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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

Doc#: 0617306132 Fee: \$36.50
Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 06/22/2006 01:36 PM Pg: 1 of 7

A. NAME & PHONE OF CONTACT AT FILER [optional]
B. SEND ACKNOWLEDGMENT TO: (Name and Address)
LEILA RACHLIN, ESQ.
WHITE & CASE LLP
1155 AVENUE OF THE
NEW YORK, NY 10036
1111779-1607
Metropolitan Title Company
National Services Division
7891 Lochlin Drive
Brighton, MI 48116

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
BAGCRAFTPAPERCON I, LLC
OR
1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
1c. MAILING ADDRESS
3900 WEST 43RD STREET CHICAGO IL 60632 USA
1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION LLC 1f. JURISDICTION OF ORGANIZATION DELAWARE 1g. ORGANIZATIONAL ID #, if any DE-2930400 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
DEUTSCHE BANK TRUST COMPANY AMERICAS, AS COLLATERAL AGENT
OR
3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
3c. MAILING ADDRESS
60 WALL STREET NEW YORK NY 10005 USA

4. This FINANCING STATEMENT covers the following collateral:

SEE SCHEDULE A ATTACHED HERETO AND MADE A PART HEREOF FOR THE DESCRIPTION OF COLLATERAL.

THIS IS A FIXTURE FILING TO BE FILED IN THE REAL PROPERTY RECORDS OF COOK COUNTY, IL.

Handwritten notes: Syle, 4/9, S no, Myer, 10/25, etc.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING
6. 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
FILE WITH: COOK COUNTY, ILLINOIS (2ND LIEN - FEE) 1111779-1607

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UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME BAGCRAFTPAPERCON I, LLC			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

**FILE WITH: COOK COUNTY, IL
1111779-1607
(2ND LIEN - FEE)**

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	
<input type="checkbox"/> NONE					

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

13. This FINANCING STATEMENT covers timber to be cut or as-extracted collateral, or is filed as a fixture filing.

14. Description of real estate:

**SEE EXHIBIT A ATTACHED HERETO
FOR LEGAL DESCRIPTION.**

TAX IDENTIFICATION NUMBERS:

19-02-100-027-0000

19-02-100-028-0000

19-02-100-031-0000

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

16. Additional collateral description:

17. Check only if applicable and check only one box.

Debtor is a Trust or Trustee acting with respect to property held in trust or Decedent's Estate

18. Check only if applicable and check only one box.

- Debtor is a TRANSMITTING UTILITY
- Filed in connection with a Manufactured-Home Transaction — effective 30 years
- Filed in connection with a Public-Finance Transaction — effective 30 years

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SCHEDULE A TO UCC-1 FINANCING STATEMENT

BAGCRAFTPAPERCON I, LLC,
as Debtor (the "Debtor")

and

DEUTSCHE BANK TRUST COMPANY AMERICAS, AS COLLATERAL AGENT,
as Secured Party (the "Secured Party")

This Financing Statement covers the following types of collateral in which a security interest was granted to the Secured Party by the Debtor pursuant to that certain Mortgage, Security Agreement, Assignment of Rents and Leases and Fixture Filing, dated as of June 9, 2006, as the same may be amended, supplemented and/or modified from time to time (the "Mortgage"), made by the Debtor, as mortgagor, for the benefit of the Secured Party:

All capitalized terms used but not otherwise defined herein shall have the same meanings ascribed to such terms in the Mortgage:

All of the Debtor's estate, right, title and interest, whether now owned or hereafter acquired, whether as lessor or lessee and whether vested or contingent, in and to all of the following (collectively, the "Collateral"):

A. The real property described in Exhibit A attached hereto, together with any greater or additional estate therein as hereafter may be acquired by Debtor (the "Land");

B. All improvements now owned or hereafter acquired by Debtor, now or at any time situated, placed or constructed upon the Land subject to the Liens permitted under Sections 6.2 (a), (b), (c), (d), (e), (f), (j), (k)(ii), (l), (m), (n), (o) and (t) (collectively, "Permitted Encumbrances") (the "Improvements"); the Land and Improvements are collectively referred to as the "Premises";

C. All materials, supplies, equipment, apparatus and other items of personal property now owned or hereafter acquired by Debtor and now or hereafter attached to, installed in or used in connection with any of the Improvements or the Land, and water, gas, electrical, telephone, storm and sanitary sewer facilities and all other utilities whether or not situated in easements (the "Fixtures");

D. All goods, accounts, general intangibles, instruments, documents, chattel paper and all other personal property of any kind or character, including such items of personal property as defined in the UCC (defined below), now owned or hereafter acquired by Debtor and now or hereafter affixed to, placed upon, used in connection with, arising from or otherwise related to the Premises (the "Personalty");

E. All reserves, escrows or impounds required under the Revolving Credit Agreement and all deposit accounts maintained by Debtor with respect to the Mortgaged Property (the "Deposit Accounts");

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F. All leases, licenses, concessions, occupancy agreements or other agreements (written or oral, now or at any time in effect) which grant to any Person (other than Debtor) a possessory interest in, or the right to use, all or any part of the Mortgaged Property, together with all related security and other deposits subject to depositors rights and requirements of law (the "Leases");

G. All of the rents, revenues, royalties, income, proceeds, profits, security and other types of deposits subject to depositors rights and requirements of law, and other benefits paid or payable by parties to the Leases for using, leasing, licensing possessing, operating from, residing in, selling or otherwise enjoying the Mortgaged Property (the "Rents");

H. All other agreements, such as construction contracts, architects' agreements, engineers' contracts, utility contracts, maintenance agreements, management agreements, service contracts, listing agreements, guaranties, warranties, permits, licenses, certificates and entitlements in any way relating to the construction, use, occupancy, operation, maintenance, enjoyment or ownership of the Mortgaged Property (the "Property Agreements");

I. All rights, privileges, tenements, hereditaments, rights-of-way, easements, appendages and appurtenances appertaining to the foregoing;

J. All property tax refunds payable to Debtor (the "Tax Refunds");

K. All accessions, replacements and substitutions for any of the foregoing and all proceeds thereof (the "Proceeds");

L. All insurance policies, unearned premiums therefor and proceeds from such policies covering any of the above property now or hereafter acquired by Debtor (the "Insurance"); and

M. All awards, damages, remunerations, reimbursements, settlements or compensation heretofore made or hereafter to be made by any governmental authority pertaining to the Land, Improvements, Fixtures or Personalty (the "Condemnation Awards").

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EXHIBIT A Description of Land

The land referred to is situated in the County of Cook, State of Illinois, is described as follows:

Parcel 1:

An irregular shaped parcel of land in the West Half of the Northwest Quarter of Section 2, Township 38 North, Range 13, East of the Third Principal Meridian, described as follows:

Beginning at the intersection of the North line of private West 43rd Street (a Private Street) said North line of private West 43rd Street being 33.0 feet North of and parallel to the South line of the West Half of the Northwest Quarter of said Section 2, and a line 299.07 feet (measured parallel to aforesaid South line of the West Half of the Northwest Quarter of Section 2), West of and parallel to the East line of said West Half of the Northwest Quarter of Section 2, said last described parallel line being the Easterly boundary line of the premises conveyed by the First National Bank of Chicago, to the then Trustees of the Central Manufacturing District by Deed dated April 9, 1957 and recorded in the Recorder's Office of Cook County, Illinois on May 27, 1957 in Book 54908, at Page 226 as Document No. 16915322; thence North along the last described parallel line, 308.29 feet to a point, said point being also the Northeast corner of the said premises as conveyed by Deed dated April 9, 1957 as aforementioned; thence Northeasterly along a curve convex to the Southeast, having a radius of 295.12 feet, an arc distance of 229.84 feet, more or less, to its intersection with a line 519.27 feet, by rectangular measurement, North of and parallel to said South line of the West Half of the Northwest Quarter of Section 2, said point of intersection being 160.16 feet (measured parallel to aforesaid South line of the West Half of the Northwest Quarter of Section 2), West of said East line of the West Half of the Northwest Quarter of Section 2; thence East along the last described parallel line to a point 158.0 feet, by rectangular measurement, West of and parallel to said East line of the West Half of the Northwest Quarter of Section 2; thence Southeasterly along a curved line convex to the Southeast, having a radius of 584.21 feet, an arc distance of 209.93 feet, more or less, to a point which is 314.32 feet, by rectangular measurement, North of said South line of the West Half of the Northwest Quarter of Section 2 and 120.7 feet West of the East line of said West Half of the Northwest Quarter of Section 2, measured along a line parallel to the South line thereof; thence Southeasterly on a straight line to a point which is 212.9 feet, by rectangular measurement, North of the said South line of the West Half of the Northwest Quarter of Section 2, and 82.41 feet West of the East line of said West Half of the Northwest Quarter of Section 2, measured along a line parallel to the South line thereof; thence Southeasterly on a curve convex to the Northeast, having a radius of 562.19 feet, an arc distance of 19.0 feet, more or less, to a point which is 195.08 feet, by rectangular measurement, North of the South line of the West Half of the Northwest Quarter of Section 2 and 76.02 feet West of the East line of said West Half of the Northwest Quarter of Section 2, measured along a line parallel with the South line thereof; thence Southerly on a curve convex to the East, having a radius of 317.63 feet, an arc distance of 127.55 feet, more or less, to a point which is 69.58 feet, by rectangular

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measurement, North of said South line of the West Half of the Northwest Quarter of said Section 2, and 60.26 feet West of the East line of said West Half of the Northwest Quarter of Section 2, measured along a line parallel with the South line thereof; thence Southerly along a straight line to a point in the North line of West 43rd Street, aforementioned, said point being 63.05 feet West of the East line of said West Half of the Northwest Quarter of Section 2, measured along a line parallel with the South line thereof; thence West along said North line of West 43rd Street, a distance of 236.01 feet to the Point of Beginning, in Cook County, Illinois.

Parcel 2:

That part of the West Half of the Northwest Quarter of Section 2, Township 38 North, Range 13, East of the Third Principal Meridian, described as follows:

Beginning at the intersection of the North Line of West 43rd Street (a private street), said North line of West 43rd Street being 33.0 feet North of and parallel to the South line of the West Half of the Northwest Quarter of said Section 2, and a line 299.07 feet (measured parallel to aforesaid South line of the West Half of the Northwest Quarter of Section 2) West of and parallel to the East line of said West Half of the Northwest Quarter of Section 2, said last described parallel line being the Easterly boundary line of the premises conveyed by the First National Bank of Chicago, to the then Trustees of the Central Manufacturing District by Deed dated April 9, 1957 and recorded in the Recorder's Office of Cook County, Illinois, on May 27, 1957 in Book 54908, at Page 226 as Document No. 16915322; thence North along the last described parallel line, 182.0 feet; thence West along a line parallel to the North line of aforesaid West 43rd Street, 57.75 feet to an existing brick wall of a one story building; thence Southerly along the said brick wall and its Southerly extension, 182.0 feet to the North line of said West 43rd Street; thence East along said North line of said West 43rd Street, 60.05 feet to the Point of Beginning, in Cook County, Illinois.

Parcel 3:

That part lying West of a straight line parallel to and 299.07 feet (measured parallel to the South line of the West Half of the Northwest Quarter of Section 2, West of the East line of the West Half of the Northwest Quarter of Section 2, of the following described premises:

An irregular shaped parcel of land in the West Half of Section 2, Township 38 North, Range 13, East of the Third Principal Meridian, described as follows:

Beginning at the intersection of the North line of private West 43rd Street (a private street), said North line of private West 43rd Street being 33 feet North of and parallel to the South line of the West Half of the Northwest Quarter of Section 2, and a line 784.07 feet, (measured parallel to aforesaid South line of the West Half of the Northwest Quarter of Section 2), West of and parallel to the East line of said West Half of the Northwest Quarter of said Section 2, said last described parallel line being the Easterly boundary

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line of the premises conveyed by the First National Bank of Chicago to the then Trustees of Central Manufacturing District by Deed dated July 18, 1951 and recorded in the Recorder's Office of Cook County, Illinois on July 26, 1951 in Book 47027, at Page 156 as Document No. 15132507; thence North along the last described parallel line, 248.02 feet to a point; thence Northeasterly on a straight line 131.28 feet, more or less, to its intersection with a line 301 feet, by rectangular measurement, North of and parallel to said South line of the West Half of the Northwest Quarter of said Section 2, said point of intersection being 654.07 feet (measured parallel to aforesaid South line of the West Half of the Northwest Quarter of said Section 2), West of said East line of the West Half of the Northwest Quarter of Section 2; thence East along the last described line to a point of curve, said point of curve being 447.89 feet (measured parallel to aforesaid South line of the West Half of the Northwest Quarter of said Section 2), West of the South East line of the West Half of the Northwest Quarter of said Section 2; thence Northeasterly along a curve, convex to the Southeast, having a radius of 295.12 feet, an arc distance of 385.82 feet, more or less, to its intersection with a line 519.27 feet, by rectangular measurement, North of and parallel to said South line of the West Half of the Northwest Quarter of Section 2, said point of intersection being 160.16 feet (measured parallel to aforesaid South line of the West Half of the Northwest Quarter of Section 2) West of said East line of the West Half of the Northwest Quarter of Section 2; thence East along the last described parallel line to its intersection with a line 158 feet, by rectangular measurement, West of and parallel to the said East line of the West Half of the Northwest Quarter of Section 2, said last described parallel line being the Easterly boundary line of the premises conveyed by the Chicago River and Indiana Railroad Company, to the First National Bank of Chicago by Deed dated May 23, 1951 and recorded in the Recorder's Office of Cook County, Illinois on June 7, 1951 in Book 46794, at Page 526 as Document No. 15094225; thence South along the last described parallel line to the said North line of private West 43rd Street; thence West along said North line of private West 43rd Street to the Point of Beginning, in Cook County, Illinois: EXCEPTING therefrom that part thereof described above as Parcel 2, all in Cook County, Illinois.

Tax Parcel No. 19-02-100-027-0000, as to Parcel 1

Tax Parcel No. 19-02-100-028-0000, as to Parcels 1, 2, and 3

Tax Parcel No. 19-02-100-031-0000, as to Parcels 1 and 3 and other property