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Doc#: 0411811055
Eugene "Gene" Moore Fee: \$34.50
Cook County Recorder of Deeds
Date: 04/27/2004 10:07 AM Pg: 1 of 6

SPECIAL WARRANTY DEED

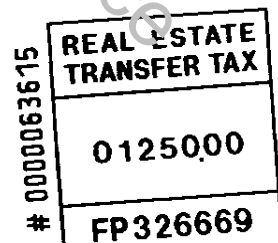
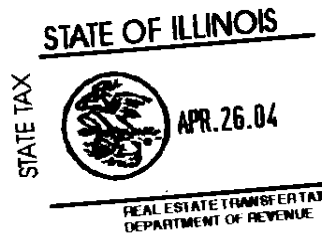
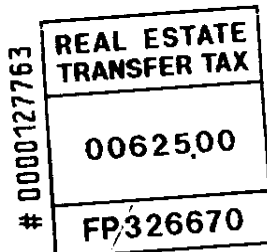
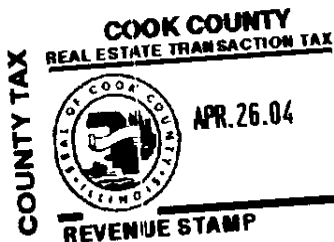
THIS DEED is made as of April 20, 2004 by and between Jays Foods, L.L.C., a Delaware limited liability company ("Grantor"), and Jays Foods Acquisition, Inc., a Delaware corporation having an address of c/o Willis Stein & Partners III L.P. 1 North Wacker Drive, Suite 4800, Chicago, IL 60606 ("Grantee").

WITNESSETH:

That for and in consideration of the sum of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant and convey unto Grantee, the property located in the County of Cook, City of Chicago, Illinois and legally described in Exhibit "A" attached hereto (the "Property"), together with all and singular the hereditaments and appurtenances thereunto belonging, or in any way appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim or demand whatsoever, of Grantor, either in law or in equity, of, in and to the Property, with the hereditaments and appurtenances: TO HAVE AND TO HOLD the Property, with the appurtenances, unto Grantee, its heirs and assigns forever.

And Grantor, for itself, and its successors, does covenant, promise and agree, to and with Grantee, its heirs and assigns, that it has not done or suffered to be done, anything whereby the Property hereby granted is, or may be, in any manner encumbered or charged, subject, however, to any and all of the matters described in the following grammatical paragraph, for which Grantor shall have no liability whatsoever.

The foregoing conveyance and special warranty is made subject to: general real estate taxes for the year 2003 (payable in 2004) and subsequent years, not yet due and payable and those permitted exceptions as set forth on Exhibit "B".



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WITNESS the following signature and seal.

JAYS FOODS, L.L.C., a Delaware limited liability company

By: Thomas A. Swartz

Print Name: THOMAS A. SWARTZ

Title: PRESIDENT & COO

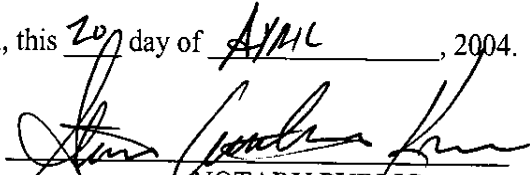
Property of Cook County Clerk's Office

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STATE OF ILLINOIS)
)SS.
COUNTY OF COOK)

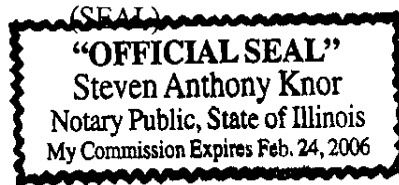
I, STEVEN ANTHONY KNOR, a Notary Public in and for said County, in the State aforesaid, do hereby certify that THOMAS A. ZWARK, the PRESIDENT of Jays Foods, L.L.C., a Delaware limited liability company, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument in such capacity, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal, this 20 day of APRIL, 2004.


NOTARY PUBLIC

PREPARED BY:

Irene Reed
Schwartz, Cooper, Greenberger & Krauss
180 North LaSalle Street, Suite 2700
Chicago, Illinois 60601

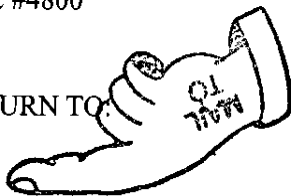


MAIL TAX BILL TO:

Jays Foods Acquisition, Inc.
c/o Willis Stein & Partners III L.P.
1 North Wacker Drive, Suite #4800
Chicago, IL 60606

AFTER RECORDING RETURN TO:

Kirkland and Ellis LLP
Attention: James B. Allen
200 E. Randolph
Chicago, IL 60601



UNOFFICIAL COPY**EXHIBIT A
LEGAL DESCRIPTION**

A TRACT OF LAND DESCRIBED AS FOLLOWS: THAT PART OF THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 5, TOWNSHIP 38 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS: BEGINNING AT THE POINT OF INTERSECTION OF THE LINE 126.50 FEET EAST OF AND PARALLEL WITH THE EAST LINE OF SOUTH ASHLAND AVENUE AS WIDENED (SAID EAST STREET LINE BEING A LINE 50 FEET EAST FROM AND PARALLEL WITH THE WEST LINE OF SAID NORTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 5); WITH THE NORTH LINE OF WEST 44TH STREET AS SHOWN ON THE PLAT OF DEDICATION FOR PUBLIC STREET OF CERTAIN PARCELS IN THE WEST 1/2 OF SAID SECTION 5, RECORDED DECEMBER 31, 1969, IN THE COOK COUNTY RECORDER'S OFFICE, AS DOCUMENT NUMBER 2104001, WHICH POINT OF BEGINNING IS 625.40 FEET SOUTH OF THE NORTH LINE OF SAID SOUTHWEST 1/4 AND RUNNING THENCE NORTH ALONG THE LINE 126.50 FEET 7 FROM AND PARALLEL WITH THE SAID EAST LINE OF SOUTH ASHLAND AVENUE AS WIDENED, A DISTANCE OF 311.27 FEET; THENCE EAST ALONG THE SOUTH LINE OF THE NORTH 314.13 FEET OF SAID NORTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 5, A DISTANCE OF 240.00 FEET; THENCE SOUTH ALONG THE LINE 366.50 FEET EAST FROM AND PARALLEL WITH THE SAID EAST LINE OF SOUTH ASHLAND AVENUE AS WIDENED, A DISTANCE OF 310.35 FEET TO THE INTERSECTION WITH THE AFORESAID NORTH LINE OF WEST 44TH STREET AS SHOWN ON SAID PLAT OF DEDICATION; THENCE WESTWARDLY ALONG A STRAIGHT LINE, A DISTANCE OF 225.85 FEET TO A POINT WHICH IS 140.65 FEET EAST FROM SAID EAST LINE OF SOUTH ASHLAND AVENUE AS WIDENED, AND 625.40 FEET, (MEASURED PARALLEL WITH SAID EAST LINE OF SOUTH ASHLAND AVENUE), SOUTH FROM THE NORTH LINE OF SAID SOUTHWEST 1/4 OF SECTION 5, SAID STRAIGHT LINE BEING THE AFORESAID NORTH LINE OF WEST 44TH ATR AS SHOWN ON SAID PLAT OF DEDICATION; THENCE WEST ALONG A LINE WHICH IS 625.40 FEET (MEASURED ALONG SAID EAST LINE OF SOUTH ASHLAND AVENUE AS WIDENED), SOUTH FROM AND PARALLEL WITH THE NORTH LINE OF SAID SOUTHWEST 1/4 OF SECTION 5 (SAID LINE BEING THE AFORESAID NORTH LINE OF WEST 44TH STREET AS SHOWN ON SAID PLAT OF DEDICATION), A DISTANCE OF 14.15 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS

Property Index No.: 20-05-300-032-0000

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EXHIBIT B PERMITTED EXCEPTIONS

1. Covenants and restrictions contained in a Deed from LaSalle National Bank, a national banking association, as Trustee under a Trust Agreement dated November 30, 1966 known as Trust No. 35856, to Celeste Ruddy dated February 23, 1968 and recorded February 29, 1968 as Document 20417437, that so long as Berkshire Foods, Inc., a corporation of Illinois, or any successors and assigns of all or part of its present business operation, and in all events for a period not less than 5 years, nor more than 25 years from the date, land shall not be used for operation of public cold storage warehouse facilities for any one or more foods or food products without written consent of Berkshire Foods, Inc.

Note: said instrument contains no provision for a forfeiture of or reversion of title in case of breach of condition.

2. Declaration of Covenants and Restrictions dated September 23, 1968 and recorded December 4, 1968 as Document 20693826 made by New England Mutual Life Insurance Company.

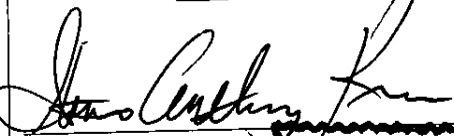
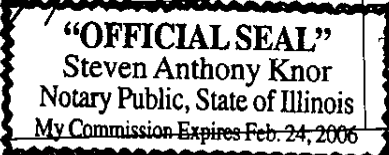
UNOFFICIAL COPYRECORDER OF COOK COUNTY
AFFIDAVIT - PLAT ACTSTATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, THOMAS A. ZWARTZ, the Managing Member of JAYS FOODS, L.L.C., a Delaware limited liability company, being duly sworn on oath, states that the company's principal place of business is 825 E. 99th Street, Chicago, IL 60628. That the attached deed is not in violation of 765 ILCS 205/1 for one of the following reasons:

1. Said Act is not applicable as the grantors own no adjoining property to the premises described in said deed;
OR
The conveyance falls in one of the following exemptions as shown by Amended Act which became effective July 17, 1959.
2. The division or subdivision of the land is into parcels or tracts of five acres or more of size which does not involve any new streets or easements of access.
 3. The division is of lots or blocks of less than one acre in any recorded subdivision which does not involve any new streets or easements of access.
 4. The sale or exchange of parcels of land is between owners of adjoining and contiguous land.
 5. The conveyance is of parcels of land or interests therein for use as right of way for railroads or other public utility facilities, which does not involve any new streets or easement of access.
 6. The conveyance is of land owned by a railroad or other public utility which does not involve any new streets or easements of access.
 7. The conveyance is of land for highway or other public purposes or grants or conveyances relating to the dedication of land for public use or instruments relating to the vacation of land impressed with a public use.
 8. The conveyance is made to correct descriptions in prior conveyances.
 9. The sale or exchange is of parcels or tracts of land existing on the date of the amendatory Act into no more than two parts and not involving any new streets or easements of access.

THE APPLICABLE STATEMENT OR STATEMENTS ABOVE ARE CIRCLED.

Affiant further states that _____ makes this affidavit for the purpose of inducing the Recorder of Deeds of Cook County, Illinois, to accept the attached deed for recording.

| | |
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| SUBSCRIBED AND SWORN to before me this <u>20</u> day of April, 2007.  | JAYS FOODS, L.L.C., a Delaware limited liability company By: <u>Thomas A. Zwartz</u> |
| NOTARY PUBLIC |  |
| Title: <u>PRESIDENT</u> | |