



Eugene "Gene" Moore Fee: \$46.00
Cook County Recorder of Deeds
Date: 05/23/2003 08:27 AM Pg: 1 of 12

8679 9502027

This instrument was prepared by
and upon recording should be returned to:

Patrick G. Moran, Esq.
Sonnenschein Nath & Rosenthal
8000 Sears Tower
Chicago, Illinois 60606

MEMORANDUM OF OPTION AGREEMENTS

THIS MEMORANDUM OF OPTION AGREEMENTS, made as of the 21st day of March, 2003, by and between JOHN BUCK 111 WACKER LLC, a Delaware limited liability company, JOHN O'DONNELL 111 WACKER LLC, a Delaware limited liability company, WILLIAM MOODY 111 WACKER LLC, a Delaware limited liability company and ROBERT CHODOS 111 WACKER LLC, a Delaware limited liability company, as tenants-in-common (individually, a "Landowner" and collectively "Landowners") and 111 SOUTH WACKER VENTURE LLC, a Delaware limited liability company ("111").

W I T N E S S E T H:

1. By four (4) Option Agreements dated of even date herewith between each Landowner and 111 (the "Option Agreements") each Landowner has granted to 111 an option whereby, at 111's election, such Landowner will sell or contribute to 111, and 111 will purchase or accept as a contribution from such Landowner, such Landowner's undivided interest as a tenant-in-common in that certain parcel of land legally described on Exhibit A attached hereto and made a part hereof upon the terms, provisions, covenants and conditions set forth in the Option Agreements.

2. This Memorandum of Option Agreements is being executed and recorded in order to give notice of the existence of the Option Agreements and the rights and options described above.

3. The Option Agreements are the full agreements between the parties. The provisions of this Memorandum of Option Agreements are subject in all respects to the provisions of the Option Agreements, to which reference must be made in connection with any matters affecting this Memorandum of Option Agreements or any part of the property affected by the Option Agreements. All of the terms and conditions of the Option Agreements are incorporated herein by reference to the same extent as if set forth herein at length. In the event of any conflict between the provisions of this Memorandum of Option Agreements and the provisions of the Option Agreements, the provisions of the Option Agreements shall control, it being the intent of the parties that this Memorandum of Option Agreements shall not alter or vary the terms of the agreement between the parties as set out in the Option Agreements.

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BUY 335-671

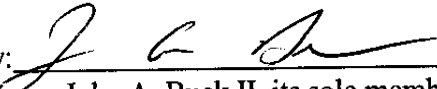
UNOFFICIAL COPY

IN WITNESS WHEREOF, the parties have caused this Memorandum of Option Agreements to be executed on the date first above written.

LANDOWNERS:

JOHN BUCK 111 WACKER LLC, a Delaware limited liability company

By: John Buck UBS Tower LLC, an Illinois limited liability company, its sole member

By: 
Name: John A. Buck II, its sole member

JOHN O'DONNELL 111 WACKER LLC, a Delaware limited liability company

By: John O'Donnell UBS Tower LLC, an Illinois limited liability company, its sole member

By: O'Donnell Family LLC, an Illinois limited liability company, its sole member

By: _____
Name: John Q. O'Donnell, its managing member

WILLIAM MOODY 111 WACKER LLC, a Delaware limited liability company

By: William Moody UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: William Moody, its sole member

ROBERT CHODOS 111 WACKER LLC, a Delaware limited liability company

By: Robert Chodos UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: Robert Chodos, its sole member

Property of Cook County Clerk's Office

UNOFFICIAL COPY

IN WITNESS WHEREOF, the parties have caused this Memorandum of Option Agreements to be executed on the date first above written.

LANDOWNERS:

JOHN BUCK 111 WACKER LLC, a Delaware limited liability company

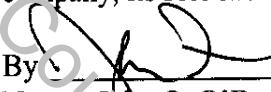
By: John Buck UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: John A. Buck II, its sole member

JOHN O'DONNELL 111 WACKER LLC, a Delaware limited liability company

By: John O'Donnell UBS Tower LLC, an Illinois limited liability company, its sole member

By: O'Donnell Family LLC, an Illinois limited liability company, its sole member

By:  _____
Name: John Q. O'Donnell, its managing member

WILLIAM MOODY 111 WACKER LLC, a Delaware limited liability company

By: William Moody UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: William Moody, its sole member

ROBERT CHODOS 111 WACKER LLC, a Delaware limited liability company

By: Robert Chodos UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: Robert Chodos, its sole member

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JOHN BUCK 111 WACKER LLC, a Delaware limited liability company

By: John Buck UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: John A. Buck II, its sole member

JOHN O'DONNELL 111 WACKER LLC, a Delaware limited liability company

By: John O'Donnell UBS Tower LLC, an Illinois limited liability company, its sole member

By: O'Donnell Family LLC, an Illinois limited liability company, its sole member

By: _____
Name: John Q. O'Donnell, its managing member

WILLIAM MOODY 111 WACKER LLC, a Delaware limited liability company

By: William Moody UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: William Moody, its sole member

ROBERT CHODOS 111 WACKER LLC, a Delaware limited liability company

By: Robert Chodos UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: Robert Chodos, its sole member

Property of Cook County Clerk's Office

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IN WITNESS WHEREOF, the parties have caused this Memorandum of Option Agreements to be executed on the date first above written.

LANDOWNERS:

JOHN BUCK 111 WACKER LLC, a Delaware limited liability company

By: John Buck UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: John A. Buck II, its sole member

JOHN O'DONNELL 111 WACKER LLC, a Delaware limited liability company

By: John O'Donnell UBS Tower LLC, an Illinois limited liability company, its sole member

By: O'Donnell Family LLC, an Illinois limited liability company, its sole member

By: _____
Name: John Q. O'Donnell, its managing member

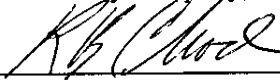
WILLIAM MOODY 111 WACKER LLC, a Delaware limited liability company

By: William Moody UBS Tower LLC, an Illinois limited liability company, its sole member

By: _____
Name: William Moody, its sole member

ROBERT CHODOS 111 WACKER LLC, a Delaware limited liability company

By: Robert Chodos UBS Tower LLC, an Illinois limited liability company, its sole member

By:  _____
Name: Robert Chodos, its sole member

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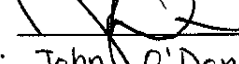
111:

111 SOUTH WACKER VENTURE LLC, a Delaware limited liability company

By: 111 VENTURE HOLDINGS LLC, a Delaware limited liability company, its Sole Member

By: JBC Acquisition & Development Fund I, L.P.
a Delaware limited partnership, a managing member

By: Buck Investors I, LLC, a Delaware limited liability company, its general partner

By: 
Name: John O'Donnell
Title: Co-Manager

And By:

JBC Opportunity Fund II, L.P., a Delaware limited partnership, a managing member

By: Buck Investors II, LLC, a Delaware limited liability company, its general partner

By: _____
Name: _____
Title: _____

Property of Cook County Clerk's Office

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111:

111 SOUTH WACKER VENTURE LLC, a Delaware limited liability company

By: 111 VENTURE HOLDINGS LLC, a Delaware limited liability company, its Sole Member

By: JBC Acquisition & Development Fund I, L.P. a Delaware limited partnership, a managing member

By: Buck Investors I, LLC, a Delaware limited liability company, its general partner

By: _____
Name: _____
Title: _____

And By:

JBC Opportunity Fund II, L.P., a Delaware limited partnership, a managing member

By: Buck Investors II, LLC, a Delaware limited liability company, its general partner

By: Kent A. Swanson
Name: Kent A. Swanson
Title: Authorized Signatory

Property of Cook County Clerk's Office

UNOFFICIAL COPY

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, DYMPNA REGAN, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that John A. Buck II, sole member of John Buck UBS Tower LLC, an Illinois limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such sole member, 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 said limited liability company for itself and on behalf of John Buck 111 Wacker LLC, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 20th day of March, 2003.

Dympna Regan

My Commission Expires:

2-18-04

NOTARIAL SEAL
DYMPNA REGAN
Notary Public, State of Illinois
My Commission Expires 02/18/04

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, DYMPNA REGAN, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that John Q. O'Donnell, as managing member of O'Donnell Family LLC, which is the sole member of John O'Donnell UBS Tower LLC, an Illinois limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such sole member, 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 said limited liability company for itself and on behalf of John O'Donnell UBS Tower LLC and John O'Donnell 111 Wacker LLC, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 20th day of March, 2003.

Dympna Regan

My Commission Expires:

2-18-04

NOTARIAL SEAL
DYMPNA REGAN
Notary Public, State of Illinois
My Commission Expires 02/18/04

UNOFFICIAL COPY

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, DYMPNA REGAN, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Robert Chodos, sole member of Robert Chodos UBS Tower LLC, an Illinois limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such sole member, 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 said limited liability company for itself and on behalf of Robert Chodos 111 Wacker LLC, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 20th day of MARCH 2003.

Dympna Regan

My Commission Expires:

2-18-04

NOTARIAL SEAL
DYMPNA REGAN
Notary Public, State of Illinois
Commission Expires 2/18/04

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, DYMPNA REGAN, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that William Moody, sole member of William Moody UBS Tower LLC, an Illinois limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such sole member, 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 said limited liability company for itself and on behalf of William Moody 111 Wacker LLC, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 20th day of MARCH 2003.

Dympna Regan

My Commission Expires:

2-18-04

NOTARIAL SEAL
DYMPNA REGAN
Notary Public, State of Illinois
Commission Expires 2/18/04

UNOFFICIAL COPY

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

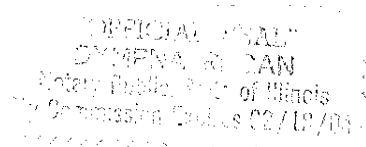
I, DYMPNA REGAN, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that John O'Donnell as Co-Manager of Buck Investors I L.L.C., the general partner of JBC Acquisition & Development Fund I, L.P., as the Co-Managing Member of 111 Venture Holdings LLC, as the sole member of 111 South Wacker Venture LLC, a Delaware limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Co-MANAGER, 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 said limited liability company, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 20TH day of MARCH, 2003.

Dympna Regan

My Commission Expires:

2-18-04



STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, DYMPNA REGAN, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Kent Swanson as authorized agent of Buck Investors II, L.L.C., the general partner of JBC Opportunity Fund I, L.P., the Co-Managing Member of 111 Venture Holdings LLC, as the sole member of 111 South Wacker Venture LLC, a Delaware limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Authorized Agent, 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 said limited liability company, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 20TH day of MARCH, 2003.

Dympna Regan

My Commission Expires:

2-18-04



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EXHIBIT A

PARCEL 1:

LOTS 1, 2 AND 5 (EXCEPT THE NORTH 1 FOOT OF LOT 5) IN OGDEN'S SUBDIVISION OF LOT 1 IN BLOCK 82 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:

LOTS A AND B IN J.V. FARWELL JR. RESUBDIVISION OF LOTS 3, 4 AND 6 AND THE NORTH 1 FOOT OF LOT 5, TOGETHER WITH THE VACATE ALLEY BETWEEN SAID LOTS 4 AND 6 AND EAST OF SAID LOTS 3 AND 6 IN OGDEN'S SUBDIVISION OF LOT 1 IN BLOCK 82 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:

LOT 2 (EXCEPT THE EAST 18 FEET THEREOF) IN BLOCK 82 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 4:

THE SOUTH ½ OF MONROE STREET NORTH OF AND ADJACENT TO THE FOLLOWING DESCRIBED PROPERTY: LOT 1 IN OGDEN'S SUBDIVISION OF LOT 1 OF BLOCK 82 IN SCHOOL SECTION ADDITION TO CHICAGO, AND LOT 2 (EXCEPT THE EAST 18 FEET THEREOF) IN BLOCK 82 IN SCHOOL SECTION ADDITION TO CHICAGO ALL IN SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN IN COOK COUNTY, ILLINOIS

PARCEL 5:

EASEMENT FOR THE BENEFIT OF PARCELS 1 THROUGH 4 AS CREATED BY THE ENCROACHMENT AND CONSTRUCTION EASEMENT AGREEMENT RECORDED JANUARY 6, 2003 AS DOCUMENT 0030023092 FOR THE PURPOSE OF INSTALLING, MAINTAINING, CLEANING, REPAIRING AND RESTORING BAY WINDOWS, FINS, PANELS AND OTHER PERMANENT PROJECTIONS FROM THE NEW BUILDING LOCATED ON LAND AND FOR THE PURPOSE OF ACCESS FOR CLEANING, MAINTAINING, REPAIRING AND RESTORING OF OTHER PORTIONS OF SUCH NEW BUILDING OR SUBSEQUENT BUILDINGS; FOR THE PURPOSE OF INSTALLING, MAINTAINING, REPAIRING AND RESTORING FOUNDATIONS AND CAISSONS FOR THE SUPPORT OF THE NEW BUILDING; FOR INGRESS AND EGRESS OVER, ACROSS AND THROUGH THE "MONROE <BLDG", LOCATED EAST AND ADJOINING LAND, TO AND FROM THE ROOFTOP EASEMENT AREA FOR THE PURPOSE OF INSTALLING, MAINTAINING, REPAIRING AND RESTORING SUCH ASSEMBLIES AND RELATED IMPROVEMENTS AS MAY BE DEEMED NECESSARY; AND A TEMPORARY, NON-EXCLUSIVE EASEMENT FOR THE PURPOSE OF CONSTRUCTING AND EQUIPING THE <NEW BUILDING, THE USE OF THE ALLEY EASEMENT AREA AS A STAGING AREA FOR TRUCKS AND EQUIPMENT AND ANY OTHER RELATED PURPOSES FOR THE CONSTRUCTION OF IMPROVEMENTS ON LAND.

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PARCEL 6:

EASEMENT FOR THE BENEFIT OF PARCELS 1 THROUGH 4 FOR LIGHT AND AIR AND UNOBSTRUCTED VIEW FOR A TERM ENDING ON THE EARLIER OF: A) THE INITIAL EXPIRATION DATE DEFINED IN THE OFFICE LEASE, OR B) THE DATE ON WHICH THE OFFICE LEASE TERMINATES, OVER AND ACROSS THE PROPERTY EAST AND ADJOINING AS CREATED BY THE EASEMENT AGREEMENT RECORDED OCTOBER 16, 2002 AS DOCUMENT 0021135113

TOTAL AREA – 37,968 SQUARE FEET (INCLUDING 5,400 SQUARE FEET IN W. MONROE STREET)

Permanent Index Numbers: 17-16-208-001, 17-16-208-002, 17-16-208-003, 17-16-208-018

Common Address: 111 South Wacker Drive
Chicago, Illinois 60606