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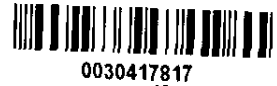
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Cook County Recorder 34.50

THIS DOCUMENT PREPARED BY:  
MITCHELL B. RUCHIM & ASSOCIATES, P.C.  
UPON RECORDATION, PLEASE MAIL TO:  
MICHAEL GRABILL  
707 SKOKIE BOULEVARD  
NORTHBROOK, IL 60062

COOK COUNTY  
RECORDER



EUGENE "GENE" MOORE  
BRIDGEVIEW OFFICE

(Space for Recorder's Use Only)

Property Address: 971 Kensington, Building 8, Unit B3, Northbrook, Illinois 60062  
Permanent Index Number: 04-14-302-001 and 04-23-107-001

**PARTIAL ASSIGNMENT AND  
ASSUMPTION OF GROUND LEASE  
AND SPECIAL WARRANTY DEED**

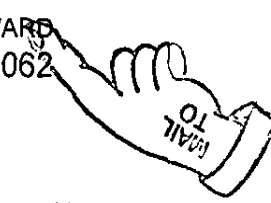
THIS PARTIAL ASSIGNMENT AND ASSUMPTION OF GROUND LEASE AND SPECIAL WARRANTY DEED (this "Assignment") is made as of February 28, 2003, by and between KZF VENTURE GROUP, L.L.C., an Illinois limited liability company, whose address is 425 Huehl Road, Suite 4B, Northbrook, Illinois 60062 ("Assignor/Grantor"), and John E. Whalen and Jayne N. Whalen, as Co-Trustees of the Jayne N. Whalen Trust Agreement dated June 2, 1997, whose address is 971 Kensington, Building 8, Unit B3, Northbrook, Illinois 60062 ("Assignee/Grantee").

Assignor/Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration in hand paid by Assignee/Grantee, the receipt of which is hereby acknowledged, by these presents does hereby REMISE, RELEASE, ALIEN, CONVEY and ASSIGN, unto Assignee/Grantee, John E. Whalen and Jayne N. Whalen, as Co-Trustees of the Jayne N. Whalen Trust Agreement dated June 2, 1997

That certain Condominium, Building 8, Unit No. B3, situated in the County of Cook, State of Illinois, known and described on Exhibit A attached hereto and made a part hereof (the "Unit"), together with:

- (i) its undivided interest in and to all Common Elements, including an undivided interest in and to the Leasehold Estate created under that certain Ground Lease for Real Estate Parcels SE-1A-1 and SE-1B-1 dated December 27, 2000 by and between Cole Taylor Bank, as Trustee under Trust Agreement dated November 1, 2000 and known as Trust No. 99-8163, as Lessor, and KZF Venture Group, L.L.C., an Illinois limited liability company, as Lessee, recorded by the Office of the Recorder of Deeds of Cook County, Illinois (the "Recorder") on December 29, 2000 as Document 00-01022135, including all exhibits thereto (the "Ground Lease") (and together with the exclusive right to use and enjoy the Limited Common Elements appurtenant to the Unit) allocable to the Unit pursuant to and in accordance with the provisions of the Declaration of Condominium Ownership and of Covenants, Conditions, Easements and Rights for Northbrook Greens Condominiums recorded by the Recorder on December 28, 2001 as Document 0011237707, as the same may have been amended from time to time (as so amended, the "Declaration"); and

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- (ii) all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, and the reversion or reversions, remainder or remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim or demand whatsoever of Assignor/Grantor, either in law or equity of, in and to the Unit, with the hereditaments and appurtenances

(collectively, the "Property"), TO HAVE AND TO HOLD the Unit, with such appurtenances, unto Assignee/Grantee.

Assignor/Grantor, for itself and its successors, does covenant, promise and agree to and with Assignee/Grantee and their successors, that it has not done or suffered to be done anything whereby the Unit is, or may be, in any manner encumbered or charged, except as recited in this Assignment and that it will WARRANT AND DEFEND the Unit against all persons lawfully claiming or to claim the same, by, through, or under it, subject only to the matters set forth on Exhibit A attached hereto and made a part hereof.

The conveyance of the Unit is not (and shall not be deemed to be) a conveyance of fee simple title to any of the Property other than the Unit.

The first deed of each individual unit should contain the following language:

"Grantor also hereby grants to the Grantee, its successors and assigns, as rights and easements appurtenant to the above described real estate, the rights and easements for the benefit of said property set forth in the Declaration of Condominium, aforesaid, and Grantor reserves to itself, its successors and assigns, the rights and easements set forth in said Declaration for the benefit of the remaining property described therein.

This Deed is subject to all rights, easements, covenants, conditions, restrictions and reservations contained in said Declaration the same as though the provisions of said Declaration were recited and stipulated at length herein".

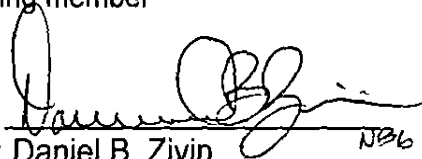
Assignee/Grantee, by acceptance and execution of this Assignment, hereby expressly agree to assume all rights and obligations of the Lessee pursuant to the terms of the Ground Lease, with respect to the Unit being conveyed and assigned by this Agreement to Assignee/Grantee (including the obligation to pay in accordance with the Ground Lease, all Ground Rent, Taxes and other amounts due to Lessor under the Ground Lease and to perform all of the terms, covenants, conditions, agreements and obligations of Lessee to be performed or fulfilled under the Ground Lease with respect to the Unit being conveyed and assigned by this Agreement to Assignee/Grantee, and with respect to the Common Elements in common with all of the other Unit Owners). The terms "Lessor", "Lessee", "Ground Rent", and "Unit Owners" as used in this paragraph shall have the respective meanings ascribed to such terms in the Ground Lease. Assignee/Grantee further agrees that the interests conveyed and assigned by this Assignment as the Property are not and shall not be separately transferable, and any attempted conveyance or assignment of one or more (but less than all) of such interests comprising the Property shall be deemed to be a conveyance and assignment of all interests comprising the Property.


IN WITNESS WHEREOF, Assignor/Grantor has caused this Assignment to be executed as of the date and year first above written.

**ASSIGNOR/GRANTOR:**

**KZF VENTURE GROUP, L.L.C.,** an Illinois limited liability company

By: KZF HOLDINGS, L.L.C., an Illinois limited liability company, its managing member

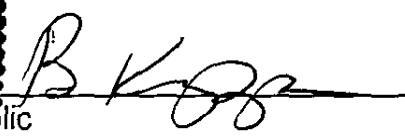
By:   
Name: Daniel B. Zivin  
Its: Manager

By:   
Name: Steven C. Friedman  
Its: Manager

STATE OF ILLINOIS )  
                                  ) SS.  
COUNTY OF C O O K )

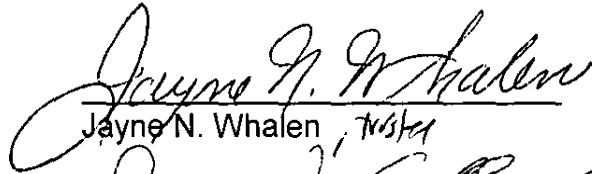
I, the undersigned, a Notary Public in and for the County in the State aforesaid, DO HEREBY CERTIFY that Daniel B. Zivin, manager, and Steven C. Friedman, manager of KZF HOLDINGS, L.L.C., an Illinois limited liability company ("Holdings"), the sole member of KZF VENTURE GROUP, L.L.C., an Illinois limited liability company, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Daniel B. Zivin and Steven C. Friedman, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act of Holdings, for the uses and purposes therein set forth.

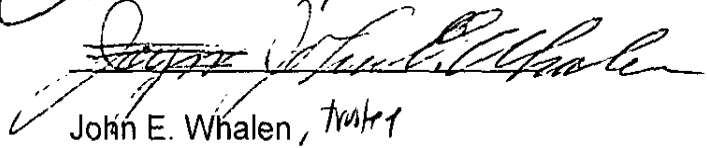
GIVEN under my hand and notarial seal this 29<sup>th</sup> day of February, 2003.

  
  
Notary Public

ACCEPTANCE AND ASSUMPTION BY ASSIGNEE/GRANTEE

The undersigned, Assignee/Grantee, hereby accepts the conveyance of the Unit from Assignor/Grantor and join in the execution of this Assignment for the purpose of agreeing to assume those rights and obligations of the Lessee pursuant to the terms of the Ground Lease ad described in this Assignment and to agree to the other terms and provisions of this Agreement.

  
Jayne N. Whalen, *Trustee*

  
John E. Whalen, *Trustee*

Property of Cook County Clerk's Office

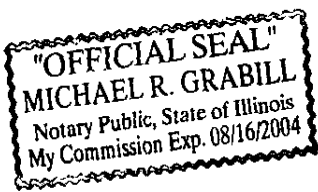
Send subsequent tax bill to:

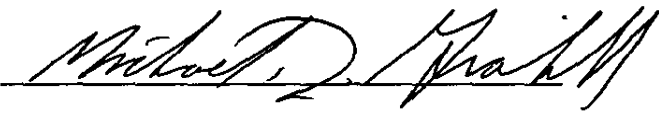
Jayne Whalen  
971 Kensington,  
Building 8, Unit B-3  
Northbrook, Illinois 60062

STATE OF ILLINOIS            )  
  ) SS.  
COUNTY OF COOK            )

I, the undersigned, a Notary Public in and for the County in the State aforesaid, DO HEREBY CERTIFY that John E. Whalen and Jayne N. Whalen, husband and wife, who is (are) personally known to me to be the person whose name is (are) subscribed to the foregoing instrument, appeared before me this day in person(s) and acknowledged that he (she)(they) signed and delivered the said instrument as his (her) (their) own free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 28<sup>th</sup> day of February, 2003.





Notary Public

**EXHIBIT A****Legal Description**

(A) The Leasehold Estate (said Leasehold Estate being defined in Paragraph 1(H) of the conditions and stipulations of the Policy), created by the instrument herein referred to as the Lease, executed by: Cole Taylor Bank, as Trustee Under Trust Agreement Dated November 1, 2000 and known as Trust Number 99-8163, as Lessor, and KZF Venture Group, L.L.C., as Lessee, dated December 27, 2000, which lease was recorded December 29, 2000 as Document 0001022135, for a term of years beginning December 27, 2000 and ending December 31, 2150, which lease was assigned by KZF Venture Group, L.L.C., an Illinois Limited Liability Company, Assignee, to John E. Whalen and Jayne N. Whalen, as Co-Trustees of the Jayne N. Whalen Trust Agreement dated June 2, 1997., by Partial Assignment and Assumption Of Ground Lease and Special Warranty Deed recorded as Document \_\_\_\_\_, which lease demises the land described below (except the buildings and improvements located on the land); and

(B) Ownership of the buildings and improvements located on the land described herein;

**The Land**

Unit Number 8-B3 in the Northbrook Greens Condominium, as delineated on a survey of the following described tract of land;

Part of Lots SE-1A and SE-1B in Techny Parcel SE-1 Subdivision, in Section 23, Township 42 North, Range 12 East of the Third Principal Meridian, according to the final Plat of Subdivision of Techny Parcel SE-1 recorded on December 22, 2000 as Document Number 01007540,

Which survey is attached as Exhibit "B" to the Declaration of Condominium recorded as Document Number 0011237707 as amended from time to time; together with its undivided percentage interest in the common elements in Cook County, Illinois.


- Subject to:
- a) general real estate taxes not yet due and payable;
  - b) the Ground Lease, the Declaration and the Articles of Incorporation and By-Laws of the Association, including all amendments and exhibits;
  - c) applicable zoning and building laws and ordinances and other ordinances of record
  - d) encroachments, if any;
  - e) acts done or suffered by Assignee/Grantee or anyone claiming by, through or under Assignee/Grantee;

- f) utility easements, if any, whether recorded or unrecorded;
- g) covenants, conditions, restrictions, easements, declarations and agreements of record including, without limitation, those set forth on the Plat and any subdivision and development agreement with the Village of Northbrook;
- h) leases and licenses affecting the Common Elements;
- i) the Illinois Condominium Property Act;
- j) special taxes and assessments for improvement not yet completed; and
- k) liens and other matters of title over which the title company is willing to insure.

Property of Cook County Clerk's Office

STATE TAX

STATE OF ILLINOIS



MAR. 27.03

COOK COUNTY


# 0000014063

REAL ESTATE TRANSFER TAX
0034950
FP351009

COUNTY TAX

COOK COUNTY

REAL ESTATE TRANSACTION TAX



MAR. 27.03

REVENUE STAMP

# 0000014889

REAL ESTATE TRANSFER TAX
0017475
FP351021