



Prepared by and after recording return to:
Lawrence M. Benjamin
Neal Gerber & Eisenberg, LLC
2 N. LaSalle Suite 2100
Chicago, Illinois 60602

Doc#: 0327339143
Eugene "Gene" Moore Fee: \$40.00
Cook County Recorder of Deeds
Date: 09/30/2003 03:30 PM Pg: 1 of 9

(The Above Space for Recorders Use Only)

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED is made as of the 30 day of September, 2003, by INGRE - 600 NMA, L.L.C., A Delaware limited liability company, (the "Grantor") having an address of c/o Clarion Realty Services, 209 South LaSalle Street, Suite 403, Chicago, Illinois 60604, to NNI - 600 NMA, L.P., a Delaware limited partnership, (the "Grantee") having an address of c/o Clarion Realty Services, 209 South LaSalle street, Suite 403, Chicago, Illinois 60604.

STAFF
BOT

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Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, receipt whereof is hereby acknowledged, pursuant to proper authority, hereby grants, bargains sells and conveys solely unto Grantee, all right, title and interest of Grantor in the following described property (collectively the "Property"):

1. The real property described on Exhibit A attached hereto and made a part hereof (the "Land");
2. All buildings, improvements, fixtures, and structures on the Land;
3. All and singular the rights, benefits, privileges, easements, tenements, hereditaments and appurtenances thereon or in any matter appertaining to such Land, including any development rights and the like, if any; and
4. All right, title and interest of Grantor in and to all strips and gores and any land lying in the bed of any street, road or alley, open or proposed adjoining such Land.

Exempt under the provisions of Paragraph E 31-45 of the Property Tax Code - 35 ILCS 200 ¶ 31-45.

TO HAVE AND TO HOLD the Property in fee simple unto Grantee and its successors, heirs and assigns, forever, subject to the exceptions listed on Exhibit B attached hereto.

AND Grantor hereby covenants with Grantee, and its successors, heirs and assigns, that Grantor will defend the same against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise, subject to the exceptions listed on Exhibit B attached hereto.

Box 333

J York - 01

8168228

CTZ

1 of 1

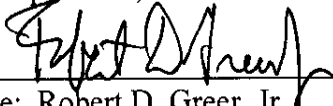
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AND Grantor hereby covenants with Grantee, and its successors, heirs and assigns, that Grantor will defend the same against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise, subject to the exceptions listed on Exhibit B attached hereto.

IN WITNESS WHEREOF, Grantor has caused this instrument to be duly executed and delivered by its duly authorized signatory, as of the day and year first above written.

INGRE-600 NMA, L.L.C., a Delaware limited liability company

By: Nationale-Nederlanden Intervest II, B.V., a Dutch corporation, its sole member

By: 
Name: Robert D. Greer, Jr.
Its: Authorized Signatory

Send subsequent tax bills to:
Clarion Realty Services
209 S. La Salle Street, Suite 403
Chicago, Illinois 60604

Property of Cook County Clerk's Office

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District of Columbia
 STATE OF _____)
) SS
 COUNTY OF _____)

I, Aiko Nakasone, a notary public in and for ^{District of Columbia} ~~said County, in the State~~ ~~aforsaid~~, do hereby certify that Robert D. Greer, Jr., personally known to be to be the Authorized Signatory of Nationale-Nederlanden Intervest II, B.V., a Dutch corporation, the sole member of INGRE – 600 NMA, L.L.C., a Delaware limited liability company, and personally known to be to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Authorized Signatory, he signed and delivered the said instrument pursuant to authority, as his/her free and voluntary act, and as the free and voluntary act and deed of said limited liability company, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 24~~th~~ day of September, 2003.

Aiko Nakasone
 Notary Public
 [SEAL] Aiko Nakasone
 Notary Public, District of Columbia
 My Commission Expires 07-31-2007

My commission expires:

7-31-2007

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EXHIBIT A

LEGAL DESCRIPTION

ALL OF LOTS 1, 1A, 1B, 1C 1D, 1E, 1F, 1G, 1H, 1J, 1K, 1L, AND LOTS 2, 2*, 2A, 2B, 2C, 2D, 2E, 2F, 2G, 2H, 2J, 2K, 2L, 2M, 2N, 2P, 2Q, 2Q*, 2R, 2S, 2T, 2U*, 2V*, 2W*, AND 2X, IN 600 NORTH MICHIGAN SUBDIVISION BEING A SUBDIVISION IN THE NORTHWEST ¼ OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

Address of Property: 600 N. Michigan Avenue, Chicago, Illinois

Permanent Index Number: 17-10-117-010-0000; 17-10-117-011-0000

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EXHIBIT B

PERMITTED EXCEPTIONS

1. TAXES FOR THE YEAR(S) 2002 AND 2003
LEASE MADE BY 600 MICHIGAN L.L.C. TO MARSHALLS OF ROSEVILLE, MINN., INC., A MINNESOTA CORPORATION DATED DECEMBER 23, 1994, A MEMORANDUM OF WHICH WAS RECORDED MARCH 30, 1995 AS DOCUMENT NO. 95217062, DEMISING THE LAND FOR A TERM OF YEARS ENDING THE LAST DAY OF JANUARY NEXT FOLLOWING THE 15TH ANNIVERSARY OF THE COMMENCEMENT DATE, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE.

AMENDED BY AN UNRECORDED ASSIGNMENT AND ASSUMPTION OF LEASE DATED SEPTEMBER 14, 1996 BY AND BETWEEN MARSHALLS OF ROSEVILLE, INC., AND MARSHALLS OF CHICAGO-FULLERTON, INC., AS DISCLOSED BY DOCUMENT RECORDED AS DOCUMENT 97517787.

SUBORDINATED TO THE MORTGAGE RECORDED AS DOCUMENT NUMBER 0010504521 BY AGREEMENT DATED MARCH 20, 2001 AND RECORDED JUNE 20, 2001 AS DOCUMENT NUMBER 0010541556.

(AFFECTS APPROXIMATELY 2,450 SQUARE FEET OF GROUND FLOOR AREA, REFERRED TO AS THE VESTIBULE, AND 43,711 SQUARE FEET OF FLOOR AREA ON THE LOWER LEVEL OF THE BUILDING, BEING A PART OF THE ONTARIO BUILDING)

2. LEASE MADE BY 600 MICHIGAN L.L.C. TO MICHIGAN AVENUE LINENS N'THINGS, INC., AN ILLINOIS CORPORATION DATED JANUARY 4, 1995, A MEMORANDUM OF WHICH WAS RECORDED MARCH 30, 1995 AS DOCUMENT NO. 95217063, DEMISING THE LAND FOR A TERM OF YEARS ENDING THE LAST DAY OF JANUARY NEXT FOLLOWING THE 15TH ANNIVERSARY OF THE COMMENCEMENT DATE, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE.

TENANT SHALL HAVE 3 SUCCESSIVE FIVE YEAR OPTIONS OF EXTENSION.

SUBORDINATED TO THE MORTGAGE RECORDED AS DOCUMENT NUMBER 0010504521 BY AGREEMENT RECORDED AS DOCUMENT NUMBER 0010541555.

(AFFECTS APPROXIMATELY 2,450 SQUARE FEET OF GROUND FLOOR AREA, REFERRED TO AS THE VESTIBULE, AND 41,286 SQUARE FEET OF FLOOR AREA ON THE THIRD FLOOR OF THE BUILDING, BEING A PART OF THE ONTARIO BUILDING)

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3. LEASE MADE BY 600 MICHIGAN L.L.C. TO LEVI'S ONLY STORES, INC., A DELAWARE CORPORATION DATED MARCH 9, 1995, A MEMORANDUM OF WHICH WAS RECORDED JANUARY 16, 1997 AS DOCUMENT NO. 97035629, DEMISING THE LAND FOR A TERM OF YEARS BEGINNING MARCH 9, 1995 AND ENDING JANUARY 31, 2012, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE.

SAID LEASE CONTAINS 2 FIVE YEAR RENEWAL OPTIONS.

NON-DISTURBANCE AGREEMENT DATED MARCH 19, 2001 AND RECORDED JUNE 20, 2001 AS DOCUMENT NUMBER 0010541557.

4. TERMS AND PROVISIONS OF A RIGHT OF FIRST OFFER, SUBJECT TO THE TERMS OF THE LEASE, FOR APPROXIMATELY 1, 200 SQUARE FEET ON THE FIRST FLOOR OF THE STRUCTURE LOCATED NORTH AND EAST OF THE LEASED PREMISES IN FAVOR OF LEVI'S STORES ONLY, INC., AS CONTAINED IN THE INSTRUMENT RECORDED JANUARY 16, 1997 AS DOCUMENT NO. 97035629.
5. UNRECORDED LEASE MADE BY 600 MICHIGAN L.L.C. TO PLITT THEATRES INC. DATED DECEMBER 1994, DEMISING THE LAND FOR A TERM OF YEARS, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE AS DISCLOSED BY AGREEMENT RECORDED MARCH 30, 1995 AS DOCUMENT 95217065.

MEMORANDUM OF AMENDED LEASE DATED MARCH 19, 2002 AND RECORDED APRIL 23, 2002 AS DOCUMENT NUMBER 0020462107 MADE BY AND BETWEEN INGRE-600 NMA LLC AND PLITT THEATRES, INC.

SECOND AMENDMENT TO LEASE MADE BY AND BETWEEN INGRE-600 NMA, LLC AND PLITT THEATRES, INC.

6. UNRECORDED LEASE MADE BY 600 MICHIGAN L.L.C. TO PLITT THEATRES DATED DECEMBER 1995, AS AMENDED, DEMISING THE LAND FOR A TERM OF YEARS, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE, AS DISCLOSED BY ASSIGNMENT AND ASSUMPTION OF LEASES, RECORDED JULY 17, 1997 AS DOCUMENT 97517787.
7. UNRECORDED LEASE MADE BY 600 MICHIGAN L.L.C. TO BLOCKBUSTER ADVENTURES, INC. DATED JANUARY 31, 1995, AS AMENDED BY AN AGREEMENT DATED MARCH 25, 1997, AND BY A FIRST AMENDMENT TO LEASE DATED MARCH 16, 2001 DEMISING THE LAND FOR A TERM OF YEARS, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING

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BY, THROUGH, OR UNDER SAID LESSEE, AS DISCLOSED BY AGREEMENT RECORDED AS DOCUMENT 95217066 AND BY AGREEMENT RECORDED AS DOCUMENT 95238948.

8. UNRECORDED LEASE MADE BY 600 MICHIGAN L.L.C. TO 600 NORTH RESTAURANT, INC. DATED MARCH 13, 1995, DEMISING THE LAND FOR A TERM OF YEARS, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE, AS DISCLOSED BY AGREEMENT RECORDED AS DOCUMENT 95217067.

AMENDED BY THAT CERTAIN UNRECORDED ASSIGNMENT OF LEASE AND NOTICE OF ASSIGNMENT DATED FEBRUARY 28, 1997, BY AND BETWEEN 600 NORTH RESTAURANT INC. AND 600 NORTH RESTAURANT LIMITED PARTNERSHIP, AS DISCLOSED BY ASSIGNMENT AND ASSUMPTION OF LEASES RECORDED JULY 17, 1997 AS DOCUMENT 97517787.

9. UNRECORDED LEASE MADE BY 600 MICHIGAN L.L.C. TO EDDIE BAUER, INC., A DELAWARE CORPORATION DEMISING THE LAND FOR A TERM OF YEARS BEGINNING, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE, AS DISCLOSED BY AGREEMENT RECORDED AS DOCUMENT 95217070.
10. UNRECORDED LEASE MADE BY 60 MICHIGAN L.L.C. TO H20 PLUS, L.P., DEMISING THE LAND FOR A TERM OF YEARS, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE, AS DISCLOSED BY AGREEMENT RECORDED AS DOCUMENT 95217071.
11. RESTRICTIONS AND AGREEMENTS ON THE LAND, AS SET FORTH IN CERTAIN LEASES ON THE LAND, AS DISCLOSED BY THE SHORT FORM LEASES RECORDED MARCH 30, 1995 AND DOCUMENT NOS. 95217063.
12. ENCROACHMENTS AND OTHER MATTERS DISCLOSED BY THE SURVEY PREPARED BY NATIONAL SURVEY SERVICE INC. DATED JUNE 18, 1997 AND KNOWN AS NUMBER 120911 DEPICTING THE FOLLOWING:
- 1) CANOPIES AND OVERHANGING ELECTRICAL SIGN LOCATED MAINLY ON THE LAND ONTO THE SIDEWALK ADJOINING TO THE WEST AND SOUTH OF THE LAND
 - 2) VAULTS INTO THE PUBLIC RIGHT OF WAY ALONG THE SOUTH NORTH AND WEST LINES OF THE LAND
 - 3) OF THE IMPROVEMENTS ON THE LAND AND ONTO THE PUBLIC RIGHT WAY BY .04 FEET OVER THE SOUTH LINE OF THE LAND, BY .02 FEET OVER

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THE NORTH LINE OF THE LAND AND BY .04 FEET OVER THE WEST LINE OF THE LAND

13. RIGHTS OF THE MUNICIPALITY, THE STATE OF ILLINOIS, THE PUBLIC AND ADJOINING OWNERS IN AND TO VACATED ALLEY.
14. RIGHTS OF THE PUBLIC AND QUASI-PUBLIC UTILITIES, IF ANY, IN SAID VACATED ALLEY FOR MAINTENANCE THEREIN OF POLES, CONDUITS, SEWERS AND OTHER FACILITIES.
15. LEASE MADE BY ING-600 NMA, LLC, A DELAWARE CORPORATION TO LUX CAFÉ LLC, A NEVADA LIMITED LIABILITY COMPANY LAST EXECUTED FEBRUARY 16, 1995, A MEMORANDUM OF WHICH WAS RECORDED JUNE 6, 2001 AS DOCUMENT 0010487287, DEMISING THE LAND FOR A TERM OF YEARS COMMENCING ON THE EARLIER OF FEBRUARY 1, 2012 OR IF THE CONDITIONS STATED IN SECTION 1(E) OF THE DIRECT LEASE ARE SATISFIED, THE NEXT DAY FOLLOWING THE TERMINATION OF THE VIACOM SUBLEASE OR SUBLESSOR'S RIGHT OF POSSESSION THEREUNDER AND EXPIRING ON JANUARY 31, 2017, EXCEPT AS SOONER TERMINATED IN ACCORDANCE WITH THE TERMS AND CONDITIONS SET FORTH IN THE DIRECT LEASE, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE.
16. SUBLEASE MADE BY VIACOM RETAIL STORES, INC., A DELAWARE CORPORATION TO GRAND LUX CAFÉ LLC, A NEVADA LIMITED LIABILITY COMPANY DATED JANUARY 31, 1995, A MEMORANDUM OF SUBLEASE OF WHICH WAS RECORDED JUNE 6, 2001 AS DOCUMENT NO. 0010487288, DEMISING THE LAND FOR A TERM OF YEARS BEGINNING MARCH 16, 2001 AND EXPIRES UNLESS SOONER TERMINATED PURSUANT TO ITS TERMS, ON JANUARY 31, 2012, AND ALL RIGHTS THEREUNDER OF, AND ALL ACTS DONE OR SUFFERED THEREUNDER BY, SAID LESSEE OR BY ANY PARTY CLAIMING BY, THROUGH, OR UNDER SAID LESSEE.
17. EXISTING UNRECORDED LEASES AND ALL RIGHTS THEREUNDER OF THE LESSEES AND OF ANY PERSON OR PARTY CLAIMING BY, THROUGH OR UNDER THE LESSEES, INCLUDING WITHOUT LIMITATION THE SUBLEASE MADE BY VIACOM RETAIL STORES, INC. TO ANN TAYLOR.

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STATEMENT BY GRANTOR AND GRANTEE

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 9/30/03 ~~19~~ Signature: [Signature]
Grantor or Agent

Subscribed and sworn to before me by the

said [Signature]

this 30th day of September

19 2003

[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 9/30/03 ~~19~~ Signature: [Signature]
Grantee or Agent

Subscribed and sworn to before me by the

said [Signature]

this 30th day of September

19 2003

[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.]