



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

Doc#: 0608134034 Fee: \$34.00
Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 03/22/2006 09:04 AM Pg: 1 of 6

A. NAME & PHONE OF CONTACT AT FILER [optional]
ROBERT N. SODIKOFF 312/755-3155
B. SEND ACKNOWLEDGMENT TO: (Name and Address)
ROBERT N. SODIKOFF
ARONBERG GOLDGEHN DAVIS & GARMISA
ONE IBM PLAZA - SUITE 3000
CHICAGO, IL LINOIS 60611

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
RP2 NORTSHORE, LLC
OR
1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
1c. MAILING ADDRESS
1630 WEST MONTROSE CITY CHICAGO STATE IL POSTAL CODE 60613 COUNTRY USA
1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION LLC 1f. JURISDICTION OF ORGANIZATION ILLINOIS 1g. ORGANIZATIONAL ID #, if any 01349112 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
OR
2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
2d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any 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
FIRST DUPAGE BANK
OR
3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
3c. MAILING ADDRESS
520 NORTH CASS AVENUE CITY WESTMONT STATE IL POSTAL CODE 60559 COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

SEE EXHIBIT B ATTACHED HERETO AND INCORPORATED BY REFERENCE WHICH RELATES TO THE REAL ESTATE LEGALLY DESCRIBED ON EXHIBIT A.

THIS INSTRUMENT WAS PREPARED BY AND, AFTER RECORDING, RETURN TO:

ROBERT N. SODIKOFF
ARONBERG GOLDGEHN DAVIS & GARMISA
ONE IBM PLAZA, SUITE 3000
CHICAGO, ILLINOIS 60611

CTIC SA 366, 8215 ES 2 LND NO ABS 609 6

5. ALTERNATIVE DESIGNATION [if applicable]: LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING
6. [X] This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable] 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional] All Debtors Debtor 1 Debtor 2
8. OPTIONAL FILER REFERENCE DATA

BOX 334

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DEBTOR: RP2 NORTHSORE, LLC

SECURED PARTY: FIRST DUPAGE BANK

EXHIBIT A

LEGAL DESCRIPTION

LOTS 2 AND 3 IN BLOCK 6 IN NORTH SHORE BOULEVARD SUBDIVISION, A SUBDIVISION OF THE EAST ½ OF THE SOUTHWEST ¼ (EXCEPT THE SOUTH 30 ACRES THEREOF) OF SECTION 32, TOWNSHIP 41 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PERMANENT TAX IDENTIFICATION NO.: 11-32-312-007-0000

COMMONLY KNOWN AS: 1325-33 WEST NORTH SHORE, CHICAGO, ILLINOIS

Property Of Cook County Clerk's Office

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DEBTOR: RP2 NORTSHORE, LLC

SECURED PARTY: FIRST DUPAGE BANK

EXHIBIT B

DESCRIPTION OF COLLATERAL

DEBTOR): ALL OF THE FOLLOWING PROPERTY OF RP2 NORTSHORE, LLC (THE

(A) ALL FURNITURE, FURNISHINGS, FIXTURES, GOODS, EQUIPMENT, INVENTORY OR PERSONAL PROPERTY OWNED BY THE BORROWER AND NOW OR HEREAFTER LOCATED ON, ATTACHED TO OR USED IN AND ABOUT THE IMPROVEMENTS (AS DEFINED BELOW), INCLUDING, BUT NOT LIMITED TO, ALL MACHINES, ENGINES, BOILERS, DYNAMOS, ELEVATORS, STOKERS, TANKS, CABINETS, AWNINGS, SCREENS, SHADES, BLINDS, CARPETS, DRAPERIES, LAWN MOWERS, AND ALL APPLIANCES, PLUMBING, HEATING, AIR CONDITIONING, LIGHTING, VENTILATING, REFRIGERATING, DISPOSALS AND INCINERATING EQUIPMENT, AND ALL FIXTURES AND APPURTENANCES THERETO, AND SUCH OTHER GOODS AND CHATTELS AND PERSONAL PROPERTY OWNED BY THE BORROWER AS ARE NOW OR HEREAFTER USED OR FURNISHED IN OPERATING THE IMPROVEMENTS, OR THE ACTIVITIES CONDUCTED THEREIN, AND ALL BUILDING MATERIALS AND EQUIPMENT HEREAFTER SITUATED ON OR ABOUT THE REAL PROPERTY DESCRIBED IN EXHIBIT "A" (THE "REAL ESTATE") OR ANY STRUCTURES OR IMPROVEMENTS LOCATED THEREON (THE "IMPROVEMENTS"), AND ALL WARRANTIES AND GUARANTIES RELATING THERETO, AND ALL ADDITIONS THERETO AND SUBSTITUTIONS AND REPLACEMENTS THEREFOR (EXCLUSIVE OF ANY OF THE FOREGOING OWNED OR LEASED BY TENANTS OF SPACE IN THE IMPROVEMENTS);

(B) ALL EASEMENTS, RIGHTS-OF-WAY, STRIPS AND GORES OF LAND, VAULTS, STREETS, WAYS, ALLEYS, PASSAGES, SEWER RIGHTS, AND OTHER EMBLEMENTS NOW OR HEREAFTER LOCATED ON THE REAL ESTATE OR UNDER OR ABOVE THE SAME OR ANY PART OR PARCEL THEREOF, AND ALL ESTATES, RIGHTS, TITLES, INTERESTS, TENEMENTS, HEREDITAMENTS AND APPURTENANCES, REVERSIONS AND REMAINDERS WHATSOEVER, IN ANY WAY BELONGING, RELATING OR APPERTAINING TO THE PROPERTY OR ANY PART THEREOF, OR WHICH HEREAFTER SHALL IN ANY WAY BELONG, RELATE OR BE APPURTENANT THERETO, WHETHER NOW OWNED OR HEREAFTER ACQUIRED BY THE BORROWER;

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(C) ALL WATER, DITCHES, WELLS, RESERVOIRS AND DRAINS AND ALL WATER, DITCH, WELL, RESERVOIR AND DRAINAGE RIGHTS WHICH ARE APPURTENANT TO, LOCATED ON, UNDER OR ABOVE OR USED IN CONNECTION WITH THE REAL ESTATE OR THE IMPROVEMENTS, OR ANY PART THEREOF, WHETHER NOW EXISTING OR HEREAFTER CREATED OR ACQUIRED;

(D) ALL MINERALS, CROPS, TIMBER, TREES, SHRUBS, FLOWERS AND LANDSCAPING FEATURES NOW OR HEREAFTER LOCATED ON, UNDER OR ABOVE THE REAL ESTATE;

(E) ALL CASH FUNDS, BUSINESS ACCOUNTS, DEPOSIT ACCOUNTS AND OTHER RIGHTS AND EVIDENCE OF RIGHTS TO CASH, NOW OR HEREAFTER HELD BY THE LENDER INCLUDING BUT NOT LIMITED TO THOSE REQUIRED PURSUANT TO THE MORTGAGE OR ANY OTHER OF THE LOAN DOCUMENTS EXECUTED IN CONNECTION THEREWITH INCLUDING, WITHOUT LIMITATION, ALL FUNDS NOW OR HEREAFTER ON DEPOSIT IN THE INTEREST RESERVE AND THE IMPOUND ACCOUNT (AS DEFINED IN THE MORTGAGE);

(F) ALL LEASES, LICENSES, CONCESSIONS AND OCCUPANCY AGREEMENTS OF THE REAL ESTATE OR THE IMPROVEMENTS NOW OR HEREAFTER ENTERED INTO AND ALL RENTS, ROYALTIES, ISSUES, PROFITS, REVENUE, INCOME AND OTHER BENEFITS (COLLECTIVELY, THE "RENTS AND PROFITS") OF THE REAL ESTATE OR THE IMPROVEMENTS, NOW OR HEREAFTER ARISING FROM THE USE OR ENJOYMENT OF ALL OR ANY PORTION THEREOF OR FROM ANY LEASE, LICENSE, CONCESSION, OCCUPANCY AGREEMENT OR OTHER AGREEMENT PERTAINING THERETO OR ARISING FROM ANY OF THE CONTRACTS (AS DEFINED IN THE MORTGAGE) OR ANY OF THE GENERAL INTANGIBLES (AS DEFINED IN THE MORTGAGE) AND ALL CASH OR SECURITIES DEPOSITED TO SECURE PERFORMANCE BY THE TENANTS, LESSEES OR LICENSEES, AS APPLICABLE, OF THEIR OBLIGATIONS UNDER ANY SUCH LEASES, LICENSES, CONCESSIONS OR OCCUPANCY AGREEMENTS, WHETHER SAID CASH OR SECURITIES ARE TO BE HELD UNTIL THE EXPIRATION OF THE TERMS OF SAID LEASES, LICENSES, CONCESSIONS OR OCCUPANCY AGREEMENTS OR APPLIED TO ONE OR MORE OF THE INSTALLMENTS OF RENT COMING DUE PRIOR TO THE EXPIRATION OF SAID TERMS, SUBJECT TO, HOWEVER, THE PROVISIONS CONTAINED IN SECTION 1.11 OF THE MORTGAGE;

(G) ALL CONTRACTS AND AGREEMENTS NOW OR HEREAFTER ENTERED INTO COVERING ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS (COLLECTIVELY, THE "CONTRACTS") AND ALL REVENUE, INCOME AND OTHER BENEFITS THEREOF, INCLUDING, WITHOUT LIMITATION, MANAGEMENT AGREEMENTS, SERVICE CONTRACTS,

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MAINTENANCE CONTRACTS, EQUIPMENT LEASES, PERSONAL PROPERTY LEASES AND ANY CONTRACTS OR DOCUMENTS RELATING TO CONSTRUCTION ON ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS (INCLUDING PLANS, DRAWINGS, SURVEYS, TESTS, REPORTS, BONDS AND GOVERNMENTAL APPROVALS) OR TO THE MANAGEMENT OR OPERATION OF ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS;

(H) ALL PRESENT AND FUTURE MONETARY DEPOSITS GIVEN TO ANY PUBLIC OR PRIVATE UTILITY WITH RESPECT TO UTILITY SERVICES FURNISHED TO ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS;

(I) ALL PRESENT AND FUTURE FUNDS, ACCOUNTS, INSTRUMENTS, ACCOUNTS RECEIVABLE, DOCUMENTS, CAUSES OF ACTION, CLAIMS, GENERAL INTANGIBLES (INCLUDING WITHOUT LIMITATION, TRADEMARKS, TRADE NAMES, SERVICEMARKS AND SYMBOLS NOW OR HEREAFTER USED IN CONNECTION WITH ANY PART OF THE REAL ESTATE OR THE IMPROVEMENTS, ALL NAMES BY WHICH THE REAL ESTATE OR THE IMPROVEMENTS MAY BE OPERATED OR KNOWN, ALL RIGHTS TO CARRY ON BUSINESS UNDER SUCH NAMES, AND ALL RIGHTS, INTEREST AND PRIVILEGES WHICH THE BORROWER HAS OR MAY HAVE AS DEVELOPER OR DECLARANT UNDER ANY COVENANTS, RESTRICTIONS OR DECLARATIONS NOW OR HEREAFTER RELATING TO THE REAL ESTATE OR THE IMPROVEMENTS) AND ALL NOTES OR CHATTEL PAPER NOW OR HEREAFTER ARISING FROM OR BY VIRTUE OF ANY TRANSACTIONS RELATED TO THE REAL ESTATE OR THE IMPROVEMENTS;

(J) ALL WATER TAPS, SEWER TAPS, CERTIFICATES OF OCCUPANCY, PERMITS, LICENSES, FRANCHISES, CERTIFICATES, CONSENTS, APPROVALS AND OTHER RIGHTS AND PRIVILEGES NOW OR HEREAFTER OBTAINED IN CONNECTION WITH THE REAL ESTATE OR THE IMPROVEMENTS AND ALL PRESENT AND FUTURE WARRANTIES AND GUARANTIES RELATING TO THE IMPROVEMENTS OR TO ANY EQUIPMENT, FIXTURES, FURNITURE, FURNISHINGS, PERSONAL PROPERTY OR COMPONENTS OF ANY OF THE FOREGOING NOW OR HEREAFTER LOCATED OR INSTALLED ON THE REAL ESTATE OR THE IMPROVEMENTS;

(K) ALL BUILDING MATERIALS, SUPPLIES AND EQUIPMENT NOW OR HEREAFTER PLACED ON THE REAL ESTATE OR IN THE IMPROVEMENTS AND ALL ARCHITECTURAL RENDERINGS, MODELS, DRAWINGS, PLANS, SPECIFICATIONS, STUDIES AND DATA NOW OR HEREAFTER RELATING TO THE REAL ESTATE OR THE IMPROVEMENTS;

(L) ALL RIGHT, TITLE AND INTEREST OF THE BORROWER IN ANY INSURANCE POLICIES OR BINDERS NOW OR HEREAFTER RELATING TO THE

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REAL PROPERTY OR THE IMPROVEMENTS INCLUDING ANY UNEARNED PREMIUMS THEREON;

(M) ALL PROCEEDS, PRODUCTS, SUBSTITUTIONS AND ACCESSIONS (INCLUDING CLAIMS AND DEMANDS THEREFOR) OF THE CONVERSION, VOLUNTARY OR INVOLUNTARY, OF ANY OF THE FOREGOING INTO CASH OR LIQUIDATED CLAIMS, INCLUDING, WITHOUT LIMITATION, PROCEEDS OF INSURANCE AND CONDEMNATION AWARDS;

(N) ALL OTHER OR GREATER RIGHTS AND INTERESTS OF EVERY NATURE IN THE REAL ESTATE OR THE IMPROVEMENTS AND IN THE POSSESSION OR USE THEREOF AND INCOME THEREFROM, WHETHER NOW OWNED OR HEREAFTER ACQUIRED BY THE BORROWER;

(O) ALL PLANS AND SPECIFICATIONS RELATING TO THE CONSTRUCTION OF IMPROVEMENTS ON THE REAL ESTATE AND ALL UNEXPIRED CLAIMS, WARRANTIES, GUARANTIES, INDEMNIFICATIONS AND SURETIES, IF ANY, ARISING FROM OR RECEIVED IN CONNECTION WITH THE INSTALLATION, CONSTRUCTION, IMPROVEMENT, MAINTENANCE OR EQUIPMENT OF OR ON THE REAL ESTATE OR SAID IMPROVEMENTS THEREON;

(P) ALL RIGHT, TITLE AND INTEREST OF BORROWER IN AND TO ALL RESERVATION AGREEMENTS AND SALES CONTRACTS NOW EXISTING OR HEREAFTER ENTERED INTO, INCLUDING ANY DOWN PAYMENTS AND/OR EARNEST MONEY DEPOSITS MADE UNDER SUCH AGREEMENTS OR CONTRACTS, WHETHER HELD BY A BROKER, ESCROWEE, AGENT OR BORROWER, AND IN ANY ESCROWS ESTABLISHED FOR THE CLOSING OF THE TRANSACTIONS CONTEMPLATED BY SUCH AGREEMENTS OR CONTRACTS, UNDER WHICH BORROWER AGREES TO SELL ALL OR ANY PORTION OF THE REAL ESTATE AND ALL AMENDMENTS AND SUPPLEMENTS THERETO, WHICH BORROWER HAS, MAY HAVE, OR MAY SUBSEQUENTLY DIRECTLY OR INDIRECTLY ENTER INTO;

(Q) ALL CONTRACTS, LICENSES AND PERMITS, NOW OR HEREAFTER EXISTING, DIRECTLY OR INDIRECTLY RELATED TO, OR CONNECTED WITH, THE CONSTRUCTION, IMPROVEMENT, MAINTENANCE OR SERVICE OF THE REAL ESTATE OR THE IMPROVEMENTS THEREON; AND

(R) ALL PROCEEDS FROM THE SALE, TRANSFER, OR PLEDGE OF ANY OR ALL OF THE FOREGOING PROPERTY.