



0021443943

185

Property of Cook County

**SPECIAL WARRANTY DEED  
(Illinois)**

006738 JR

THIS SPECIAL WARRANTY DEED is made as of the 19<sup>th</sup> day of December, 2002, by 1 North Dearborn Inc., a Delaware corporation, as Trustee for 1 NORTH DEARBORN TRUST a Delaware business trust (the "Grantor") to One North Dearborn Properties LLC, a Delaware limited liability company (the "Grantee") having an address c/o Chetrit Group, 601 West 26th Street, Suite 350, New York, New York 10001.

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Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, receipt whereof is hereby acknowledged, hereby grants, bargains, sells, aliens, remises, releases, conveys and confirms unto Grantee and its successors forever, all right, title and interest of Grantor in and to the real property situated in the County of Cook and State of Illinois, described on Exhibit A attached hereto, together with any and all buildings and any and all improvements owned by Grantor and located on said property, any interest of Grantor in any strips and gores adjacent to said property and any land lying in the beds of any street, road or avenue open or proposed in front of or adjoining said property to the center line thereof and all tenements, hereditaments and appurtenances thereunto belonging or in anywise pertaining and the reversion and reversions, remainder and remainders, rent, issues and profits of said described property and all the estate, right, title, interest, claim or demand whatsoever after Grantor either in law or in equity, of, in, and to said described property, subject to the matters set forth on Exhibit B.

TO HAVE AND TO HOLD the same in fee simple forever.

AND Grantor for itself and its successors hereby covenants, promises and agrees with Grantee and its successors that Grantor has good right and lawful authority to sell and convey said real property; and, hereby warrants the title to said property and will defend the same against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise.

City of Chicago  
Dept. of Revenue  
296573



Real Estate  
Transfer Stamp  
\$465,000.00

12/27/2002 13:22 Batch 02202 104

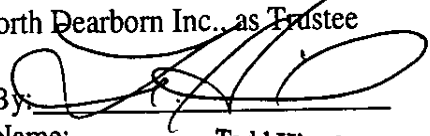
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GRANTOR:

0021443943


1 NORTH DEARBORN TRUST, a Delaware business trust

By: 1 North Dearborn Inc., as Trustee

By:   
Name: Todd Hirsch  
Title: Vice President

Permanent Real Estate Index Numbers: 17-09-464-001, 17-09-464-002, 17-09-464-003, 17-09-464-006, 17-09-464-007, 17-09-464-008, 17-09-464-010-8001, 17-09-464-8002, 17-09-464-011  
Address of real estate: 1 North Dearborn Street, Chicago, Illinois  
Prepared by and after recording return to

Fried Frank Harris Shriver & Jacobson  
One New York Plaza  
New York, New York 10004  
Attn: Andrew J. Dady, Esq.


STATE TAX	STATE OF ILLINOIS	DEC. 27. 02	REAL ESTATE TRANSFER TAX
			00000.00
REAL ESTATE TRANSFER TAX	DEPARTMENT OF REVENUE	# 0000046557	FP326669


SEND SUBSEQUENT TAX BILLS TO:


One North Dearborn Properties LLC c/o MB Real Estate  
(Name)

One North LaSalle St., Suite 1600  
(Address)

Chicago, IL 60601  
(City, State and Zip)

COUNTY TAX	COOK COUNTY	REAL ESTATE TRANSACTION TAX	REAL ESTATE TRANSFER TAX
	DEC. 27. 02	# 0000094314	\$31,000.00
REVENUE STAMP			00000.00
			FP326670

STATE TAX	STATE OF ILLINOIS	DEC. 27. 02	REAL ESTATE TRANSFER TAX
			62000.00
REAL ESTATE TRANSFER TAX	DEPARTMENT OF REVENUE	# 0000048234	FP326660

STATE TAX	STATE OF ILLINOIS	DEC. 27. 02	REAL ESTATE TRANSFER TAX
			00000.00
REAL ESTATE TRANSFER TAX	DEPARTMENT OF REVENUE	# 4559700000	FP326669

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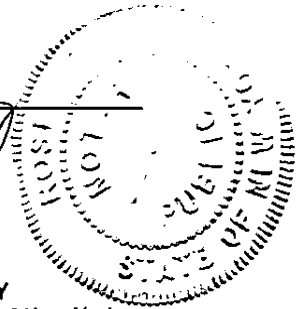
STATE OF New York  
 ) SS.  
COUNTY OF New York

0021443943

I, Rose Levy, a notary public in and for the County and State aforesaid, do hereby certify that Todd Hirsch personally known to me to be the Vice President of 1 North Dearborn Inc., a Delaware corporation that is the trustee of the 1 North Dearborn Trust, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Vice President she signed and delivered the said instrument as his/her free and voluntary act and as the free and voluntary act of said corporation, and as the free and voluntary act of said corporation and the free and voluntary act of said trust for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 19<sup>th</sup> day of December, 2002.

Rose Levy  
Notary Public



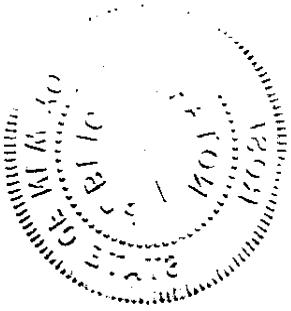
My Commission expires:

8/31/2005

ROSE LEVY  
Notary Public, State of New York  
No. 01LE4904190  
Qualified in New York County  
Commission Expires Aug. 31, 2005

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## EXHIBIT A

PARCEL 1: LOTS 11, 12, 13, 14 AND 15 IN THE SUBDIVISION OF LOT 5 IN BLOCK 58 IN THE ORIGINAL TOWN OF CHICAGO IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 2: LOT 2 IN THE SUBDIVISION OF LOT 8 AND OF THE EAST 30 FEET OF LOT 7 IN BLOCK 58 IN THE ORIGINAL TOWN OF CHICAGO, TOGETHER WITH A STRIP OF LAND LYING BETWEEN THE EAST LINE OF SAID LOT 8 AND THE WEST LINE OF STATE STREET, AS FIXED BY ACT OF THE GENERAL ASSEMBLY OF THE STATE OF ILLINOIS APPROVED MARCH 3, 1845, AS APPEARS FROM THE PLAT THEREOF RECORDED JANUARY 26, 1872, IN BOOK 1 OF PLATS, PAGE 20 IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 3: LOT 3 IN THE SUBDIVISION OF LOT 8 AND OF THE EAST 30 FEET OF LOT 7 IN BLOCK 58 IN THE ORIGINAL TOWN OF CHICAGO, TOGETHER WITH A STRIP OF LAND LYING BETWEEN THE EAST LINE OF SAID LOT 8 AND THE WEST LINE OF STATE STREET AS FIXED BY ACT OF THE GENERAL ASSEMBLY OF THE STATE OF ILLINOIS, APPROVED MARCH 3, 1845 AS APPEARS FROM THE PLAT THEREOF RECORDED JANUARY 26, 1872, IN BOOK 1 OF PLATS, PAGE 20, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 4: THAT PORTION OF THE WEST 70 FEET OF THE EAST 30 FEET OF LOT 7 IN BLOCK 58 IN THE ORIGINAL TOWN OF CHICAGO LYING WEST AND ADJOINING LOTS 2 AND 3 IN THE SUBDIVISION OF LOT 8 AND OF THE EAST 30 FEET OF LOT 7, AFORESAID, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

SUB-PARCEL 5A: THE WEST 50 FEET OF LOT 7 IN BLOCK 58 IN THE ORIGINAL TOWN OF CHICAGO IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

SUB-PARCEL 5B: THE LEASEHOLD ESTATE CREATED BY THE INSTRUMENT HEREIN REFERRED TO AS THE LEASE WITH THE BOARD OF EDUCATION OF THE CITY OF CHICAGO, AS LESSOR, WHICH LEASE WAS ORIGINALLY RECORDED AS DOCUMENT NO. 15396526, DEMISING THE LAND FOR A TERM OF YEARS, AND ASSIGNMENT AND ASSUMPTION OF GROUND LEASE TO 1 NORTH DEARBORN TRUST, A DELAWARE BUSINESS TRUST, RECORDED OCTOBER 6, 1998 AS DOCUMENT NO. 98893831, WITH RESPECT TO THE FOLLOWING DESCRIBED PROPERTY:

LOT 6 IN BLOCK 58 IN THE ORIGINAL TOWN OF CHICAGO, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

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PARCEL 6: LOT 1 IN THE SUBDIVISION OF LOT 8 AND OF THE EAST 30 FEET OF LOT 7 IN BLOCK 58 IN THE ORIGINAL TOWN OF CHICAGO, TOGETHER WITH A STRIP OF LAND LYING BETWEEN THE EAST LINE OF SAID LOT 8 AND THE WEST LINE OF STATE STREET, AS FIXED BY AN ACT OF THE GENERAL ASSEMBLY OF THE STATE OF ILLINOIS, APPROVED MARCH 3, 1845 AS APPEARS FROM PLAT THEREOF RECORDED JANUARY 26, 1872, IN BOOK 1 OF PLATS, PAGE 20, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS. 0021443943

PARCEL 7: THAT PORTION OF THE WEST 10 FEET OF THE EAST 30 FEET OF LOT 7 IN BLOCK 58 IN THE ORIGINAL TOWN OF CHICAGO LYING WEST OF AND ADJOINING LOT 1 IN THE SUBDIVISION OF LOT 8 AND OF THE EAST 30 FEET OF LOT 7, AFORESAID, IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

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## EXHIBIT B

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### **Exceptions to Fee Title for Parcels 1, 2, 3, 4, 6 and 7 Exceptions to Leasehold Title for Sub-Parcel 5B**

1. The land lies within the boundaries of Special Service Area No. 12 as disclosed by ordinance recorded as document no. 91075841, and is subject to additional taxes under the terms of said ordinance and subsequent related ordinances
2. Rights of the Municipality and the Public in and to so much of Lots 6 and 7 in Block 58 in the original Town of Chicago as fall in the right-of-way of Madison Street.  
(affects Sub-Parcels 5A and 5B)
3. Party Wall Agreement dated July 19, 1873 and recorded September 26, 1873 as document no. 128100 between William H. Rand and the Board of Education of Chicago with respect to the party wall on the line between Lot 6 in aforesaid Block 58 and the west 50 feet of Lot 7 in aforesaid Block 58.  
(affects Sub-Parcels 5A and 5B)
4. Party Wall rights and easements for caissons, upright poles and girders on the west and south lines of parcels 4 and 6 as disclosed by lease recorded as document no. 3623918.  
(affects Parcels 2, 4, Sub-Parcel 5A, and Parcels 6 and 7)
5. Easement for caissons and columns on the east and west lines of Sub-Parcel 5A as disclosed by document nos. 3377861 and 3697326.  
(affects Parcel 4 and Sub-Parcels 5A and 5B)
6. Party wall rights and easements for caissons and columns on the east and west line of Sub-Parcel 5B as disclosed by document nos. 15336526 and 3697326.
7. Party Wall Agreement dated April 18, 1872 and recorded May 18, 1872 in Book 62 at Page 359 as document no. 31695 made by Rand McNally and Company relating to a Party Wall between Lot 15 in assessor's subdivision of Lots 1 to 5 in aforesaid Block 58 and that part of Lot 6 in aforesaid Block 58 which lies immediately east of and adjoining said Lot 15.  
(affects Parcel 1 and Sub-Parcel 5B)
8. Reciprocal rights, cross easements, party wall rights, easements for ingress and egress, and joint ownership of and rights of contribution relating to fixtures, equipment and machinery located within the land, other than those set forth elsewhere in this list of exceptions, existing between and in favor of the various owners of the land by reason of the fact that one single building occupies all of the property from State Street to Dearborn Street and from Madison Street to a public alley lying north of Madison Street.
9. Encroachment of the signs located mainly on the land onto the property east and south and adjoining by an undisclosed amount, as shown on plat of survey number 9804021



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prepared by Chicago Guarantee Survey Company dated June 24, 1998.  
(affects Parcels 2, 3 and 6)

10. Encroachment of the flag poles located mainly on the land on the property south and west and adjoining by an undisclosed amount, as shown on plat of survey number 9804021 prepared by Chicago Guarantee Survey Company dated June 24, 1998.  
(affects Parcels 1 and 6)
11. Encroachment of the coping above the 3<sup>rd</sup> floor located mainly on the land onto the property west and adjoining by approximately 1.32 feet and encroachment of the metal corner located mainly on the land onto the property west and adjoining by approximately 0.24 feet and north by approximately 0.24 feet, as shown on plat of survey number 9804021 prepared by Chicago Guarantee Survey Company dated June 24, 1998.  
(affects Parcel 1)
12. Encroachment of the brick building located mainly on the land onto the property north and adjoining by approximately 0.17 feet, as shown on plat of survey number 9804021 prepared by Chicago Guarantee Survey Company dated June 24, 1998.  
(affects Parcel 1)
13. Encroachment of the coping above the 3<sup>rd</sup> floor located mainly on the land onto the property west and adjoining by approximately 1.00 feet and onto the property south and adjoining by approximately 1.23 feet as shown on plat of survey number 9804021 prepared by Chicago Guarantee Survey Company dated June 24, 1998.  
(affects Parcel 1)
14. Encroachment of the vents and chute located mainly on the land on the property north and adjoining by an undisclosed amount, as shown on plat of survey number 9804021 prepared by Chicago Guarantee Survey Company dated June 24, 1998.  
(affects Parcels 5 and 6)
15. Encroachment of the coping above the third floor located mainly on the land onto the property north and adjoining by approximately 1.26 and onto the property east and adjoining by approximately 1.06 feet as shown on plat of survey number 9804021 prepared by Chicago Guarantee Survey Company dated June 24, 1998.  
(affects Parcel 6)
16. Encroachment of the coping above the third floor located mainly on the land onto the property south and adjoining by approximately 0.85 feet and onto the property east and adjoining by approximately 1.11 feet and encroachment of the granite base located mainly on the land onto the property south and adjoining by .11 feet and east and adjoining by 0.42 feet, as shown on plat of survey number 9804021 prepared by Chicago Guarantee Survey Company dated June 24, 1998.  
(affects Parcel 3)
17. Rights of the current ground lessor in the improvements located on Sub-Parcel 5B, as set forth in instruments recorded as Document No. 15336526, including the right to said



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improvements at the end of the term of the Lease, and the other terms and provisions contained therein.

(affects Sub-Parcel 5B)

18. Terms and Provisions contained in Option to Purchase Agreement, dated March 1, 2002 and recorded March 5, 2002 as Document No. 0020249381 made by and between Madison Street Associates, LLC, and 1 North Dearborn Trust.  
(affects Sub-Parcel 5B)
19. Terms and provisions contained in Agreement dated February 10, 2000 and recorded February 15, 2000 as document no. 00113493 made by and between the City of Chicago and 1 North Dearborn, Inc.
20. Lease made by 1 North Dearborn, Inc. to Sears Roebuck & Company, a memorandum of which was recorded February 15, 2000 as Document 00113494, demising the land for a term of years, and all rights thereunder of, and all acts done or suffered thereunder by, said Lessee or by any party claiming by, through, or under said Lessee; but only to the extent this Lease is (I) listed on Exhibit L-1 to the Contract, and (II) in effect at the Closing.
21. Terms and provisions contained in Agreement dated January 31, 2000 and recorded February 15, 2000 as Document No. 00113497 made by and between the City of Chicago, 1 North Dearborn, Inc., 1 North Dearborn Trust, and Sears Roebuck & Company.
22. Encroachment of vaults and vaulted space under the walks located mainly on the land by undetermined amounts, as disclosed by the owner of record.
23. Encroachment of the building, coping, and various attachments to the building located mainly on the property over and onto adjoining premises by varying distances as disclosed by survey prepared by Chicago Guarantee Survey Company dated June 24, 1998.
24. Terms and provisions contained in Agreement dated February 10, 2000 and recorded February 15, 2000 as document no. 00113495 made by and between the Board of Education of the City of Chicago and 1 North Dearborn, Inc.
25. Any and all other permitted exceptions as permitted under that certain Contract of Sale dated as of July 3, 2002 by and among Credit Suisse First Boston Mortgage Capital LLC, Credit Suisse First Boston, Cayman Branch, Equity Bids Holding, Inc., 350 Madison Holding, Inc., 1 North Dearborn Trust, 1 North LaSalle Trust, 360 North Michigan Trust, PTG Holdings, Inc., MC Office Investments, LLC and Max Portfolio, LLC, as amended by an Amendment to Contract of Sale dated as of July 12, 2002, a Second Amendment to Contract of Sale dated as of August 9, 2002, a Third Amendment to Contract of Sale dated as of August 16, 2002, a Fourth Amendment to Contract of Sale dated as of September 9, 2002 and a Fifth Amendment to Contract of Sale dated as of December 10, 2002.

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26. Acts done or suffered by the Grantee.

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27. General real estate taxes and assessments for the year 2002 and subsequent years.

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