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2003-03-06 12:59:42
Cook County Recorder 30.50



0030315448

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Merrill Lynch Business Financial
222 N. LaSalle Street
17th Floor
Chicago, IL 60601

IL, Cook+

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 H2O PLUS, L.P.

OR

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

1c. MAILING ADDRESS 845 WEST MADISON STREET CITY CHICAGO STATE IL POSTAL CODE 60607 COUNTRY US

1d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION CORPORATION 1f. JURISDICTION OF ORGANIZATION DE 1g. ORGANIZATIONAL ID #, if any 57546735 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 MERRILL LYNCH BUSINESS FINANCIAL SERVICES INC.

OR

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

3c. MAILING ADDRESS 222 N. LASALLE STREET CITY CHICAGO STATE IL POSTAL CODE 60601 COUNTRY US

4. This FINANCING STATEMENT covers the following collateral:
See attached Exhibit A.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAIOLR 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) if applicable. (ADDITIONAL FEE) optional. All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA 014125

H2O Plus, L.P.

6977720

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 H2O PLUS, L.P.

OR

9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME,SUFFIX

10. MISCELLANEOUS:

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 attached

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):

H2O Plus, L.P. 845 W. Madison St.
Chicago IL 60606 Cook USA LP DE
57546735

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 FINANCING STATEMENT BETWEEN

H2O PLUS, L.P., DEBTOR, AND MERRILL LYNCH BUSINESS FINANCIAL SERVICES INC., SECURED PARTY.

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

All machinery, equipment, fittings, apparatus, appliances, furniture, furnishings, tools, fixtures (including, without limitation, all heating, air conditioning, ventilating, waste disposal, sprinkler and fire and theft protection equipment, and all plumbing, lighting, communications and elevator fixtures) and other property of every kind and description now or hereafter owned by Debtor and located upon or in, and used or useful in connection with, the operation, maintenance or occupancy of the real property described below, or any improvements thereon, and all renewals or replacements thereof and articles in substitution therefor, whether or not the same are attached to such improvements, and any and all proceeds of any of the foregoing.

Record Owner: H2O PLUS, L.P.

Common Address: 345 West Madison Street
Chicago, IL 60607

Legal Description:

Lots 1 to 16 in Block 2 in Duncan's Addition to Chicago. A subdivision of the East ½ of the North East ¼ of Section 17, Township 35 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois

Property of Cook County Clerk's Office

EXHIBIT A ATTACHED TO AND HEREBY MADE A PART OF
MORTGAGE, ASSIGNMENT OF RENTS AND SECURITY AGREEMENT
BETWEEN H2O PLUS, L.P., MORTGAGOR AND
MERRILL LYNCH BUSINESS FINANCIAL SERVICES INC.

COMMON ADDRESS OF REAL PROPERTY: 845 West Madison Street
Chicago, IL 60607

PIN #'S: 17-17-208-001-0000
17-17-208-002-0000
17-17-208-005-0000
17-17-208-006-0000
17-17-208-007-0000
17-17-208-008-0000
17-17-208-009-0000
17-17-208-010-0000
17-17-208-016-0000
17-17-208-017-0000
17-17-208-018-0000

LEGAL DESCRIPTION:

Lots 1 to 16 in Block 2 in Duncan's Addition to Chicago. A subdivision of the East ½ of the North East ¼ of Section 17, Township 39 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois

PROPERTY OF COOK COUNTY CLERK'S OFFICE