

Prepared by and after
recording return to:

Michael Kaplan
Mayer, Brown & Platt
190 S. LaSalle Street
Chicago, IL 60603



SPECIAL WARRANTY DEED

THIS AGREEMENT, made this 9th day of May, 2000, between Urban Growth Property Limited Partnership, a Delaware limited partnership ("Grantor") and UGP-Tower, LLC, a Delaware limited liability company ("Grantee"). Witnesseth, that Grantor, for and in consideration of the sum of \$10.00 Dollars and other good and valuable consideration in hand paid by the Grantee, the receipt whereof is hereby acknowledged, by these presents does REMISE, RELEASE, ALIEN AND CONVEY unto the Grantee, and to its heirs and assigns, forever, Grantor's entire 78% interest in and to the real estate described on Exhibit A hereto.

Together with all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim or demand whatsoever, of the Grantor, either in law or equity, of, in and to the above described premises, with the hereditaments and appurtenances: TO HAVE AND TO HOLD the said premises as above described, with the appurtenances, unto the Grantee, its heirs and assigns forever.

And the Grantor, for itself, and its successors, does covenant, promise and agree, to and with the Grantee, its heirs and assigns, that it has not done or suffered to be done, anything whereby the said premises hereby granted are, or may be, in any manner incumbered or charged, except as herein recited; and that the said premises against all persons lawfully claiming, or to claim the same, by, through or under it, it WILL WARRANT AND DEFEND.

Exempt under provisions of Paragraph E, Section 4,
Cook County Transfer Tax Ordinance.

May 9, 2000
Date

Michael Kaplan
Buyer, Seller or Representative

UNOFFICIAL COPY 00371378

IN WITNESS WHEREOF, Grantor has caused its corporate seal to be affixed, and caused its name to be signed to these presents by its Vice President, the day and year first above written.

URBAN GROWTH PROPERTY LIMITED
PARTNERSHIP, a Delaware limited partnership

By: Urban Growth Property Trust, a Maryland real estate investment trust, General Partner

By: Chas. J. Murphy
Name: Charles J. Murphy
Title: Vice President

Property of Cook County Clerk's Office

UNOFFICIAL COPY

00371378

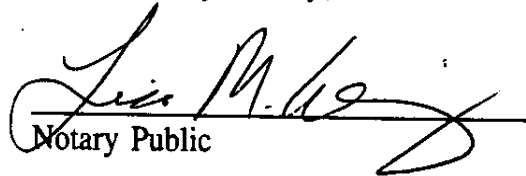
STATE OF Illinois)

COUNTY OF Cook)

SS

I Lisa M. Alaniz, notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Charles J. Murphy, personally known to be the Vice President of the Urban Growth Property Trust, general partner of Urban Growth Property Limited Partnership, 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 he/she signed and delivered the said instrument as his/her free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under my hand and official seal this 11th day of May, 2000.


Notary Public

My commission expires:

12/17/2001

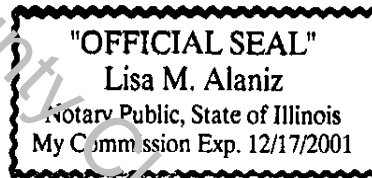


EXHIBIT A

Parcel 1:

Lot 2 (except the North 77.00 feet 9 inches thereof) in the Subdivision of the West ½ of Block 91 in School Section Addition to Chicago in Section 16, Township 39 North, Range 14, East of the Third Principal Meridian, in Cook County, Illinois.

Parcel 2:

The North ½ of private alley lying South and adjoining Lot 2 (except the North 77.00 feet 9 inches thereof) in the subdivision of the West ½ of Block 91 in School Section Addition to Chicago in Section 16, Township 39 North, Range 14, East of the Third Principal Meridian, in Cook County, Illinois.

Parcel 3:

Lots 3, 4, 5, 6, 7, 8 and 9, all inclusive, in the subdivision of the West ½ of Block 91 in School Section Addition to Chicago, according to the plat thereof recorded April 10, 1869, in Book 168 of plats, Page 190, in Section 16, Township 39 North, Range 14, East of the Third Principal Meridian, in Cook County, Illinois.

Parcel 4:

That part of the South half of the private alley South of and adjoining Lot 2 and North of and adjoining Lots 3, 4, 5, 6, 7, 8 and 9, all inclusive, in the subdivision of the West ½ of Block 91 in School Section Addition to Chicago, according to the plat thereof recorded April 10, 1896, in Book 168 of Plats, Page 190, in Section 16, Township 39 North, Range 14, East of the Third Principal Meridian, in Cook County, Illinois, which lies North of said adjoining Lots 3, 4, 5, 6, 7, 8 and 9 aforesaid, in Cook County, Illinois.

PIN: 17-16-228-003
17-16-228-004
17-16-228-005
17-16-228-016
17-16-228-017

Common Address: 323-337 S. Franklin, Chicago, Illinois

STATEMENT BY GRANTOR AND GRANTEE
UNOFFICIAL COPY

00371378

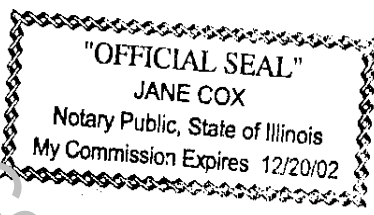
The grantor or his agent affirms that, to the best of his knowledge, the name of the grantee shown on the deed or assignment of beneficial interest in a land trust is either a natural person, an Illinois corporation or foreign corporation authorized to do business or acquire and hold title to real estate in Illinois, a partnership authorized to do business or acquire and hold title to real estate in Illinois, or other entity recognized as a person and authorized to do business or acquire and hold title to real estate under the laws of the State of Illinois.

Dated May 20, 19 2000 Signature: [Signature]
Grantor or Agent

Subscribed and sworn to before me by the
said GRANTOR
this 20th day of MAY

2000

[Signature]
Notary Public



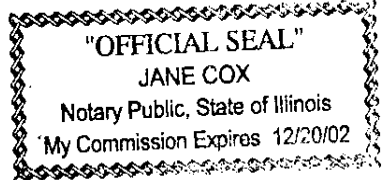
The grantee or his agent affirms and verifies that the name of the grantee shown on the deed or assignment of beneficial interest in a land trust is either a natural person, an Illinois corporation or foreign corporation authorized to do business or acquire and hold title to real estate in Illinois, a partnership authorized to do business or acquire and hold title to real estate in Illinois, or other entity recognized as a person and authorized to do business or acquire and hold title to real estate under the laws of the State of Illinois.

Dated May 20, 19 2000 Signature: [Signature]
Grantee or Agent

Subscribed and sworn to before me by the
said GRANTEE
this 20th day of MAY

2000

[Signature]
Notary Public



NOTE: Any person who knowingly submits a false statement concerning the identity of a grantee shall be guilty of a Class C misdemeanor for the first offense and of a Class A misdemeanor for subsequent offenses.

[Attach to deed or ABI to be recorded in Cook County, Illinois, if exempt under provisions of Section 4 of the Illinois Real Estate Transfer Tax Act.]