



After recording return to:

Katten Muchin Rosenman LLP  
525 West Monroe Street  
Chicago, Illinois 60661  
Attn: Bethany N. Bonner, Esq.

Doc#: 0632531066 Fee: \$34.00  
Eugene "Gene" Moore RHSP Fee:\$10.00  
Cook County Recorder of Deeds  
Date: 11/21/2006 12:29 PM Pg: 1 of 6

8322135, CR, P1 2

**AGREEMENT NOT TO ENCUMBER OR TRANSFER PROPERTY**

**THIS AGREEMENT NOT TO ENCUMBER OR TRANSFER PROPERTY** (the "Agreement") is dated as of November 17, 2006, by Muvico Entertainment, L.L.C., a Delaware limited liability company ("Entertainment"), for and in consideration of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable considerations unto it in hand paid, the receipt whereof is hereby acknowledged, by SFI I, LLC, a Delaware limited liability company (together with its successors and assigns hereinafter referred to as the "SFI"), Entertainment hereby covenants, promises and agrees as follows:

1. Entertainment agrees that it will not, without first procuring the consent in writing of SFI, hereafter create or permit any lien or other encumbrances to exist on its leasehold interest in certain real property leased by it, situated in Cook County, Illinois, which real property is more particularly described in Exhibit "A" attached hereto (the "Property").

2. Entertainment agrees that, except as otherwise provided in any written agreement between Entertainment and SFI, it shall not have the privilege, nor will it sell, transfer, assign, hypothecate, or in any manner whatever, dispose of its leasehold interest in the Property, or any interest therein, owned by it, so long as any indebtedness or obligation of Entertainment or its affiliates to SFI shall remain unpaid.

[Signature Page To Follow]

Clerk's Office

# UNOFFICIAL COPY

IN WITNESS WHEREOF, Entertainment has caused this Agreement to be executed as of the date first written above.

Mary Ann Majni  
SIGNATURE

MUVICO ENTERTAINMENT, L.L.C., a Delaware limited liability company

Mary Ann Majni  
NAME LEGIBLY PRINTED,  
TYPEWRITTEN OR STAMPED

By: Muvico Theaters, Inc., a Florida corporation, its Manager

Josai Brunny  
SIGNATURE

By: [Signature]  
Name: Michael F. Whalen, Jr.  
Its: president

JASHING BENVENUTO  
NAME LEGIBLY PRINTED,  
TYPEWRITTEN OR STAMPED

Property of Cook County Clerk's Office

# UNOFFICIAL COPY

STATE OF Florida )  
COUNTY OF Broward )

The foregoing instrument was acknowledged before me this 20th day of October, 2006, by Michael F. Whalen Jr the President of Muvico Theaters, Inc., a Florida corporation, the manager of Muvico Entertainment, L.L.C., a Delaware liability company ("Entertainment"), on behalf of the corporation, as manager of Entertainment.

Personally Known  OR Produced Identification  
Type of Identification Provided \_\_\_\_\_

Mary Ann Majni  
SIGNATURE



NAME LEGIBLY PRINTED,  
TYPEWRITTEN OR STAMPED

(SEAL)

(NOTARY PUBLIC)

My Commission Expires: \_\_\_\_\_

PROPERTY OF COOK COUNTY CLERK'S OFFICE

# UNOFFICIAL COPY

## EXHIBIT "A"

### Legal Description of Property

#### **Parcel 1:**

THAT PART OF LOTS 1, 2, 3, 18, 19 AND 20 AND THAT PART OF 45-FOOT WIDE VACATED MILTON PARKWAY AS LYING WEST OF LOTS 1, 2 AND 3 AND EAST OF LOTS 18, 19 AND 20 INCLUSIVE, ALL IN REP SUBDIVISION OF PART OF THE NORTHEAST QUARTER OF SECTION 9, TOWNSHIP 40 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED FEBRUARY 4, 1963, AS DOCUMENT 18712534 AND VACATED MILTON PARKWAY RECORDED JULY 25, 2006 AS DOCUMENT NUMBER 0620631058 AND THAT PART OF LOT 2 IN FREDERICK JOSS' DEVELOPMENT OF LAND IN SECTION 9, TOWNSHIP, 40 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID LOT 1 IN REP SUBDIVISION; THENCE SOUTH 88 DEGREES 03 MINUTES 19 SECONDS WEST, A DISTANCE OF 125.72 FEET, ALONG THE NORTH LINE OF SAID LOT 1 IN REP SUBDIVISION TO THE POINT ON A CURVE ALSO BEING THE POINT OF BEGINNING; THENCE SOUTHERLY ALONG A CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 43.50 FEET, AN ARC DISTANCE OF 28.01 FEET AND CHORD BEARING SOUTH 32 DEGREES 32 MINUTES 06 SECONDS EAST; THENCE SOUTH 01 DEGREES 44 MINUTES 06 SECONDS EAST, A DISTANCE OF 255.25 FEET TO A POINT ON A CURVE; THENCE WESTERLY ALONG A CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 14.50 FEET, AN ARC DISTANCE OF 15.07 FEET AND CHORD BEARING SOUTH 58 DEGREES 29 MINUTES 27 SECONDS WEST; THENCE SOUTH 88 DEGREES 15 MINUTES 54 SECONDS WEST, A DISTANCE OF 416.61 FEET; THENCE NORTH 01 DEGREES 44 MINUTES 06 SECONDS WEST, A DISTANCE OF 65.30 FEET, AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE; THENCE SOUTH 88 DEGREES 15 MINUTES 54 SECONDS WEST, A DISTANCE OF 208.50 FEET, AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE; THENCE NORTH 14 DEGREES 11 MINUTES 20 SECONDS EAST, A DISTANCE OF 261.77 FEET TO THE NORTH LINE OF SAID LOT 2 IN FREDERICK JOSS' DEVELOPMENT OF LAND; THENCE NORTH 88 DEGREES 03 MINUTES 19 SECONDS EAST, A DISTANCE OF 19.07 FEET ALONG THE NORTH LINE OF SAID LOT 2 IN FREDERICK JOSS' DEVELOPMENT OF LAND TO THE NORTHEAST CORNER OF SAID LOT 2 IN FREDERICK JOSS' DEVELOPMENT OF LAND; THENCE SOUTH 00 DEGREES 12 MINUTES 38 SECONDS WEST, A DISTANCE OF 33.02 FEET TO THE NORTH LINE OF SAID LOT 20 IN REP SUBDIVISION RECORDED ALSO BEING A SOUTH RIGHT-OF-WAY LINE OF BRYN MAWR AVE; THENCE NORTH 88 DEGREES 03 MINUTES 19 SECONDS EAST, A DISTANCE OF 533.75 FEET ALONG THE NORTH LINE OF SAID LOTS 20 AND 1 IN FREDERICK JOSS' DEVELOPMENT TO THE POINT OF BEGINNING, IN THE VILLAGE OF ROSEMONT, COOK COUNTY, ILLINOIS.

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ALSO KNOWN AS LOT 4 IN ROSEMONT ENTERTAINMENT DISTRICT SUBDIVISION, BEING A RESUBDIVISION OF LOTS 1 THROUGH 20 (INCLUSIVE) AND THE ADJOINING VACATED MILTON PARKWAY IN REP SUBDIVISION AND ALSO PART OF LOT 2 IN FREDERICK JOSS' DEVELOPMENT OF LAND, ALL IN THE NORTHEAST QUARTER OF SECTION 9, TOWNSHIP 40 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PROPOSED PLAT THEREOF ENTITLED ROSEMONT ENTERTAINMENT DISTRICT SUBDIVISION PREPARED AS PROJECT NO. 1440 AND DATED MAY 30, 2006 AND VACATED MILTON PARKWAY RECORDED JULY 25, 2006 AS DOCUMENT NUMBER 0620631058, IN COOK COUNTY, ILLINOIS.

CONTAINING AN AREA OF 161,859 SQ. FT. OR 3.7158 ACRES, MORE OR LESS.

## Parcel 2:

The leasehold estate created by virtue of that certain Parking Agreement, by and between Muvico Entertainment, L.L.C., a Delaware limited liability company ("Tenant") and the Village of Rosemont, Illinois, an Illinois home rule municipal corporation (the "Village"), dated August 22, 2006, which has been submitted for recording in the real property records of Cook County, Illinois (the "Records"), as assigned by Muvico to Florida 2005 Theaters LLC, a Delaware limited liability company ("Landlord"), by that certain Assignment of Parking Agreement, by and between Tenant and Landlord, dated as of August 22, 2006, and recorded August 22, 2006 in Cook County, Illinois as Document Number 0623410137, over the following-described property.

THAT PART OF LOTS 3, 4, 5, 6, 7 AND 8 ALL IN REP SUBDIVISION OF PART OF THE NORTHEAST QUARTER OF SECTION 9, TOWNSHIP 40 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED FEBRUARY 4, 1963, AS DOCUMENT 18712534, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF LOT 1 IN SAID REP SUBDIVISION; THENCE SOUTH 00 DEGREES 12 MINUTES 38 SECONDS WEST, A DISTANCE OF 357.55 FEET, ALONG THE EAST LINE OF LOTS 1, 2 AND 3 IN SAID REP SUBDIVISION TO THE POINT OF BEGINNING; THENCE SOUTH 00 DEGREES 12 MINUTES 38 SECONDS WEST, A DISTANCE OF 546.98 FEET, ALONG THE EAST LINE OF LOTS 3, 4, 5, 6, 7, AND 8 IN SAID REP SUBDIVISION; THENCE SOUTH 88 DEGREES 15 MINUTES 54 SECONDS WEST, A DISTANCE OF 121.22 FEET, TO A POINT ON A CURVE; THENCE WESTERLY ALONG A CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 60.00 FEET, AN ARC DISTANCE OF 46.07 FEET AND CHORD BEARING SOUTH 66 DEGREES 16 MINUTES 06 SECONDS WEST; THENCE SOUTH 88 DEGREES 15 MINUTES 54 SECONDS WEST, A DISTANCE OF 112.75 FEET, ALONG A LINE TANGENT TO THE LAST DESCRIBED COURSE; THENCE NORTH 00 DEGREES 22 MINUTES 31 SECONDS WEST, A DISTANCE OF 41.25 FEET; THENCE NORTH 89 DEGREES 37 MINUTES 29 SECONDS EAST, A DISTANCE OF 16.50 FEET, AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE; THENCE NORTH 00 DEGREES 22 MINUTES 31 SECONDS WEST, A DISTANCE OF 498.30 FEET, AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE; THENCE SOUTH 89 DEGREES 37 MINUTES 29

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SECONDS WEST, A DISTANCE OF 28.00 FEET, AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE; THENCE NORTH 00 DEGREES 22 MINUTES 31 SECONDS WEST, A DISTANCE OF 23.84 FEET, AT RIGHT ANGLES TO THE LAST DESCRIBED COURSE; THENCE NORTH 88 DEGREES 15 MINUTES 54 SECONDS EAST, A DISTANCE OF 292.35 FEET, TO THE POINT OF BEGINNING, IN THE VILLAGE OF ROSEMONT, COOK COUNTY, ILLINOIS.

ALSO KNOWN AS LOT 2 IN ROSEMONT ENTERTAINMENT DISTRICT SUBDIVISION, BEING A RESUBDIVISION OF LOTS 1 THROUGH 20 (INCLUSIVE) AND THE ADJOINING VACATED MILTON PARKWAY IN REP SUBDIVISION AND ALSO PART OF LOT 2 IN FREDERICK JOSS' DEVELOPMENT OF LAND, ALL IN THE NORTHEAST QUARTER OF SECTION 9, TOWNSHIP 40 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PROPOSED PLAT THEREOF ENTITLED ROSEMONT ENTERTAINMENT DISTRICT SUBDIVISION PREPARED AS PROJECT NO. 1440 AND DATED MAY 30, 2006 AND VACATED MILTON PARKWAY RECORDED JULY 25, 2006 AS DOCUMENT NUMBER 0620631058, IN COOK COUNTY, ILLINOIS.

CONTAINING AN AREA OF 146,430 SQ. FT. OR 3.3616 ACRES, MORE OR LESS.

**Parcel 3:**

Non-exclusive construction, vehicular and pedestrian easements for the benefit of Parcel 1, created pursuant to that certain Development and Use Agreement by and between Landlord and the Village, as acknowledged by Tenant, dated as of August 22, 2006, and recorded August 22, 2006 in Cook County, Illinois as Document Number 0623410136.

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