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Eugene "Gene" Moore Fee: \$30.50
Cook County Recorder of Deeds
Date: 07/18/2003 12:08 PM Pg: 1 of 4

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
B. STEWART **AFS#5201642136-91**

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Lexis Document Solutions &
 Corporation Service Company
 135 South LaSalle St. Ste. 2260
 Chicago, Il 60603

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #
99045170 01/14/1999 COOK COUNTY-IL

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the
 REAL ESTATE RECORDS.

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This amendment affects Debtor or Secured Party of record. Check only one of these two boxes.
 Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.
 CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.
 DELETE name: Give record name to be deleted in item 6a or 6b.
 ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

LAKESHORE ATHLETIC CLUB ILLINOIS CENTER, L.P.

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING

CITY	STATE	POSTAL CODE	COUNTRY
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7d. TAX ID #: SSN OR EIN

ADD'L INFO RE ORGANIZATION DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME
BANK ONE, NA SUCCESSOR TO AMERICAN NATIONAL BANK & TRUST CO. OF CHICAGO

OR

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA
COOK COUNTY-IL AFS#5201642136-91 LAATCLIL-BLKT-675600

1794714-7I

**EXHIBIT A
TO
UCC FINANCING STATEMENT**

Debtor:
Lakeshore Athletic Club
Illinois Center, L.P.
211 North Stetson
Chicago, Illinois 60601

Secured Party:
American National Bank and
Trust Company of Chicago
120 South LaSalle Street
Chicago, Illinois 60603

Collateral Description

All of each Borrower's now existing and owned and hereafter arising and acquired: (a) accounts (including, without limitation, all accounts receivable), chattel paper, contract rights, leases and rental income thereunder, leasehold interests, letters of credit, instruments and documents ("Accounts"), and all goods, the sale, lease or other disposition of which by any Borrower have given rise to Accounts and have been returned to or repossessed or stopped in transit by any Borrower; (b) all patents, copyrights and trademarks, and all applications for and registrations of the foregoing, all franchise rights, tradenames, goodwill, beneficial interests, rights to tax refunds and all other general intangibles of any kind or nature whatsoever ("General Intangibles"); (c) all inventory of each Borrower, wherever located, whether in transit, held by others for any Borrower's account, covered by warehouse receipts, purchase orders and contracts, or in the possession of any carriers, forwarding agents, truckers, warehousemen, vendors or other Persons, including, without limitation, all raw materials, work in process, finished merchandise, supplies, goods, incidentals, office supplies and packaging materials ("Inventory"); (d) goods (other than Inventory), machinery, equipment, vehicles, appliances, furniture, furnishings and fixtures ("Equipment"); (e) monies, reserves, deposits, certificates of deposit and deposit accounts and interest or dividends thereon, securities, cash, cash equivalents and other property now or at any time or times hereafter in the possession or under the control of Bank or its bailee; (f) all books, records, computer records, ledger cards, programs and other computer materials, customer and supplier lists, invoices, orders and other property and general intangibles at any time evidencing or relating to the Collateral ("Records"); (g) all accessions to any of the Collateral and all substitutions, renewals, improvements and replacements of and additions thereto; (h) all other property of each Borrower, real and/or personal, in which any Borrower heretofore, now and from time to time hereafter has granted or grants to Bank a security interest, assignment, lien, claim or other encumbrance; and (i) all products and proceeds of the foregoing (whether such proceeds are in the form of cash, cash equivalents, proceeds of insurance policies, Accounts, General Intangibles, Inventory, Equipment, Records or otherwise).

EXHIBIT "B" TO UCC FINANCING STATEMENT**LEGAL DESCRIPTION****PARCEL 1**

That part of the land lying East of and adjoining Fort Dearborn Addition to Chicago, being the whole of the South West Fractional 1/4 of Section 10, Township 39 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois, bounded and described as follows

Beginning at the point of intersection of the East line of North Stetson Avenue, 74 00 feet wide, as said North Stetson was dedicated by instrument recorded in the Recorder's Office of said Cook County on the 26th day of March 1984 as Document Number 27018355 with the North line of East Lake Street as said East Lake Street was dedicated by instrument recorded in said Recorder's Office on the 26th day of March, 1984 as Document Number 27018354, and running thence North along the East line of North Stetson Avenue (said East line being perpendicular to said North line of East Lake Street), a distance of 175 542 feet, thence East along a line perpendicular to said East line of North Stetson Avenue, a distance of 125 00 feet, thence South along a line parallel with said East line of North Stetson Avenue, a distance of 175 542 feet to an intersection with said North line of East Lake Street, thence West along said North line of East Lake Street, a distance of 125 00 feet to the point of beginning, in Cook County, Illinois

PARCEL 2

Easement for pedestrian ingress and egress for the benefit of Parcel 1 as created by Deed recorded as Document 26751440, over the land described as follows

Property and space lying above the upper limits of East Lake Street (as said East Lake Street was dedicated to the City of Chicago by instrument recorded in said Recorder's Office on the 26th day of March, 1984 as Document Number 27018354) and lying within the boundaries, projected vertically, of that part of East Lake Street described as follows

Beginning at point of intersection of the East line of North Stetson Avenue, 74 00 feet wide, as said North Stetson Avenue was dedicated and conveyed to the City of Chicago by instrument recorded in said Recorder's Office on the 26th day of March, 1984, as Document Number 27018355, with the Center line of said East Lake Street, and running thence East along said center line of East Lake Street (said center line being perpendicular to said East line of North Stetson Avenue), a distance of 40 50 feet, thence North along a line parallel with the East line of North Stetson Avenue, a distance of 37.00 feet to an intersection with the North line of said East Lake Street, thence West along said North line of East Lake Street, a distance of 26 50 feet, thence South along a line parallel with said East line of North Stetson Avenue, a distance of 23 00 feet, thence West along a line perpendicular to the last described line, a distance of

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14 00 feet to an intersection with said East line of North Stetson Avenue, thence South along said East line of North Stetson Avenue, a distance of 14 00 feet to the point of beginning, all in the South West Fractional 1/4 of Section 10, Township 39 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois

PARCEL 3

Non-exclusive easement for the benefit of Parcel 1 as created in the stairway and vestibule easement agreement made by and between GO ACIC Associates Limited Partnership, an Illinois limited partnership and American National Bank and Trust Company of Chicago, as Trustee under Trust Agreement dated July 17, 1985 and known as Trust Number 64971, dated October 1, 1994 and recorded November 29, 1994 as Document 04002367 to use, maintain and repair the vestibule area as defined therein on Exhibit "C" as the "Vestibule Area"

P I N No 17-10-316-024-0000

COMMON ADDRESS 211 North Stetson
Chicago, Illinois