

203-7357

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0331731197

Doc#: 0331731197

Eugene "Gene" Moore Fee: \$32.00

Cook County Recorder of Deeds

Date: 11/13/2003 01:16 PM Pg: 1 of 5

## UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] JOE MILANOWSKI - (702) 734-2400	
B. SEND ACKNOWLEDGMENT TO: (Name and Address)  USA CAPITAL CORP. 4484 SOUTH PECOS ROAD LAS VEGAS, NV 89121	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME BROOKMERE, LLC		FIRST NAME		MIDDLE NAME	SUFFIX
OR 1b. INDIVIDUAL'S LAST NAME					
1c. MAILING ADDRESS 1135 MITCHELL ROAD		CITY AURORA		STATE IL	POSTAL CODE 60504
				COUNTRY USA	
1d. TAX ID # SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LLC	1f. JURISDICTION OF ORGANIZATION ILLINOIS	1g. ORGANIZATIONAL ID #, if any 00811882	<input type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME		FIRST NAME		MIDDLE NAME	SUFFIX
OR 2b. INDIVIDUAL'S LAST NAME					
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 one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME USA COMMERCIAL MORTGAGE COMPANY, AS AGNT FOR VARIOUS INDVLS OR ENTITES		FIRST NAME		MIDDLE NAME	SUFFIX
OR 3b. INDIVIDUAL'S LAST NAME					
3c. MAILING ADDRESS 4484 SOUTH PECOS ROAD		CITY LAS VEGAS		STATE NV	POSTAL CODE 89121
				COUNTRY USA	

4. This FINANCING STATEMENT covers the following collateral:

SEE ADDENDUM ATTACHED HERETO

5. ALTERNATIVE DESIGNATION (if applicable):	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	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	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)	All Debtors Debtor 1 Debtor 2				
8. OPTIONAL FILER REFERENCE DATA						

RECORDER OF DEEDS

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/98)

Box 64

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## ADDENDUM TO UCC-1 FINANCING STATEMENT

**DEBTOR: BROOKMERE, LLC**

ALL PRESENT AND FUTURE RENTS, ISSUES, AVAILS, PROFITS, ACCOUNT RECEIVABLES, CONCESSION AND OTHER OPERATING COSTS AND PROCEEDS (HEREINAFTER REFERRED TO AS THE "RENTS") OF OR FROM THE PREMISES, THE "LEASES" AND/OR FROM THE "EQUIPMENT" (BOTH OF WHICH TERMS ARE HEREINAFTER DEFINED), HOWSOEVER OCCURRING, EXISTING, CREATED OR ARISING; AND

ALL PRESENT AND FUTURE PERMITS, LICENSES, FRANCHISES, CONSENTS AND APPROVALS AND ALL GENERAL INTANGIBLES OF, FROM OR RELATING TO THE PREMISES (COLLECTIVELY, THE "LICENSES"), LEASES, AGREEMENTS AND TENANCIES (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "LEASES") OF OR FROM THE PREMISES AND/OR THE EQUIPMENT OR IN ANY WAY, MANNER OR RESPECT REQUIRED, EXISTING, USED OR USEABLE IN CONNECTION WITH THE PREMISES AND/OR THE EQUIPMENT OR THE MANAGEMENT, MAINTENANCE, OPERATION OR BUSINESS THEREOF, INCLUDING, WITHOUT LIMITATION, THOSE LICENSES ISSUED BY ANY GOVERNMENTAL AUTHORITY, AND ALL DEPOSITS OF MONEY AS ADVANCE RENT OR FOR SECURITY UNDER ANY OR ALL OF THE LEASES AND ALL GUARANTIES OF LESSEES' PERFORMANCES THEREUNDER; AND

ALL PRESENT AND FUTURE JUDGMENTS, AWARDS OR DAMAGES AND SETTLEMENTS MADE AS A RESULT OR IN LIEU OF ANY TAKING OF THE PREMISES, THE EQUIPMENT, THE LICENSES, THE RENTS AND/OR THE LEASES, OR ANY PART THEREOF, UNDER THE POWER OF EMINENT DOMAIN, OR FOR ANY DAMAGE (WHETHER CAUSED BY SUCH TAKING OR OTHERWISE) THERETO; AND

ALL PRESENT AND FUTURE APPARATUS, MACHINERY, ELEVATORS, EQUIPMENT, FIXTURES, APPLIANCES, FURNITURE, HARDWARE, FLOOR, WALL OR WINDOW COVERINGS AND ARTICLES OF PERSONAL PROPERTY OF ANY AND EVERY KIND AND NATURE WHATSOEVER USED, ATTACHED TO, INSTALLED OR LOCATED IN OR ON THE PREMISES, OR REQUIRED FOR USE IN OR ON OR IN CONNECTION WITH THE PREMISES OR THE MANAGEMENT, MAINTENANCE, OPERATION OR BUSINESS THEREOF AND ALL REPLACEMENTS THEREOF AND ACCESSIONS THERETO NOW OR HEREAFTER OWNED BY BORROWER OR WHICH BORROWER NOW OR HEREAFTER ACQUIRES AN INTEREST IN (HEREINAFTER REFERRED TO AS THE "EQUIPMENT"), INCLUDING, BUT NOT LIMITED TO, ANY SUCH ITEMS OF EQUIPMENT NOW OR AT ANY TIME OR TIMES HEREAFTER SITUATED ON THE PREMISES AND USED TO SUPPLY OR OTHERWISE DELIVER HEAT, GAS, AIR CONDITIONING, WATER, LIGHT, ELECTRICITY, POWER, PLUMBING, REFRIGERATION, SPRINKLING, VENTILATION, MOBILITY, COMMUNICATION, SECURITY, INCINERATION, LAUNDRY SERVICE AND ALL OTHER RELATED OR OTHER SUCH SERVICES (ALL OF THE IMMEDIATELY ABOVE MENTIONED ITEMS OF

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EQUIPMENT BEING DEEMED TO BE A PART OF THE PREMISES, WHETHER PHYSICALLY ATTACHED THERETO OR NOT); AND

ALL PRESENT AND FUTURE INSURANCE POLICIES IN FORCE OR EFFECT INSURING THE PREMISES, THE RENTS, THE LEASES, THE LICENSES OR THE EQUIPMENT; AND

ALL PRESENT AND FUTURE PLANS, SPECIFICATIONS, SURVEYS, STUDIES, FORMS, BROCHURES, PHOTOGRAPHS, DRAWINGS, WARRANTY CLAIMS, WARRANTIES, CONTRACT RIGHTS AND TITLE INSURANCE POLICIES OF OR RELATING TO THE PREMISES, THE EQUIPMENT, THE LEASES, THE RENTS AND/OR THE LICENSES OR ANY PART OR INTEREST THEREIN AND ALL BONDS, PERMITS, UTILITY CONTRACTS, MAINTENANCE AGREEMENTS, MANAGEMENT AGREEMENTS AND SERVICE CONTRACTS IN ANY WAY REQUIRED, EXISTING, USED OR USEABLE IN CONNECTION WITH THE PREMISES, THE LEASES, THE RENTS, THE LICENSES AND/OR THE EQUIPMENT OR THE MANAGEMENT, MAINTENANCE, OPERATION OR BUSINESS ON THE PREMISES AND ALL BOOKS AND RECORDS, COMPUTERIZED DATA, TAPES AND OTHER MATERIALS, FINANCIAL RECORDS RELATING THERETO; AND

ALL SUMS AND MONIES NOW OR FROM TIME TO TIME HELD BY OR FOR THE BENEFIT OF LENDER PURSUANT TO THIS MORTGAGE OR FOR ANY OTHER REASON; AND

ALL PROCEEDS OF EACH AND EVERY OF THE FOREGOING.

BORROWER HEREBY GRANTS TO LENDER A CONTINUING SECURITY INTEREST IN (I) THAT PORTION OF THE MORTGAGED PROPERTY CONSTITUTING PROPERTY OR INTERESTS IN PROPERTY, WHETHER REAL OR PERSONAL, TANGIBLE OR INTANGIBLE, NOW OWNED OR EXISTING AND HEREAFTER ACQUIRED AND ARISING, WHICH ARE SUBJECT TO THE PRIORITY AND PERFECTION OF THE SECURITY INTEREST PROVISIONS OF THE ILLINOIS UNIFORM COMMERCIAL CODE (THE "CODE") OR ANY SIMILAR AND APPLICABLE LAW, STATUTE, CODE OR OTHER GOVERNING BODY OF LAW; AND (II) THE EQUIPMENT AND ALL PROCEEDS THEREOF TO SECURE PAYMENT OF THE LIABILITIES, AS HEREAFTER DEFINED, AND THE FAITHFUL AND PROMPT PERFORMANCE OF THE OBLIGATIONS, AS HEREAFTER DEFINED, SECURED BY THIS MORTGAGE.

PREMISES ARE DESCRIBED ON EXHIBIT A HERETO.

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## LEGAL DESCRIPTION

### BROOKMERE, LLC

LOTS C1-A, C1-B, C1-C, C1-D, C1-E, C1-F, C1-G, C1-H, C2-A, C2-B, C2-C, C2-D, C2-E, C2-F, C3-A, C3-B, C3-C, C3-D, C4, C4-A, C4-B, T1, THAT PORTION OF 203RD STREET LYING NORTH OF AND ADJOINING LOT T-1 AND NORTH OF AND ADJOINING LOTS C4-A AND C4-B, AND THAT PORTION OF POST AVENUE EAST OF AND ADJOINING LOT T-1 NORTH OF A LINE 275.61 FEET NORTH OF THE SOUTH LINE OF LOT T-1 IN THE PLAT OF BROOKMERE SUBDIVISION BEING A RESUBDIVISION OF PART OF MATTESON COMMONS SUBDIVISION IN THE EAST 1/2 OF SECTION 16, TOWNSHIP 35 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN THE VILLAGE OF MATTESON, COOK COUNTY, ILLINOIS RECORDED AUGUST 28, 2003 AS DOCUMENT 0324019012.

#### PERMANENT INDEX NUMBERS:

31-16-203-002-0000  
31-16-203-003-0000  
31-16-203-004-0000  
31-16-203-005-0000  
31-16-203-007-0000  
31-16-401-009-0000  
31-16-401-011-0000  
31-16-401-012-0000

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## LEGAL DESCRIPTION

### BROOKMERE, LLC

LOTS C1-A, C1-B, C1-C, C1-D, C1-E, C1-F, C1-G, C1-H, C2-A, C2-B, C2-C, C2-D, C2-E, C2-F, C3-A, C3-B, C3-C, C3-D, C4, C4-A, C4-B, T1, THAT PORTION OF 203RD STREET LYING NORTH OF AND ADJOINING LOT T-1 AND NORTH OF AND ADJOINING LOTS C4-A AND C4-B, AND THAT PORTION OF POST AVENUE EAST OF AND ADJOINING LOT T-1 NORTH OF A LINE 275.61 FEET NORTH OF THE SOUTH LINE OF LOT T-1 IN THE PLAT OF BROOKMERE SUBDIVISION BEING A RESUBDIVISION OF PART OF MATTESON COMMONS SUBDIVISION IN THE EAST 1/2 OF SECTION 16, TOWNSHIP 35 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN THE VILLAGE OF MATTESON, COOK COUNTY, ILLINOIS RECORDED AUGUST 28, 2003 AS DOCUMENT 0324019012.

#### PERMANENT INDEX NUMBERS:

31-16-203-002-0000  
31-16-203-003-0000  
31-16-203-004-0000  
31-16-203-005-0000  
31-16-203-007-0000  
31-16-401-009-0000  
31-16-401-011-0000  
31-16-401-012-0000