

# UNOFFICIAL COPY



0407834152

## UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
B. SEND ACKNOWLEDGMENT TO: (Name and Address)
Corporation Service Company Suite 100, 2730 Gateway Oaks Drive Sacramento, CA 95833

Doc#: 0407834152  
 Eugene "Gene" Moore Fee: \$32.00  
 Cook County Recorder of Deeds  
 Date: 03/18/2004 04:40 PM Pg: 1 of 5

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # 0020229048	02/27/2002	1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. <input checked="" type="checkbox"/>
2. <input type="checkbox"/> 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. <input type="checkbox"/> 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. <input type="checkbox"/> 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 <input type="checkbox"/> Debtor or <input type="checkbox"/> 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. <input type="checkbox"/> CHANGE name and/or address: Please refer to the detailed instructions in regards to changing the name/address of a party. <input type="checkbox"/> DELETE name: Give record name to be deleted in item 6a or 6b. <input type="checkbox"/> ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7e-7g (if applicable).		
6. CURRENT RECORD INFORMATION:		
6a. ORGANIZATION'S NAME		
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME
		SUFFIX
7. CHANGED (NEW) OR ADDED INFORMATION:		
7a. ORGANIZATION'S NAME		
OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME
		SUFFIX
7c. MAILING ADDRESS	CITY	STATE
		POSTAL CODE
		COUNTRY
7d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION
		7f. JURISDICTION OF ORGANIZATION
		7g. ORGANIZATIONAL ID #, if any
		<input type="checkbox"/> NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.  
 Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.  
 Collateral is described on Exhibit "B", which such Collateral is located on the real estate described on Exhibit "A".

Regardless of the order of recordation or filing, this financing statement and the liens and security interests perfected hereby shall be junior and subordinate to any financing statement naming the Senior Creditor Agent (as defined below), as secured party, and the Debtor, as debtor, and any liens or security interests perfected thereby, pursuant to, and to the extent provided in, that certain Subordination Agreement, dated as of March 12, 2004, by John Hancock Life Insurance Company and the other Subordinated Creditors referred to therein, and Houghton International Inc. and the other Obligors referred to therein, in favor of Citizens Bank of Pennsylvania, for itself and in its capacity as agent for the Senior Creditors referred to therein (together with any successors and assigns, the "Senior Creditor Agent"). This paragraph shall not affect the priority of this financing statement or the liens or security interests perfected hereby except as expressly provided herein.

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 <input type="checkbox"/> and enter name of DEBTOR authorizing this Amendment.			
9a. ORGANIZATION'S NAME			
John Hancock Life Insurance Company, as Collateral Agent			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX

10. OPTIONAL FILER REFERENCE DATA  
 Debtor: Houghton International Inc. 09346-0158 498260-1  
 CSC ID: 216078/216103 IL-Cook County

# BOX 314

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## UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)

0020229048

02/27/2002

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form)

12a. ORGANIZATION'S NAME

John Hancock Life Insurance Company, as Collateral Agent

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

13. Use this space for additional information

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Debtors (Houghton International) Inc. Real Estate Desc See Exhibit A attached

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**UNOFFICIAL COPY****EXHIBIT "A"****LEGAL DESCRIPTION:****TRACT A:**

THAT PART OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 19, TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED BY BEGINNING AT A POINT 375 FEET SOUTH OF THE NORTH LINE AND 25 FEET WEST OF THE EAST LINE OF THE AFORESAID QUARTER QUARTER SECTION; THENCE WEST PARALLEL WITH THE NORTH LINE THEREOF 239.66 FEET TO THE POINT OF TANGENCY OF A CURVED LINE CONVEX TO THE NORTHWEST; THENCE SOUTHWESTERLY ALONG SAID CURVED LINE WITH A RADIUS OF 296.94 FEET A DISTANCE OF 230 FEET; THENCE SOUTHWESTERLY IN A STRAIGHT LINE 159.91 FEET TO A POINT OF TANGENCY WITH A CURVED LINE CONVEX TO THE SOUTHEAST, SAID CURVED LINE HAVING ITS TANGENT POINT ON THE EAST LINE OF THE WEST 821 FEET OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 19 AT A POINT 485.06 FEET SOUTH OF THE NORTH LINE OF SAID QUARTER QUARTER SECTION; THENCE SOUTHWESTERLY ALONG SAID CURVED LINE WITH A RADIUS OF 298.94 FEET A DISTANCE OF 40.41 FEET TO AN INTERSECTION WITH A CURVED LINE CONVEX TO THE NORTHWEST; THENCE NORTHEASTERLY ALONG SAID CURVED LINE WITH A RADIUS OF 216.94 FEET A DISTANCE OF 150.94 FEET TO ITS POINT OF TANGENCY ON A LINE 605 FEET SOUTH OF THE NORTH LINE OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 19 AFORESAID; THENCE EAST ALONG SAID TANGENT 387.40 FEET TO THE WEST LINE OF THE EAST 25 FEET OF SAID QUARTER QUARTER SECTION; THENCE NORTH 230 FEET TO THE PLACE OF BEGINNING, IN COOK COUNTY, ILLINOIS.

**TRACT B-1:**

THAT PART OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 19, TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED BY: BEGINNING AT A POINT 605 FEET SOUTH OF THE NORTH LINE AND 25 FEET WEST OF THE EAST LINE OF THE AFORESAID QUARTER QUARTER SECTION; THENCE WEST PARALLEL WITH THE NORTH LINE THEREOF 118.50 FEET TO A POINT, THENCE SOUTH TO A POINT ON THE NORTH LINE OF THE SOUTH 570 FEET OF SAID SOUTHWEST QUARTER OF SAID NORTHEAST QUARTER WHICH IS 143.50 FEET WEST OF THE EAST LINE OF SAID QUARTER QUARTER SECTION; THENCE EAST ALONG SAID NORTH LINE 118.50 FEET TO A LINE 25 FEET WEST OF THE EAST LINE OF SAID QUARTER QUARTER SECTION; THENCE NORTH ALONG SAID EAST LINE 152.92 FEET TO THE PLACE OF BEGINNING, IN COOK COUNTY, ILLINOIS.

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## EXHIBIT "B"

All of Debtor's right, title and interest in and to the following:

1. All buildings, structures and improvements of every kind (the "Improvements") erected on, under or over the parcel of land (the "Land") described in Exhibit "A" to this financing statement (the Land and the Improvements being hereinafter referred to as, collectively, the "Real Estate");
2. All estates, rights, tenements, hereditaments, privileges, easements, and appurtenances of any kind benefitting the Real Estate; all means of access to and from the Real Estate, whether public or private; all water, oil, gas and mineral rights; all rights of Debtor as declarant or unit owner under any declaration of condominium or association applicable to the Real Estate; and all other claims or demands of Debtor, either at law or in equity, in possession or expectancy, of, in, or to the Real Estate;
3. All leases, licenses, occupancy agreements or agreements to lease all or any part of the Real Estate and all extensions, renewals, amendments, and modifications thereof, and any options, rights of first refusal, or guarantees relating thereto (collectively, "Leases"); and all rents, income, receipts, revenues, security deposits, escrow accounts, reserves, issues, profits, awards, and payments of any kind payable under the Leases or otherwise arising from the Real Estate;
4. All awards and other compensation heretofore and hereafter to be made to Debtor for any taking by eminent domain, either permanent or temporary, of all or any part of the Real Estate or any easement or appurtenance thereof, including severance and consequential damage and change in grade of streets, or any of the personal property described below;
5. All payments, proceeds, settlements or other compensation heretofore or hereafter made, including any interest thereon, and the right to receive the same, from any and all insurance policies covering the Real Estate or any portion thereof or any of the personal property described below;
6. All Goods, including without limitation, Fixtures, Equipment and Accessions, delivered on site to the Real Estate during the course of, or in connection with, the construction of, or reconstruction of, or remodeling of, any of the Real Estate from time to time during the term hereof;
7. All Goods, including without limitation, Fixtures, Equipment and Accessions, attached to, situate or installed in or upon, or used in the operation or maintenance of, the Real Estate or any plant or business situated thereon;

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8. All Accounts and General Intangibles relating to the use, construction upon, occupancy, leasing, sale or operation of the Real Estate;
9. All As-Extracted Collateral arising from the Land;
10. All books and records evidencing or relating to the foregoing, including, without limitation, billing records of every kind and description, tenant lists, data storage and processing media, Software and related material, including computer programs, computer tapes, cards, disks and printouts, and including any of the foregoing which are in the possession of any affiliate or property manager; and
11. All Proceeds of any of the above-described property.

Capitalized terms contained in this Exhibit without definition shall have the meanings ascribed to them in revised Article 9 of the Uniform Commercial Code as enacted by the State of Illinois and as amended from time to time.