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Eugene "Gene" Moore Fee: \$34.00
Cook County Recorder of Deeds
Date: 07/01/2003 09:11 AM Pg: 1 of 6

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] JULIE A. WRASE, (612) 607-7000
B. SEND ACKNOWLEDGMENT TO: (Name and Address) JULIE A. WRASE OPPENHEIMER WOLFF & DONNELLY LLP PLAZA VII, SUITE 3300 45 SOUTH SEVENTH STREET MINNEAPOLIS, MINNESOTA 55402-1609

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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3084951
CT1

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only <u>one</u> debtor name (1a or 1b) - do not abbreviate or combine names					
1a. ORGANIZATION'S NAME OAK LAWN ASSOCIATES, L.P.					
OR					
1b. INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME	
				SUFFIX	
1c. MAILING ADDRESS 230 SOUTH BROAD STREET, MEZZANINE					
CITY PHILADELPHIA		STATE PA		POSTAL CODE 19102	
				COUNTRY USA	
1d. TAX ID#: SSN OR EIN		ADD'L INFO RE ORGANIZATION DEBTOR		1e. TYPE OF ORGANIZATION	
				LTD. PARTNERSHIP	
		1f. JURISDICTION OF ORGANIZATION NEW YORK		1g. ORGANIZATIONAL ID#, if any <input checked="" type="checkbox"/> NONE	
2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only <u>one</u> 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 <input type="checkbox"/> NONE	
3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only <u>one</u> secured party name (3a or 3b)					
3a. ORGANIZATION'S NAME AMERICAN EXPRESS CERTIFICATE COMPANY					
OR					
3b. INDIVIDUAL'S LAST NAME		FIRST NAME		MIDDLE NAME	
				SUFFIX	
3c. MAILING ADDRESS 25540 AXP FINANCIAL CENTER					
CITY MINNEAPOLIS		STATE MN		POSTAL CODE 55474	
				COUNTRY USA	
4. This FINANCING STATEMENT covers the following collateral:					

SEE EXHIBITS "A" AND "B" ATTACHED HERETO AND MADE A PART HEREOF.

5. ALTERNATIVE DESIGNATION [if applicable]: <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOR <input type="checkbox"/> SELLER/BUYER <input type="checkbox"/> AG. LIEN <input type="checkbox"/> NON-UCC FILING					
6. <input checked="" type="checkbox"/> 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) [ADDITIONAL FEE] [optional] <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2		
8. OPTIONAL FILER REFERENCE DATA					

OWD FILE NO. 3407/926 LOAN NO. 121047317

COUNTY

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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				
OR OAK LAWN ASSOCIATES, L.P.				
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 <u>one</u> 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	ADDL INFO RE ORGANIZATION DEBTOR	11a. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE
12. <input type="checkbox"/> ADDITIONAL SECURED PARTY'S or <input type="checkbox"/> ASSIGNOR S/P'S NAME – insert only <u>one</u> 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 <input type="checkbox"/> timber to be cut or <input type="checkbox"/> as-extracted collateral, or is filed as a <input checked="" type="checkbox"/> fixture filing.		16. Additional collateral description:		
14. Description of real estate:				
15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):				
17. Check <u>only</u> if applicable and check <u>only</u> one box.				
Debtor is a <input type="checkbox"/> Trust or <input type="checkbox"/> Trustee acting with respect to property held in trust or <input type="checkbox"/> Decedent's Estate				
18. Check <u>only</u> if applicable and check <u>only</u> one box.				
<input type="checkbox"/> Debtor is a TRANSMITTING UTILITY				
<input type="checkbox"/> Filed in connection with a Manufactured-Home Transaction—effective 30 years				
<input type="checkbox"/> Filed in connection with a Public-Finance Transaction—effective 30 years				

THE STANDARD BANK AND TRUST
COMPANY, AS TRUSTEE
c/o W&K SALES OF ILLINOIS
P.O. BOX 565
OAK LAWN, ILLINOIS 60454
ATTN: GEORGE E. WIEGEL, JR.

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OAK LAWN ASSOCIATES, L.P.

EXHIBIT "A"

4. This financing statement covers the following types (or items) of property:

All of Debtor's buildings, equipment, fixtures, improvements, building supplies and materials and personal property owned by Debtor now or hereafter acquired by Debtor, now or hereafter attached to, located in, placed in or necessary to the use and operation of the improvements on the real property described in Exhibit "B" attached hereto (the "Real Property") including, but without being limited to, all machinery, fittings, fixtures, apparatus, equipment or articles used to supply heating, gas, electricity, air conditioning, water, light, waste disposal, power, refrigeration, ventilation, and fire and sprinkler protection, as well as all elevators, escalators, overhead cranes, hoists and assists, and the like, and all furnishings, supplies, draperies, maintenance and repair equipment, window and structural cleaning rigs and equipment, floor coverings, appliances, screens, storm windows, blinds, awnings, shrubbery and plants (it being understood that the enumeration of specific articles of property shall in no way be held to exclude items of property not specifically enumerated), as well as renewals, replacements, proceeds, additions, accessories, increases, parts, fittings, insurance payments, awards and substitutes thereof, together with all interest of the Debtor in any such items hereafter acquired, and all personal property which by the terms of any lease shall become the property of Debtor at the termination of such lease, all of which personal property mentioned herein shall be deemed fixtures and accessory to the freehold and a part of the realty and not severable in whole or in part without material injury to the Real Property, but excluding therefrom the removable personal property owned by tenants in the Real Property; and

All rents, issues, income, revenue, receipts, fees, and profits now due or which may hereafter become due under or by virtue of and together with all right, title and interest of the Debtor in and to any lease, license, sublease, contract or other kind of occupancy agreement, whether written or verbal, for the use or occupancy of the Real Property or any part thereof, together with all security therefor and all monies payable thereunder, including, without limitation, tenant security deposits, and all books and records which contain information pertaining to payments made thereunder and security therefor, subject, however, to the conditional permission given to Debtor to collect the rents, income and other normal income benefits arising under any agreements; and

All right, title and interest of Debtor in and to any and all contracts for sale and purchase of all or any part of the property described herein, and any down payments, earnest money, deposits or other sums paid or deposited in connection therewith; and

All awards, compensation or settlement proceeds made by any governmental or other lawful authorities for the threatened or actual taking or damaging by eminent domain of the whole or any part of the Real Property, including any awards for a temporary taking, change of grade of streets or taking of access, together with all insurance proceeds resulting from a casualty to any portion of the Real Property; all rights and interests of Debtor against others, including adjoining property owners, arising out of damage to the property, including damage due to environmental injury or release of hazardous substances; and

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All right, title and interest of the Debtor in and to any licenses, permits, regulatory approvals, government authorizations, franchise agreements and equipment or chattel leases, service contracts or agreements, tradenames, any and all other intangibles, including general intangibles, and all proceeds therefrom, arising from, issued in connection with or in any way related to the use, occupancy, operation, maintenance or security of the Real Property, together with all replacements, additions, substitutions and renewals thereof, which may be assigned pursuant to agreement or law; and

All sale proceeds, refinancing proceeds or other proceeds, including deposits and down payments derived from or relating to the property described above.

SEE EXHIBIT "B" FOR LEGAL DESCRIPTION OF REAL PROPERTY.

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EXHIBIT "B"
LEGAL DESCRIPTION

PARCEL 1:

THAT PART OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 3, TOWNSHIP 37 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF THE SOUTH LINE OF THE NORTH 468.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION 3 WITH THE WEST LINE OF CRAWFORD AVENUE PER DOCUMENT NO. 19207514 BEING A LINE 50.00 FEET WEST OF AND PARALLEL WITH THE EAST LINE OF THE SOUTHEAST 1/4 OF SAID SECTION, THENCE SOUTH 00 DEGREES 14 MINUTES 10 SECONDS EAST ALONG SAID WEST LINE OF CRAWFORD AVENUE, 747.288 FEET TO THE POINT OF TANGENCY WITH THE ARC OF A CIRCLE OF 75.00 FEET RADIUS, CONVEX SOUTHEASTERLY, WHOSE CHORD BEARS SOUTH 44 DEGREES 52 MINUTES 55 SECONDS WEST, AND WHOSE TANGENTS ARE THE AFORESAID WEST LINE OF CRAWFORD AVENUE AND THE NORTH LINE OF 95TH STREET PER EASEMENT DOCUMENT NO. 10858729, BEING A LINE 50.00 FEET NORTH OF AND PARALLEL WITH THE SOUTH LINE OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE SOUTHWESTERLY 118.12 FEET ALONG THE AFORESAID ARC TO THE POINT OF TANGENCY WITH THE AFORESAID NORTH LINE OF 95TH STREET; THENCE WEST, ALONG SAID NORTH LINE, 256.69 FEET TO THE WEST LINE OF THE EAST 382.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE NORTH 00 DEGREES 14 MINUTES 10 SECONDS WEST, ALONG SAID WEST LINE, 400.00 FEET TO THE NORTH LINE OF THE SOUTH 450.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE WEST ALONG SAID NORTH LINE, 312.00 FEET TO THE WEST LINE OF THE EAST 694.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE SOUTH 00 DEGREES 14 MINUTES 10 SECONDS EAST, ALONG SAID WEST LINE, 400.00 FEET TO THE AFORESAID NORTH LINE OF 95TH STREET; THENCE WEST ALONG SAID NORTH LINE, 300.00 FEET TO THE WEST LINE OF THE EAST 994.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE NORTH 00 DEGREES 14 MINUTES 10 SECONDS WEST, ALONG SAID WEST LINE, 400.00 FEET TO THE NORTH LINE OF THE SOUTH 450.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE WEST, ALONG SAID NORTH LINE, 92.075 FEET TO THE EAST LINE OF THE WEST 241.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE NORTH 00 DEGREES 12 MINUTES 27 SECONDS WEST, ALONG SAID EAST LINE, 220.00 FEET; THENCE NORTH 44 DEGREES 37 MINUTES 06 SECONDS EAST, 70.926 FEET TO THE EAST LINE OF THE WEST 291.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE NORTH 00 DEGREES 12 MINUTES 27 SECONDS WEST, ALONG SAID EAST LINE, 150.00 FEET TO THE SOUTH LINE OF THE AFORESAID NORTH 468.00 FEET OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION; THENCE NORTH 89 DEGREES 52 MINUTES 39 SECONDS EAST, ALONG SAID SOUTH LINE, 985.859 FEET TO THE HEREINABOVE DESIGNATED POINT OF BEGINNING, ALL IN COOK COUNTY, ILLINOIS.

PARCEL 2:

PERPETUAL, NON-EXCLUSIVE EASEMENTS FOR ACCESS, PARKING AND STORM WATER DRAINAGE FOR THE BENEFIT OF PARCEL 1 AS SET FORTH AND DEFINED IN CROSS ACCESS EASEMENT AGREEMENT MADE BY AND BETWEEN HOME DEPOT U.S.A., INC., OAK LAWN ASSOCIATES, L.P. THE STANDARD BANK AND TRUST COMPANY, AS TRUSTEE UNDER TRUST NUMBER 1227, 95TH & PULASKI, L.L.C., JEWEL FOOD STORES, INC., JACK THOMPSON OLDSMOBILE, INC., AND VILLAGE OF OAK LAWN DATED JUNE 13, 2002 AND RECORDED JUNE 14, 2002 AS DOCUMENT NUMBER 0020669293.

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OAK LAWN ASSOCIATES, L.P.

EXHIBIT "B" (Cont'd)

PARCEL 3:

PERPETUAL, NON-EXCLUSIVE EASEMENTS FOR ACCESS, UTILITIES AND PARKING FOR THE BENEFIT OF PARCEL 1 AS SET FORTH AND DEFINED IN EASEMENT AGREEMENT MADE BY AND BETWEEN THE STANDARD BANK AND TRUST COMPANY, AS TRUSTEE UNDER TRUST NUMBER 1227, OAK LAWN ASSOCIATES, L.P., HOME DEPOT U.S.A., INC., JEWEL FOOD STORES, INC., AND FIFTH THIRD BANK AS TRUSTEE UNDER TRUST NUMBER 11333 DATED JUNE 13, 2002 AND RECORDED JUNE 14, 2002 AS DOCUMENT NUMBER 0020660288.

Permanent Index Numbers: 24-03-400-023-0000
24-03-400-024-0000
24-03-400-025-0000

Address of Property: 4050 W. 95th Street, Oak Lawn, Illinois
9424 S. Pulaski Road, Oak Lawn, Illinois

Property of Cook County Clerk's Office