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Cook County Recorder of Deeds
Date: 11/20/2006 08:23 AM Pg: 1 of 6

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

WIRELESS CAPITAL PARTNERS, LLC
2800 28th Street, Suite 100
Santa Monica, CA 90405
Attn: Servicing Manager
WCP #: 63675

DOCUMENT TITLE: MEMORANDUM OF PURCHASE AND SALE OF
LEASE AND SUCCESSOR LEASE

GRANTOR/LESSOR: THREE THOUSAND AND CHELTENHAM
PARTNERS, LLC, an Illinois limited liability company

GRANTEE/LESSEE: WIRELESS CAPITAL PARTNERS, LLC, a Delaware
limited liability company

PROPERTY ADDRESS: 3008 E. Cheltenham Place, Chicago, IL

PARCEL ID: 21-30-411-018

4/45

SY
PB
MY
ALL
SO
4/45

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WHEN RECORDED MAIL TO:

WIRELESS CAPITAL PARTNERS, LLC
2800 28th Street, Suite 100
Santa Monica, California 90405
Attn: Servicing Manager
WCP#: 63675

MEMORANDUM OF PURCHASE AND SALE OF LEASE AND SUCCESSOR LEASE

This Memorandum of Purchase and Sale of Lease and Successor Lease (this "Memorandum") is made as of Sep 28, 2006 between THREE THOUSAND CHELTENHAM PARTNERS, LLC, an Illinois limited liability company ("Landlord"), and WIRELESS CAPITAL PARTNERS, LLC, a Delaware limited liability company ("WCP").

A. Landlord, as successor in interest to Chicago Title Land Trust Company as successor trustee to Chicago Title and Trust Company, Trust #1106854, as lessor, and VoiceStream GSM I Operating Company, LLC, a Delaware limited liability company, as lessee ("Tenant"), are parties to that certain lease dated as of September 18, 2002, a memorandum of which was recorded on October 24, 2003, as Instrument No. 0329706018 (the "Lease"), with respect to the premises described on Exhibit A attached hereto (the "Premises").

B. Landlord and WCP are parties to a Purchase and Sale of Lease and Successor Lease dated on or about the date hereof (the "Agreement"), pursuant to which Landlord has, among other things, sold and assigned to WCP its right, title and interest in and to the Lease. The parties hereto desire to execute this Memorandum to provide constructive notice of the existence of the Lease and the Agreement, and of WCP's rights under the Agreement including the easement granted therein.

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto acknowledge and/or agree as follows:

Landlord has sold and assigned and hereby does sell and assign all of its right, title and interest in and to the Lease to WCP, on the terms and subject to the conditions set forth in the Agreement. The Lease expires by its terms on or about December 16, 2007 and contains 5 option(s) to renew or extend the term for an additional period of 5 years each. Landlord has leased and hereby does lease the Premises to WCP, on the terms and subject to the conditions set forth in the Agreement. The successor lease is for a term commencing upon the expiration or termination of the Lease and ending on September 30, 2021. Landlord has retained all of Landlord's obligations and liabilities under the Lease.

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The terms and conditions of the Lease and the Agreement are hereby incorporated herein by reference as if set forth herein in full. Copies of the Lease and the Agreement are maintained by WCP at the address of WCP above and are available to interested parties upon request. This Memorandum has been duly executed by the undersigned as of the date first written above.

Landlord:

THREE THOUSAND CHELTENHAM
PARTNERS, LLC,
an Illinois limited liability company

By: 

Name: Ayman Khalil

Title: Managing Member

WCP:

WIRELESS CAPITAL PARTNERS, LLC,
a Delaware limited liability company

By: 

Name: Joni Lesage

Title: Treasurer

[NOTE: ALL SIGNATURES MUST BE PROPERLY NOTARIZED]

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ALL-PURPOSE ACKNOWLEDGMENT

State of

County of

Cook

SS.

On

9/25/06

Date

before me,

Richard J. Manning, Notary

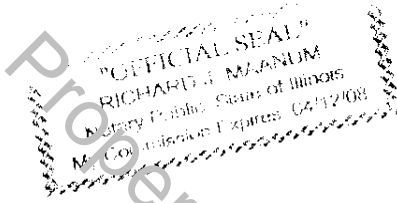
Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared

Ayman Khalil

Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose names(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[Signature]

Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could not prevent fraudulent removal and reattachment of this form to another document.

1. Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

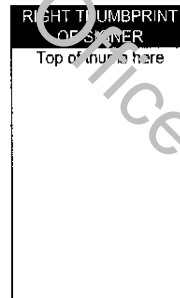
Signer(s) Other Than Named Above: _____

2. Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer – Title(s): _____
- Partner - Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____



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ALL-PURPOSE ACKNOWLEDGMENT

State of **CALIFORNIA** }
County of **LOS ANGELES** } ss.

On 9/28/06, before me, Carrie Anne Messina, Notary Public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Joni LeSage,
Name(s) of Signer(s)

- personally known to me
 proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



WITNESS my hand and official seal.

Carrie Anne Messina
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could not prevent fraudulent removal and reattachment of this form to another document.

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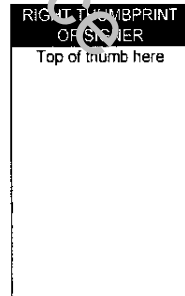
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer – Title(s): _____
- Partner - Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____



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SCHEDULE A

LEASE DESCRIPTION AND LEGAL DESCRIPTION

That certain LEASE AGREEMENT dated September 18, 2002, by and between THREE THOUSAND CHELTENHAM PARTNERS, LLC, a Illinois limited liability company as successor in interest to Chicago Title Land Trust Company as successor trustee to Chicago Title and Trust Company, Trust #1106854, whose address is 3324 W North Ave, Chicago, IL 60647 ("Landlord") and VoiceStream GSM I Operating Company, LLC a Delaware limited liability company ("Tenant"), whose address is 12920 SE 38th Street, Attention: PCS Lease Administrator, Bellevue, WA, 98006, for the property located at 3008 E Cheltenham Pl, Chicago, IL 60649 for which a Memorandum Of Lease is duly recorded on October 24, 2003 as Instrument No. 0329706018 of the Cook County Registry.

The Legal Description follows:

LOTS 36, 37 AND 38 IN FIRST EAST ADDITION TO CHELTENHAM BEACH,
BEING A SUBDIVISION OF LOTS 53 TO 59 INCLUSIVE IN DIVISION 1 OF
WESTFALL'S SUBDIVISION IN THE SOUTH HALF OF SECTION 30, TOWNSHIP
38 NORTH, RANGE 15, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK
COUNTY, ILLINOIS.