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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

2039738
mrc/ry

0030048567

4427/0198 5A 001 Page 1 of 6

2003-01-10 14:50:51

Cook County Recorder

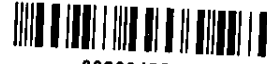
34.50

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

4 of 4

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

LEXISNEXIS DOCUMENT SOLUTIONS
PO BOX 2969
SPRINGFIELD, IL 62708



0030048567

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

BG MELROSE PARK, I.L.L.C.

OR 1b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

1c. MAILING ADDRESS

3835 WEST 42ND STREET

CITY
CHICAGO

STATE
IL

POSTAL CODE
60632

COUNTRY
USA

1d. TAX ID # SSN OR EIN

ADD'NL INFO RE
ORGANIZATION
DEBTOR

1e. TYPE OF ORGANIZATION
LLC

1f. JURISDICTION OF ORGANIZATION
IL

1g. ORGANIZATIONAL ID #, if any
00809047

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'NL 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

LASALLE BANK NATIONAL ASSOCIATION

OR 3b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

3c. MAILING ADDRESS

135 SOUTH LASALLE STREET

CITY
CHICAGO

STATE
IL

POSTAL CODE
60603

COUNTRY
USA

4. This FINANCING STATEMENT covers the following collateral:

ALL TYPES OF PROPERTY DESCRIBED ON EXHIBIT B ATTACHED HERETO AND WHICH ARE LOCATED ON PROPERTY COMMONLY KNOWN AS 2905 WEST LAKE STREET, MELROSE PARK, ILLINOIS AND MORE PARTICULARLY DESCRIBED ON EXHIBIT A ATTACHED HERETO.

5. ALTERNATIVE DESIGNATION if applicable:	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG LIEN	NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or records) in the REAL ESTATE RECORDS Attach Addendum (if applicable)	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)			<input type="checkbox"/> All Debtors	<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2

8. OPTIONAL FILER REFERENCE DATA

IL-COOK COUNTY NEW / CC #1305

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

LexisNexis Document Solutions
801 Adlai Stevenson Dr
Springfield, IL 62703-4261

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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

BG MELROSE PARK, L.L.C.

OR

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

10. MISCELLANEOUS: IL-COOK COUNTY

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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

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

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 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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EXHIBIT A
TO
UCC FIXTURE FILING

Legal Description

PARCEL 1:

THAT PART OF THE WEST $\frac{1}{2}$ OF THE SOUTHEAST $\frac{1}{4}$ OF SECTION 4, TOWNSHIP 39 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT THE POINT OF INTERSECTION OF THE NORTHERLY LINE OF LAKE STREET AS NOW ESTABLISHED AND A LINE DRAWN PERPENDICULAR WITH AND 233.5 FEET WEST (BY RECTANGULAR MEASUREMENT) FROM THE WEST LINE OF THE RIGHT OF WAY OF THE INDIANA HARBOR BELT RAILROAD, AS DESCRIBED IN A WARRANTY DEED, RECORDED OCTOBER 26, 1897 AS DOCUMENT NUMBER 2606387 IN BOOK 6086, PAGE 510; THENCE NORTH ALONG SAID PARALLEL LINE OF DISTANCE OF 199.59 FEET TO A POINT 1275.7 FEET SOUTH OF THE NORTH LINE OF SAID SOUTHEAST $\frac{1}{4}$; THENCE EAST AT RIGHT ANGLES TO THE LAST DESCRIBED LINE, A DISTANCE OF 215.18 FEET TO A LINE DRAWN FROM A POINT ON THE AFORESAID WEST LINE 1180 FEET SOUTH OF THE SAID NORTH LINE AND FORMING AN ANGLE OF 10 DEGREES, 21 MINUTES FROM SOUTH TO WEST WITH SAID WEST LINE; THENCE SOUTHWEST ALONG SAID LINE A DISTANCE OF 1.91 FEET TO A POINT OF CURVE; THENCE CONTINUING SOUTHWESTERLY ALONG THE CURVED LINE CONVEXED SOUTHEASTERLY, TANGENT TO THE LAST DESCRIBED LINE AND HAVING A RADIUS OF 764.5 FEET, AN ARC DISTANCE OF 209.63 FEET TO ITS INTERSECTION WITH A LINE DRAWN FROM A POINT ON THE SAID NORTHERLY LINE OF LAKE STREET A DISTANCE OF 128.01 FEET SOUTHEASTERLY MEASURED ALONG SAID NORTHERLY LINE FROM THE POINT OF BEGINNING AND FORMING AN ANGLE OF 73 DEGREES 00 MINUTES SOUTHEASTERLY TO NORTHEASTERLY WITH SAID NORTHERLY LINE OF LAKE STREET; THENCE SOUTHWESTERLY ALONG SAID LINE A DISTANCE OF 49.09 FEET TO SAID NORTHERLY LINE OF LAKE STREET; THENCE NORTHWESTERLY ALONG SAID NORTHERLY LINE OF LAKE STREET A DISTANCE OF 128.01 FEET TO THE POINT OF BEGINNING IN COOK COUNTY, ILLINOIS.

PARCEL 2:

EASEMENT FOR INGRESS, EGRESS AND ACCESS FOR THE BENEFIT OF PARCEL 1 AS CREATED BY THE DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS RECORDED NOVEMBER 25, 2002 AS DOCUMENT 0021306201 AND AS AMENDED BY THE AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS RECORDED DECEMBER 12, 2002 AS DOCUMENT 0021415700.

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PROPERTY ADDRESS OF REAL ESTATE:

30048567

2905 West Lake Street
Melrose Park, Illinois 60160

PERMANENT TAX IDENTIFICATION NUMBERS:

15-04-404-043

15-04-404-049

77036963

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EXHIBIT B
TO
UCC FIXTURE FILING

30048587

Debtor: BG Melrose Park, L.L.C.
Secured Party: LaSalle Bank National Association

An express security interest is granted in the following:

- (a) all of Debtor's right, title and interest in personal property of any kind or nature whatsoever, whether tangible or intangible which is used or will be used or will be placed in or upon certain real property as specifically described on Exhibit A attached to this instrument (the "Premises");
- (b) all improvements, tenements, easements, fixtures, and appurtenances thereto belonging, and all rents, issues and profits thereof for so long and during all such times as Debtor may be entitled thereto (which are pledged primarily and on a parity with said real estate and not secondarily);
- (c) if and to the extent owned by Debtor, all fixtures, fittings, furnishings, bridge cranes, appliances, apparatus, equipment and machinery including, without limitation, all gas and electric fixtures, radiators, heaters, engines and machinery, boilers, ranges, ovens, elevators and motors, bathtubs, sinks, water closets, basins, pipes, faucets and other air-conditioning, plumbing and heating fixtures, mirrors, mantles, refrigerating plants, refrigerators, iceboxes, dishwashers, carpeting, furniture, laundry equipment, cooking apparatus and appurtenances, and all building material, supplies and equipment now or hereafter delivered to the Premises and intended to be installed therein; all other fixtures and personal property of whatever kind and nature at present contained in or hereafter placed in any building standing on said Premises; such other goods, equipment, chattels and personal property as are usually furnished by landlords in letting other premises of the character of the Premises; and all renewals or replacements thereof or articles in substitution thereof; and all proceeds and profits thereof and all of the estate, right, title and interest of the Debtor in and to all property of any nature whatsoever, now or hereafter situated on the Premises or intended to be used in connection with the operation thereof;
- (d) all of the right, title and interest of the Debtor in and to any fixtures or personal property subject to a lease agreement, conditional sale agreement, chattel mortgage, or security agreement, and all deposits made thereon or therefor, together with the benefit of any payments now or hereafter made thereon;

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(e) all leases and use agreements of machinery, equipment and other personal property of Debtor in the categories hereinabove set forth, under which Debtor is the lessee of, or entitled to use, such items;

(f) all rents, income (including income and receipts from the use and occupancy of any hotel rooms), profits, revenues, receipts, royalties, bonuses, rights, accounts, contract rights, general intangibles and benefits and guarantees under any and all leases, tenancies, licenses or other use agreements or arrangements now existing or hereafter created of the Premises or any part thereof (including any business conducted thereon) with the right to receive and apply the same to indebtedness due Secured Party and Secured Party may demand, sue for and recover such payments but shall not be required to do so;

(g) all judgments, awards of damages and settlements hereafter made as a result of or in lieu of any taking of the Premises or any part thereof or interest therein under the power of eminent domain, or for any damage (whether caused by such taking or otherwise) to the Premises or the improvements thereon or any part thereof or interest therein, including any award for change of grade of streets;

(h) all proceeds of the conversion, voluntary or involuntary of any of the foregoing into cash or liquidated claims;

(i) any monies on deposit for the payment of real estate taxes or special assessments against the Premises or for the payment of premiums on policies of fire and other hazard insurance covering the collateral described hereunder or the Premises, and all proceeds paid for damage done to the collateral described hereunder or the Premises;

(j) all substitutions, replacements, additions and proceeds, including insurance and condemnation award proceeds, of any of the foregoing property; it being understood that the enumeration of any specific articles of property shall in no wise exclude or be held to exclude any items of property not specifically mentioned.

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