

5
A-07766




UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
Bret Salzer, Esq. (212) 756-2526

B. SEND ACKNOWLEDGMENT TO: (Name and Address)
Schulte Roth & Zabel LLP
919 Third Avenue
New York, New York 10022
Attn: Bret Salzer, Esq.



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
OR ARCHIBALD CANDY CORPORATION

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
1137 West Jackson Boulevard Chicago IL 60607 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 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
OR Foothill Capital Corporation

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
1 Boston Place Boston MASS 02108 USA

4. This FINANCING STATEMENT covers the following collateral:

See Schedule A and Exhibits A all attached hereto and made a 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) All Debtors Debtor 1 Debtor 2 [ADDITIONAL FEE] [optional]

8. OPTIONAL FILER REFERENCE DATA
File with Cook County in the State of Illinois

Lawyer's Title Insurance Corp

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UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OR FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME

ARCHIBALD CANDY CORPORATION

OR

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

0021222688

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

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 made a part hereof

16. Additional collateral description:

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

17. Check only if applicable and check only one box.

Debtor is a Trust or Trustee acting with respect to property held in trust
 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 3/01
 Filed in connection with a Public-Finance Transaction – effective 3/01

FILING OFFICE COPY—NATIONAL UCC FINANCING STATEMENT ADDENDUM (FORM UCC1Ad) (REV.07/29/98)

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or

30 Years
Years

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SCHEDULE A TO UCC-1 FINANCING STATEMENT INDICATING **1222688**

ARCHIBALD CANDY CORPORATION, as Debtor

and

FOOTHILL CAPITAL CORPORATION, as the arranger and administrative agent for
itself and other lenders, as Secured Party

This Financing Statement covers the following types or items of property:

All of Debtor's rights, titles, interests and estates, now owned or hereafter acquired, in and to the following property now or hereafter located on or now or hereafter relating to those real properties described on Exhibit A attached hereto and made a part hereof (the "Land"):

(a) any and all buildings, structures, covered garages, utility sheds, workrooms, air conditioning towers, open parking areas and other improvements, and any and all additions, alterations, betterments or appurtenances thereto, now or at any time hereafter situated, placed or constructed upon the Land or any part thereof (collectively, the "Buildings");

(b) all materials, supplies, equipment, apparatus and other items now or hereafter owned by Debtor and now or hereafter attached to, installed in or used in connection with (temporarily or permanently) any of the Buildings or the Land, including any and all partitions, dynamos, window screens and shades, drapes, rugs and other floor coverings, awnings, motors, engines, boilers, furnaces, pipes, plumbing, cleaning, call and sprinkler systems, fire extinguishing apparatus and equipment, gasoline pumps, water tanks, heating, ventilating, plumbing, laundry, incinerating, air conditioning and air cooling equipment and systems, gas and electric machinery, appurtenances and equipment, disposals, dishwashers, refrigerators and ranges, recreational equipment and facilities of all kinds, and water, gas, electrical, storm and sanitary sewer facilities and all other utilities whether or not situated in easements, together with all accessions, replacements, betterments and substitutions for any of the foregoing and the proceeds thereof (collectively, the "Fixtures");

(c) all furniture, furnishings, equipment, machinery, goods, general intangibles, money, insurance proceeds, contract rights, option rights, inventory, all refundable, returnable or reimbursable fees, deposits or other funds or evidences of credit or indebtedness deposited by or on behalf of Debtor with any governmental agencies, boards, corporations, providers of utility services, public or private, including all refundable, returnable or reimbursable tap fees, utility deposits, commitment fees and development costs, and all other personal property (other than the Fixtures) of any kind or character as defined in and subject to the provisions of the Uniform Commercial Code as presently in effect in the State or Commonwealth where such property is located, which are now or hereafter located or to be located upon, within or about the Land and the Buildings, or which are or may be used in or related to the planning, development, financing or operation of the Land, the Buildings or the

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Fixtures, together with all accessories, replacements and substitutions thereto or therefor and the proceeds thereof (collectively, the "Personalty");

(d) all rights, privileges, tenements, hereditaments, rights-of-way, easements, air rights, development rights or credits, zoning rights, appendages and appurtenances in anywise appertaining thereto, and all rights, titles and interests of Debtor in and to any streets, ways, alleys, strips or gores of land adjoining the Land or any part thereof, and all rights, titles and interests of Debtor in and to all rights, royalties and profits with respect to all minerals, coal, oil, gas and other substances of any kind or character on or underlying the Land, together with all rights, titles and interests of Debtor in and to all water and water rights (whether riparian, appropriative or otherwise and whether or not appurtenant);

(e) all rights of Debtor (but not its obligations) under any contracts and agreements, including without limitation, construction contracts and architectural agreements, relating to the Land, the Buildings, the Fixtures or the Personalty, but excluding contract rights under any contract or agreement containing a prohibition against assignment of or the granting of a security interest in the rights of Debtor thereunder if the violation of such prohibition would cause a termination of such contract or agreement;

(f) all permits, licenses, franchises, certificates, authorizations, consents, approvals and other rights and privileges (each, a "Permit") obtained in connection with the Land, the Buildings, the Fixtures or the Personalty or the use or operation thereof, but excluding all of Debtor's rights, titles and interests under any Permit which contains a prohibition against assignment of or the granting of a security interest in the rights of Debtor thereunder if the violation of such prohibition would cause a termination of such Permit;

(g) all plans and specifications, design, schematics, drawings and other information, materials and matters heretofore or hereafter prepared relating to the Land, the Buildings, the Fixtures or the Personalty;

(h) all proceeds arising from or by virtue of the sale, lease or other disposition of the Land, the Buildings, the Fixtures or the Personalty or any part thereof or any interest therein or from the operation thereof;

(i) all leases, master leases, subleases, licenses, concessions, or other agreements (written or oral, now or hereafter in effect) which grant to third parties a possessory interest in and to, or the right to use, all or any part of the Land, the Buildings, the Fixtures and/or the Personalty, together with all security and other deposits made in connection therewith and any guarantee of the obligations of the landlord or the tenant thereunder, and all of the rents, revenues, income, proceeds, profits, security and other types of deposits (after Debtor acquires title thereto), and other benefits paid or payable by parties (other than Debtor) for using, leasing, licensing, possessing, operating from, residing in, selling, or otherwise enjoying all or any part of the Land, the Buildings, the Fixtures and/or the Personalty, or other benefits of the Land, the Buildings, the Fixtures or the Personalty;

(j) all betterments, additions, alterations, appurtenances, substitutions, replacements and revisions thereof and thereto and all reversions and remainders therein;

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(k) any awards, remuneration, settlements or compensation heretofore made or hereafter to be made by any governmental authority pertaining to the Land, the Buildings, the Fixtures or the Personalty, including those for any vacation of, or change of grade in, any streets affecting the Land or the Buildings;

(l) all awards, payments and proceeds of conversion, whether voluntary or involuntary, of any of the Land, the Buildings, the Fixtures, the Personalty or any of the property and rights described in the foregoing clauses (a) through (k), including without limitation, all insurance, condemnation and tort claims, rent claims and other obligations dischargeable in cash or cash equivalent; and

(m) all other property and rights of Debtor of every kind and character relating to and used or to be used in connection with the foregoing property, and all proceeds and products of any of the foregoing.

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0021222688

EXHIBIT A

LEGAL DESCRIPTIONS

STORE NO. 103

LOTS 1 TO 6 INCLUSIVE IN THE SUBDIVISION OF THE EAST 1/2 OF BLOCK 24 IN CANAL TRUSTEES SUBDIVISION OF THE WEST 1/2 AND THE WEST 1/2 OF THE NORTHEAST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PIN Nos.: 17-17-223-018
17-17-223-019
17-17-223-020

STORE NO. 190

LOTS 21, 22, 23, 24 AND THE SOUTH 15 FEET OF LOT 20 (EXCEPT THAT PART TAKEN FOR THE WIDENING OF HARLEM AVENUE) IN BLOCK 106 IN FREDERICK H. BARTLETT'S 6TH ADDITION TO BARTLETT'S HIGHLANDS, A SUBDIVISION IN THE NORTHWEST 1/4 OF SECTION 18, TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PIN No.: 19-18-100-042

STORE NO. 201

LOTS 4, 5, 6, 7, 8, 9, AND 10 IN BLOCK 4 IN H. O. STONE AND COMPANY'S 95TH STREET COLUMBUS MANOR, A SUBDIVISION OF THE NORTH 1/2 OF THE NORTH WEST 1/4 OF THE NORTH WEST 1/4 AND THE SOUTH WEST 1/4 OF THE NORTH WEST 1/4 THE NORTH WEST 1/4 OF SECTION 8, TOWNSHIP 37 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, (EXCEPTING FROM LOT 10 IN BLOCK 4 OF H. O. STONE AND COMPANY'S 95TH STREET COLUMBUS MANOR SUBDIVISION THE FOLLOWING TRACT OF LAND: BEGINNING AT THE NORTH WEST CORNER OF SAID LOT 10, THENCE EAST ALONG THE NORTH LINE OF SAID LOT A DISTANCE OF 26.04 FEET TO THE NORTH EAST CORNER THEREOF, THENCE SOUTHWESTERLY ALONG A STRAIGHT LINE A DISTANCE OF 36.47 FEET TO A POINT ON THE WEST LINE OF SAID LOT, A DISTANCE OF 26.04 FEET SOUTH OF SAID NORTHWEST CORNER; THENCE NORTH ALONG THE WEST LINE OF LOT 10 A DISTANCE OF 26.04 FEET TO THE POINT OF BEGINNING) IN COOK COUNTY, ILLINOIS.

PIN Nos.: 24-08-100-01 (Tax Lot 10)
24-08-100-02 (Tax Lot 09)
24-08-100-03 (Tax Lot 08)
24-08-100-04 (Tax Lot 07)
24-08-100-05 (Tax Lot 06)
24-08-100-06 (Tax Lot 05)
24-08-100-07 (Tax Lot 04)

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EXHIBIT A (con't)

0021222688

STORE NO. 203

LOTS 1, 2, 3 AND 4 IN BLOCK 1 IN PALOS GATEWAY, BEING A SUBDIVISION OF LOTS 9 AND 16 IN THE SCHOOL TRUSTEE'S SUBDIVISION OF SECTION 16, TOWNSHIP 37 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PIN Nos.: 24-16-403-020
24-16-403-021
24-16-403-022
24-16-403-023

STORE NO. 208

PARCEL 1:

THE WEST 34.60 FEET OF THE EAST 71.60 FEET OF THE WEST 266.10 FEET OF THE SOUTH 108 FEET OF THE NORTH 125 FEET OF LOT 5 IN A. T. MCINTOSH'S ADDITION TO MIDLOTHIAN FARMS, A SUBDIVISION IN THE SOUTHWEST 1/4 OF SECTION 10 TOWNSHIP 36 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

THAT PART OF LOT 5 IN A. T. MCINTOSH'S ADDITION TO MIDLOTHIAN FARMS BEING A SUBDIVISION OF THE SOUTHWEST 1/4 OF THE SOUTH EAST 1/4 AND THE EAST 1/2 OF SAID SOUTH EAST 1/4 OF SECTION 9 AND THE WEST 1/2 OF THE SOUTHWEST 1/4 AND THE WEST 33/80TH OF THE EAST 1/2 OF SAID SOUTHWEST 1/4 OF SECTION 10 ALL IN TOWNSHIP 36 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN. DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE NORTH LINE OF LOT 5, 142 FEET EAST OF THE NORTHWEST CORNER OF SAID LOT 5; THENCE SOUTH ON A LINE PARALLEL WITH THE WEST LINE OF SAID LOT 5 A DISTANCE OF 125 FEET; THENCE EAST ON A LINE PARALLEL WITH THE NORTH LINE OF SAID LOT 5 A DISTANCE OF 52 1/2 FEET; THENCE NORTH ON A LINE PARALLEL WITH THE WEST LINE OF SAID LOT 5 A DISTANCE OF 125 FEET; THENCE WEST ALONG THE NORTH LINE OF SAID LOT 5 A DISTANCE OF 52 1/2 FEET TO THE POINT OF BEGINNING (EXCEPT THE NORTH 17 FEET THEREOF TAKEN FOR HIGHWAY PURPOSES), ALL IN COOK COUNTY, ILLINOIS.

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EXHIBIT A (con't)

0021222688

STORE NO. 208 (con't)

PARCEL 3:

THAT PART OF LOT 5 IN ARTHUR T. MCINTOSH'S ADDITION TO MIDLOTHIAN FARMS BEING A SUBDIVISION OF THE SOUTHWEST 1/4 OF THE SOUTH EAST 1/4 AND THE EAST 1/2 OF SAID SOUTH EAST 1/4 OF SECTION 9 AND THE WEST 1/2 OF THE SOUTHWEST 1/4 AND THE WEST 33/80TH OF THE EAST 1/2 OF SAID SOUTHWEST 1/4 OF SECTION 10, ALL IN TOWNSHIP 36 NORTH, RANGE 13. EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE NORTH LINE OF SAID LOT 5, 17.00 FEET EAST OF THE NORTHWEST CORNER OF SAID LOT 5; THENCE EAST ALONG THE NORTH LINE OF SAID LOT 5 A DISTANCE OF 125.00 FEET; THENCE SOUTH ON A LINE PARALLEL WITH THE WEST LINE OF SAID LOT 5, A DISTANCE OF 125.00 FEET; THENCE WEST PARALLEL WITH THE NORTH LINE OF SAID LOT 5, 125.00 FEET TO A POINT 17.00 FEET EAST OF THE WEST LINE OF SAID LOT 5; THENCE NORTH ON A LINE 17.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID LOT 5, 125.00 FEET TO POINT OF BEGINNING (EXCEPTING FROM THE ABOVE DESCRIBED PARCEL OF LAND THAT PART THEREOF BOUNDED AND DESCRIBED AS FOLLOWS.

BEGINNING AT A POINT, DISTANT 33 FEET SOUTH AND 50 FEET EAST OF THE NORTHWEST CORNER OF SAID SOUTHWEST 1/4 OF SECTION 10; THENCE EAST, PARALLEL WITH THE NORTH LINE OF SAID SOUTHWEST 1/4 OF SECTION 10, A DISTANCE OF 125.00 FEET TO A POINT, THENCE SOUTH, AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE, A DISTANCE OF 12 FEET TO A POINT; THENCE WEST, PARALLEL WITH SAID NORTH LINE A DISTANCE OF 75 FEET TO A POINT; THENCE SOUTHWEST A DISTANCE OF 63.64 FEET TO A POINT DISTANT 90 FEET SOUTH AND 55 FEET EAST OF SAID NORTHWEST CORNER; THENCE SOUTH, PARALLEL WITH THE WEST LINE OF SAID SECTION 10, A DISTANCE OF 68 FEET TO A POINT; THENCE WEST A DISTANCE OF 5 FEET TO A POINT; THENCE NORTH ALONG THE EAST LINE OF CICERO AVENUE. A DISTANCE OF 125 FEET TO THE POINT OF BEGINNING). IN COOK COUNTY, ILLINOIS.

PARCEL 4:

EASEMENT FOR INGRESS AND EGRESS FOR THE BENEFIT OF PARCEL 3 AS CREATED BY THE GRANT OF EASEMENT MADE BY 147TH STREET BUILDING CORPORATION, A CORPORATION OF ILLINOIS, TO J. CLARE MOORE, JR. AND OTHERS DATED JULY 19, 1966 AND RECORDED AUGUST 1, 1966 AS DOCUMENT 19902712 FOR PASSAGEWAY OVER PROPERTY DESCRIBED AS FOLLOWS:

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EXHIBIT A (con't)

0021222688

STORE NO. 208 (con't)

BEGINNING AT A POINT ON A LINE PARALLEL TO THE WEST LINE OF LOT 5 IN A. T. MCINTOSH'S ADDITION TO MIDLOTHIAN FARMS AFORESAID, 17.0 FEET EAST OF THE WEST LINE OF LOT 5 AND 125.0 FEET SOUTH OF THE NORTH LINE OF SAID LOT 5; THENCE EAST ALONG A LINE PARALLEL WITH THE NORTH LINE OF SAID LOT 5 A DISTANCE OF 145.0 FEET; THENCE SOUTH ALONG A LINE PARALLEL WITH THE WEST LINE OF SAID LOT 5 A DISTANCE OF 35.0 FEET; THENCE WEST ALONG A LINE PARALLEL WITH THE NORTH LINE OF SAID LOT 5 A DISTANCE OF 145.0 FEET TO THE EAST LINE OF THE WEST 17.0 FEET OF LOT 5; THENCE NORTH ALONG A LINE PARALLEL WITH THE WEST LINE OF SAID LOT 5. A DISTANCE OF 35.0 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

PIN Nos.: 20-10-300-015
20-10-300-017
20-10-300-162

STORE NO. 211

THE WEST 125 FEET (EXCEPT THE SOUTH 15 FEET THEREOF) AS MEASURED ON THE SOUTH LINE OF OUT LOT "D" BEING A PART OF CHAPMAN'S TULIP TERRACE, BEING A SUBDIVISION IN THE NORTHWEST 1/4 OF SECTION 23, TOWNSHIP 36 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED APRIL 3, 1957 AS DOCUMENT 16866519, IN COOK COUNTY, ILLINOIS.

PIN No.: 29-23-109-001

STORE NO. 213

LOTS 14 TO 18, BOTH INCLUSIVE, IN BLOCK 3 IN TORRENCE BERNICE ADDITION (EXCEPTING THEREFROM THAT PART TAKEN BY THE DEPARTMENT OF TRANSPORTATION IN CASE NUMBER 93L50412), BEING A SUBDIVISION OF THE SOUTHWEST 1/4 OF THE NORTHWEST 1/4 (EXCEPT THE EAST 16 RODS THEREOF, AND EXCEPT THE SOUTH 264 FEET OF THE WEST 159 FEET OF THE EAST 429 FEET OF THE SOUTHWEST 1/4 OF THE NORTHWEST 1/4 AFORESAID, ALSO EXCEPTING ALL THAT PART, IF ANY, FALLING WITHIN THE SOUTH 16 RODS OF THE WEST 10 RODS OF THE EAST 26 RODS OF THE NORTH 80 RODS) IN SECTION 30, TOWNSHIP 36 NORTH, RANGE 15 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PIN Nos.: 30-30-108-015
30-30-108-016
30-30-108-017
30-30-108-018
30-30-108-109

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EXHIBIT A (con't)

0021222688

STORE NO. 216

A TRACT OF LAND COMPRISING PART OF THE WEST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 33, TOWNSHIP 36 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, SAID TRACT OF LAND BEING DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 1753.50 FEET NORTH OF THE SOUTH LINE AND 82.25 FEET EAST OF THE WEST LINE OF SAID SECTION 33 (AS MEASURED ALONG A LINE PARALLEL WITH THE WEST LINE AND SOUTH LINE OF SAID SECTION) SAID POINT BEING ON THE EAST LINE OF HALSTED STREET AS ESTABLISHED BY PLAT OF HAZELWOOD CEMETERY, RECORDED JUNE 17, 1926 AS DOCUMENT 9311633, AND RUNNING THENCE EASTERLY PERPENDICULAR TO SAID EAST LINE OF HALSTED STREET, A DISTANCE OF 150 FEET; THENCE NORTH PARALLEL WITH SAID EAST LINE OF HALSTED STREET A DISTANCE OF 281.34 FEET TO AN INTERSECTION WITH THE SOUTHERLY LINE OF HOMEWOOD-THORNTON ROAD, SAID SOUTHERLY LINE BEING 33 FEET SOUTHERLY OF THE CENTER LINE OF SAID ROAD; THENCE SOUTHWESTERLY ALONG SAID SOUTHERLY LINE OF HOMEWOOD-THORNTON ROAD A DISTANCE OF 166.58 FEET TO SAID EAST LINE OF HALSTED STREET AS ESTABLISHED BY PLAT OF HAZELWOOD CEMETARY; THENCE SOUTHERLY ALONG SAID EAST LINE A DISTANCE OF 208.88 FEET TO THE POINT OF BEGINNING ALL IN COOK COUNTY, ILLINOIS EXCEPTING THAT PORTION TAKEN BY CONDEMNATION IN CASE 86 L 51201.

PIN No.: 29-33-301-014

STORE NO. 239

LOTS 297, 298 AND 299 IN SWENSON BROTHERS 3RD ADDITION TO COLLEGE HILL ADDITION TO EVANSTON, BEING A SUBDIVISION IN THE SOUTHEAST 1/4 OF SECTION 14, TOWNSHIP 41 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN IN COOK COUNTY ILLINOIS.

PIN No.: 10-14-421-040

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EXHIBIT A (con't)

STORE NO. 240

PARCEL 1:

LOTS 2 TO 5 INCLUSIVE AND EAST 12.49 OF LOT 6 IN NORTH EVANSTON HARRISON BLVD SUBDIVISION OF THE EAST 13.37 ACRES (EX THE SOUTH 528 FEET OF THE EAST 165 FEET) OF THE NORTHEAST FRACTIONAL QUARTER OF SECTION 9 TOWNSHIP 41 RANGE 13, EAST **6021222688** THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

THAT PART OF VACATED ALLEY NORTH OF LOT 3 AND SOUTH OF LOTS 4, 5, 6 LYING BETWEEN THE WEST LINE OF CICERO AVENUE AND WEST LINE OF LOTS 1, 2, 3 EXTENDED NORTH IN NORTH EVANSTON HARRISON BLVD ADDITION AFORESAID ALL IN COOK COUNTY, ILLINOIS.

PIN Nos.: 10-09-204-006
10-09-204-007
10-09-204-027
10-09-204-028

STORE NO. 248

LOT 2 IN BRADY'S SUBDIVISION OF THAT PART OF THE SOUTH 10 ACRES LYING EAST OF LINCOLN AVENUE OF THE WEST 30 ACRES OF THE NORTHWEST 1/4 OF THE NORTHEAST 1/4 OF SECTION 34, TOWNSHIP 41 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PIN No.: 10-34-200-008

STORE NO. 277

Lot "A" in Manos' Consolidation of Lots 2 and 3 in Block 1 in Meier's Addition to Mount Prospect in the Northwest Quarter of Section 12, Township 41 North, Range 11 East of the Third Principal Meridian, in Cook County, Illinois except that part described as follows:

Beginning at the Northwest corner of said Lot "A"; thence on an assumed bearing of South 59 Degrees 20 Minutes 47 Seconds East along the Northeasterly line of said Lot "A", a distance of 7.811 Meters (25.63 feet); thence South 54 Degrees 43 Minutes 31 Seconds West 8.218 Meters (26.96 feet); thence South 08 Degrees 39 Minutes 30 Seconds West 9.270 Meters (30.41 feet); to the West line of said Lot "A"; thence North 0 Degrees 48 Minutes 14 Seconds West, along said West line, 13.76 Meters (45.00 feet) to a point of curvature on said West line; thence Northeasterly along said West line of Lot "A", being along the arc of a curve, being concave Easterly, having a radius of 6.096 Meters (20.00 feet), through a central angle of 42 Degrees 58 Minutes 26 Seconds for a distance of 4.572 Meters (15.00 feet) to the point of beginning.

PIN No.: 08-12-120-029

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EXHIBIT A (con't)

(Headquarters)

0021222688

PARCEL 1:

LOTS 17 TO 26 INCLUSIVE IN WRIGHTS SUBDIVISION OF THE WEST 1/2 OF BLOCK 24 IN CANAL TRUSTEES SUBDIVISION OF THE WEST 1/2 AND THE WEST 1/2 OF THE NORTH EAST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN;

PARCEL 2:

THAT PART OF VACATED GARDEN STREET LYING SOUTH OF AND ADJOINING LOTS 17 TO 21 INCLUSIVE AND NORTH OF AND ADJOINING LOTS 22 TO 26 INCLUSIVE IN WRIGHTS SUBDIVISION OF THE WEST 1/2 OF BLOCK 24 IN CANAL TRUSTEES SUBDIVISION OF THE WEST 1/2 AND THE WEST 1/2 OF THE NORTH EAST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN;

PARCEL 3:

LOTS 7 TO 26 INCLUSIVE IN THE SUBDIVISION OF THE EAST 1/2 OF BLOCK 24 IN CANAL TRUSTEES SUBDIVISION OF THE WEST 1/2 AND THE WEST 1/2 OF THE NORTH EAST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN;

PARCEL 4:

THAT PART OF VACATED GARDEN STREET LYING SOUTH OF AND ADJOINING LOTS 17 TO 21 INCLUSIVE AND NORTH OF AND ADJOINING LOTS 22 TO 26 INCLUSIVE IN SUBDIVISION OF THE EAST 1/2 OF BLOCK 24 IN CANAL TRUSTEES SUBDIVISION OF THE WEST 1/2 AND THE WEST 1/2 OF THE NORTH EAST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN;

PARCEL 5:

ALL OF THE HERETOFORE VACATED NORTH-SOUTH 20 FOOT ALLEY LYING WEST OF THE WEST LINE OF LOTS 1 TO 16, BOTH INCLUSIVE, LYING EAST OF THE EAST LINE OF

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LOTS 17 AND 22, LYING EAST OF THE EAST LINE OF THE 40 FOOT PUBLIC ALLEY VACATED BY DOCUMENT NUMBER 20386525, BEING A LINE DRAWN FROM THE SOUTHEAST CORNER OF LOT 17 TO THE NORTHEAST CORNER OF LOT 22, LYING SOUTH OF A LINE DRAWN FROM THE NORTHWEST CORNER OF LOT 1 TO THE NORTHEAST CORNER OF LOT 17, AND LYING NORTH OF A LINE DRAWN FROM THE SOUTHWEST CORNER OF LOT 16 TO THE SOUTHEAST CORNER OF LOT 22 (EXCEPT FROM THE ABOVE TRACT, THE EAST ½ OF THE NORTH-SOUTH 20 FOOT VACATED ALLEY WEST OF AND ADJOINING LOTS 1 THROUGH 6, INCLUSIVE, IN THE SUBDIVISION OF THE EAST ½ OF BLOCK 24 IN CANAL TRUSTEES SUBDIVISION OF THE WEST 1/2 AND THE WEST 1/2 OF THE NORTH EAST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN) ALL IN SUBDIVISION OF THE EAST 1/2 OF BLOCK 24 IN CANAL TRUSTEE'S SUBDIVISION OF THE WEST 1/2 AND THE WEST 1/2 OF THE NORTHEAST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

Tax Numbers:

- 17 17 223 010 (AFFECTS LOT 21 PARCEL 3)
- 17 17 223 011 (AFFECTS LOTS 17 TO 20 AND ADJOINING ALLEY PARCEL 3)
- 17 17 223 012 (AFFECTS PART OF LOTS 22 TO 26 PARCEL 1 AND ADJOINING VACATED STREET ADJOINING)
- 17 17 223 013 (AFFECTS SOUTH 101.4 FEET OF LOTS 22 TO 26 PARCEL 1)
- 17 17 223 014 (AFFECTS PART OF LOT 26 AND ADJOINING STREET PARCEL 3)
- 17 17 223 015 (AFFECTS PART OF LOT 26 PARCEL 3)
- 17 17 223 016 (AFFECTS LOT 25, PART OF LOT 26 AND 24 AND ADJOINING STREET, PARCEL 3)
- 17 17 223 017 (AFFECTS PART OF LOT 24, ADJOINING STREET AND ALLEY AND ALL OF LOTS 22 AND 23 PARCEL 3)
- 17 17 223 021 (AFFECTS LOT 7 AND ADJOINING ALLEY PARCEL 3)
- 17 17 223 022 (AFFECTS LOT 8 AND ADJOINING ALLEY PARCEL 3)
- 17 17 223 023 (AFFECTS LOTS 9 AND 10 AND ADJOINING ALLEY PARCEL 3)
- 17 17 223 024 (AFFECTS LOTS 11 AND 12 AND ADJOINING ALLEY PARCEL 3)
- 17 17 223 025 (AFFECTS LOTS 14 TO 16 AND ADJOINING ALLEY PARCEL 3)
- 17 17 223 026 (AFFECTS LOTS 17 TO 21 AND ADJOINING STREET PARCEL 1)

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EXHIBIT A (con't)

0021222688

1137 WEST JACKSON, CHICAGO, ILLINOIS
(No Store Number Given)

LOTS 5 TO 16, BOTH INCLUSIVE, EXCEPT THAT PART THEREOF TAKEN FOR CONGRESS STREET EXPRESSWAY, IN C. J. HULL'S SUBDIVISION OF BLOCK 27 IN CANAL TRUSTEES SUBDIVISION OF THE WEST 1/2 OF THE NORTHEAST 1/4 OF SECTION 17, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PIN Nos.:

17-17-229-006 (Affects Lot 16)
17-17-229-007 (Affects Lot 15)
17-17-229-008 (Affects Lot 14)
17-17-229-009 (Affects Lot 13)
17-17-229-010 (Affects Lot 12)
17-17-229-011 (Affects Lot 11)
17-17-229-012 (Affects Lots 9 and 10)
17-17-229-013 (Affects Lot 8)
17-17-229-014 (Affects Lot 7)
17-17-229-015 (Affects Lot 6)
17-17-229-016 (Affects Lot 5)

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