street, 92.00 feet wide;

Thence East along said extended line, a distance of 8.00 feet to an intersection with said East line of vacated North Beaubien Court; and

Thence South along said East line of vacated North Beaubien Court, a distance of 102.673 feet to the point of beginning;

And lying below and extending downward from a horizontal plane having an elevation of 6.90 feet above Chicago City Datum.

And excepting from said parcel of land that part thereof bounded and described as follows:

Beginning at that corner of said parcel of land situated on the East line of said vacated North Beaubien Court at the Northwest Corner of Parcel "K" of "Plat of Mid-America", aforesaid, and running

thence North along said East line of vacated North Beaubien Court, a distance of 102.673 feet to an intersection with said line 195.00 feet, measured perpendicularly, South from and parallel with the South line of East South Water Street, 92.00 feet wide;

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EXHIBIT A

(3 of 6)

0020520799 Page 5 of 8

Thence East along said parallel line (said parallel line being perpendicular to said East line of vacated North Beaubien Court), a distance of 117.882 feet;

Thence South along a line parallel with said East line of vacated North Beaubien Court, a distance of 102.673 feet to an intersection with the North line of said Parcel "K" Plat of Mid-America", aforesaid: and

Thence West along said North line of Parcel "K" a distance of 117.882 feet to the point of beginning;

And lying below, and extending downward from, an inclined plane rising from an elevation of 10.50 feet above Chicago City Datum along said North line of Parcel "K" to an elevation of 10.83 feet above Chicago City Datum, along said line which is 195.00 feet, measured perpendicularly, South from and parallel with said South line of East South Water Street, 92.00 feet wide.

And excepting from said parcel of land that part thereof (heretofore dedicated for East South Water Street) bounded and described as follows:

Beginning at that corner of said parcel of land which is 164.50 feet, measured perpendicularly, East from a Northward Extension of the East line of vacated North Beaubien Court, and 20.66 feet, measured perpendicularly, South from the centerline of said East South Water Street, 92.00 feet wide, and running

Thence East along a line 20.66 feet, measured perpendicularly, South from and parallel with the centerline of East South Water Street, 92.00 feet wide, a distance of 76.50 feet to an intersection with the Northward Extension of a line 241.00 feet, measured perpendicularly, East from and parallel with said East line of vacated North Beaubien Court;

Thence South along said Northward Extension and along said parallel line, a distance of 25.34 feet to an intersection with the South line of said East South Water Street;

Thence West along said South line of East South Water Street, a distance of 76.50 feet to an intersection with a line 164.50 feet, measured perpendicularly, East from and parallel with said East line of vacated North Beaubien Court; and

Thence North along said parallel line, and along a Northward Extension thereof, a distance of 25.34 feet to the point of beginning;

And lying below and extending downward from the inclined planes establishing the upper limits of the land, property and space dedicated for East South Water Street, 92.00 feet wide.

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0020520799 Page 6 of 8

EXHIBIT A

(4 of 6)

Parcel 2:

Perpetual right and Easement for the benefit of Parcel 1 to construct, maintain and repair caissons, columns and other necessary supports in that part of the land under the West 117.882 feet of the East 241 feet of Parcel 1 for buildings to be constructed upon said Parcel 1 and adjoining property as created by Easement Agreement between Illinois Central Gulf Railroad Company, a corporation of Delaware, and American National Bank and Trust Company of Chicago, a national banking association, as Trustee under Trust Number 75802, dated October 7, 1976 and recorded October 7, 1976 as Document Number 23665779 and as amended by Amendment dated October 6, 1977 and recorded October 11, 1977 as Document Number 24141634 and as amended by Amendment dated February 2, 1982 and recorded as Document Number 26133432.

Parcel 3:

Perpetual right and easement for the benefit of Parcel 1 to place, maintain and repair (and to replace if destroyed) the structure, foundations and supports at the approximate locations within dedicated East South Water Street as shown and described on Sheet 2 of Plat of Dedication dated April 14, 1972 made by Illinois Central Railroad Company, recorded May 3, 1972 as Document Number 21889519, as:

- (1) Reserved in Plat of Dedication recorded as Document Number 21889519; and
- (2) Conveyed by Deed dated October 7, 1976 and recorded October 7, 1976 as Document Number 23665777, made by Illinois Central Gulf Railroad Company, a corporation of Delaware, to American National Bank and Trust Company of Chicago, a national banking association, as Trustee under Trust Number 75802; and
- (3) Conveyed by Deed dated October 6, 1977 and recorded October 11, 1977 as Document Number 24141633, made by Illinois Central Gulf Railroad Company, a corporation of Delaware, to American National Bank and Trust Company of Chicago, a national banking association, as Trustee under Trust Number 75802, in Cook County, Illinois.

Parcel 4:

Perpetual right and easement for the benefit of Parcel 1 created by Trustee's Deed dated July 5, 1972 and recorded December 8, 1972 as Document Number 22152107, made by American National Bank and Trust Company of Chicago, not personally, but as Trustee under the provisions of Deeds in Trust duly recorded and delivered to said Trustee in pursuance of certain Trust Agreements, Trust Number 30316, 75802 and 75906, respectively, to Illinois Central Railroad Company for the perpetual right to construct, maintain and repair supporting columns, caissons and beams for building or buildings in that part of the following described real estate lying South of the North line of said Parcel 1:

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UNOFFICIAL COPY,

0020520799 Page 7 of 8

EXHIBIT A

(5 of 6)

All of the land, property and space in that part of North Beaubien Court, a vacated street, 50 feet wide (formerly known as Central Avenue), as shown on the plat of the subdivision of Lots 1 to 6, both inclusive, in Block 6, in Fort Dearborn Addition to Chicago, also of addition to said Block 6, and subdivision of Lots 1, 2, 3, 4 and 6 in Block 11 in Fort Dearborn Addition to Chicago, also of addition to said Lots, which Plat was recorded January 21, 1856 in Book 98 of Maps, Page 36 as Document Number 86635, in Cook County, Illinois, which is bounded and described as follows:

Beginning on the East line of said North Beaubien Court, at the Northwest Corner of Parcel "K" as shown and described on the plat titled "Plat Of Mid-America", a Resubdivision of The Prudential and Illinois Central Subdivision (which plat was recorded in the Office Of The Recorder Of Deeds Of Cook County, Illinois on November 20, 1957 as Document Number 17069914); and running

Thence Westwardly along a straight line (which if extended, will intersect the West line of said North Beaubien Court, at the Southeast Corner of Lot 11 in Block 6 in said subdivision of Lots in Blocks 6 and 11, in Fort Dearborn Addition to Chicago), a distance of 8.001 feet to an intersection with a line which is 8.00 feet, measured perpendicularly, West from and parallel with said East line of North Beaubien Court:

Thence North along said parallel line, a distance of 310.626 feet to an intersection with the South line, extended East of East South Water Street, 66 feet wide, as said East South Water Street is located in Fort Dearborn Addition to Chicago;

Thence East along said Eastward Extension of the South line of East South Water Street, a distance of 8.00 feet to an intersection with said East line of North Beaubien Court; and

Thence South along said East line of North Beaubien Court, a distance of 310.671 feet to the point of beginning, and which lies below and extends downward from a horizontal plane having an elevation of 6.90 feet above Chicago City Datum.

Parcel 5:

Perpetual rights and easements as created by Boulevard Towers Easements, Reservations, Covenants and Restrictions by and among American National Bank and Trust Company of Chicago, as Trustee under Trust Number 46448, American National Bank and Trust Company of Chicago, as Trustee under Trust Number 55461, and American National Bank and Trust Company of Chicago, as Trustee under Trust Number 75802, dated June 13, 1983 and recorded June 29, 1983 as Document Number 26665607 for parking, pedestrian areas, support, truck docks, locker room, ground water drainage, gas service line, energy management system, fire command and elevator control, party wall, and common trash room and as amended by Amendment of Boulevard Towers Easements, reservations, covenants and restrictions dated October 16, 1986, and recorded October 24, 1986 as Document Number 86496543.

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A-5

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0020520799

Page 8 of 8

(6 of 6)

Parcel 6:

Perpetual right and easement for the benefit of Parcel 1, created by slab support easement dated November 15, 1979 and recorded December 5, 1979 as Document Number 25268635, made by Metropolitan Two Illinois Center in favor of American National Bank and Trust Company of Chicago, as Trustee under Trust Number 75802, to utilize certain structures or property described therein to support structures on Parcel 1.

Parcel 7:

Reciprocal easements and rights for the benefit of Parcel 1 to use the concourse level of "Two Illinois Center" as created by Reciprocal Easement Agreement by and between Metropolitan Two Illinois Center and American National Bank and Trust Company of Chicago, as Trustee under Trust Agreement dated June 11, 1971, known as Trust Number 75802, and American National Bank and Trust Company of Chicago, as Trustee under Trust Agreement dated September 1, 1979 known as Trust Number 46448, dated February 2, 1982 and recorded February 3, 1982 as Document Number 26133433, in Cook County, Illinois.

Parcel 8:

Parcel "K" in the Plat of Mid-America, a resubdivision of the Prudential and Illinois Central-Subdivision, which resubdivision was recorded in the Recorder's Office of Cook County, Illinois, on the Twentieth day of November 1957, in Book 504 of Plats at Pages 1 and 11, both inclusive, as Document Number 17059914, except those parts of said Parcel "K" described as follows:

- (A) the property and space in the West 117.882 feet of that part of Parcel "K" lying below the following described horizontal and inclined planes forming the lower surface of said property and space: (1) An inclined plane descending from an elevation of 10.50 feet above Chicago City Datum along the entire North Boundary of said above described property and space, to an elevation of 10.00 feet above Chicago City Datum along the South line of the North 16 feet of said property and space; and (2) A horizontal plane which is 10.00 feet above Chicago City Datum in that part of said property and space lying South of the North 16.00 feet thereof, excepting from said property and space those parts thereof lying within support Lots VC 40, VC 41, VC 42, VG 7, VG 8, VG 9, VG 14, VG 15, VG 20, VG 21, VG 22, VB 1, VB 2, VB 3, and VK 40, VK 41 and VK 42 all as shown and defined on said plat of Mid-America;
- (B) The land, property and space of that of said Parcel "K" lying East of the East line of the West 117.882 feet of said Parcel "K" and lying West of the East line of the West 210.50 feet of said Parcel "K"; all in Cook County, Illinois.

Parcel # 17-10-304-016
17-10-304-019