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Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 04/05/2007 03:42 PM Pg: 1 of 6

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**SHARON ZABAN LETCHINGER
SCHWARTZ COOPER CHARTERED
180 NORTH LASALLE, SUITE 2700
CHICAGO, ILLINOIS 60601**



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
HAWTHORN ESTATES VAF LLC

OR
1b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

1c. MAILING ADDRESS
**33 WEST MONROE STREET
CHICAGO
IL 60603
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 4302611	<input type="checkbox"/> NONE
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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	<input type="checkbox"/> NONE
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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
JACKSON NATIONAL LIFE INSURANCE COMPANY

OR
3b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

3c. MAILING ADDRESS
**225 WEST WACKER DRIVE, SUITE 1200
CHICAGO
IL 60606
USA**

4. This FINANCING STATEMENT covers the following collateral:

THE COLLATERAL SET FORTH ON THE ATTACHED EXHIBIT "B", INCLUDING ANY SUCH COLLATERAL LOCATED ON THE REAL ESTATE DESCRIBED ON THE ATTACHED EXHIBIT "A".

5. ALTERNATIVE DESIGNATION [if applicable]	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum	<input type="checkbox"/> [if applicable]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional]	<input type="checkbox"/> [ADDITIONAL FEE]	<input type="checkbox"/> All Debtors	<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2

(43698-39608) SZL TO BE FILED WITH COOK COUNTY, IL RECORDER OF DEEDS

FILING OFFICE COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

ILUCC1PNAT - 12/17/2002 CT System Online

First American Title Order # NCS

DEC 5 OF 5 ANK 266000

UNOFFICIAL COPY**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		
HAWTHORN ESTATES VAF LLC		
OR	9b. INDIVIDUAL'S LAST NAME	
	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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 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.

16. Additional collateral description.

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

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 Estate18. 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

FILING OFFICE COPY — UCC FINANCING STATEMENT ADDENDUM (FORM UCC1Ad) (REV. 05/22/02)

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EXHIBIT A

LEGAL DESCRIPTION

PARCEL 3: "RECREATION AREA EASEMENT"

EASEMENT FOR THE BENEFIT OF PARCEL 6 (WHICH IS ALSO AN INSURED PARCEL) AS CREATED BY THE DECLARATION MADE BY SCHAUMBURG DEVELOPMENT ASSOCIATES LIMITED PARTNERSHIP, AN ILLINOIS LIMITED PARTNERSHIP, DATED JULY 22, 1970 AND RECORDED JULY 23, 1970 AS DOCUMENT 21218272 AND GRANT TO SECOND LAKEWOOD ASSOCIATES LIMITED, AN ILLINOIS LIMITED PARTNERSHIP RECORDED NOVEMBER 10, 1970 AS DOCUMENT 21314484 AS AMENDED BY INSTRUMENT RECORDED NOVEMBER 23, 1970 AS DOCUMENT NUMBER 21324390 FOR, THE PURPOSE OF INGRESS AND EGRESS AND RECREATIONAL PURPOSES OVER AND UPON THE FOLLOWING DESCRIBED PROPERTY:

THAT PART OF THE NORTH 1/2 OF THE NORTH 1/2 OF SECTION 12, TOWNSHIP 41 NORTH, RANGE 10, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIN LOCATED 846.0 FEET SOUTH OF THE NORTHWEST CORNER OF THE NORTHEAST 1/4 OF SECTION 12 ON THE WEST LINE OF THE NORTHWEST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 12; THENCE FROM SAID IRON PIN SOUTH 89 DEGREES 46 MINUTES 31 SECONDS WEST, A DISTANCE OF 117.91 FEET TO AN IRON PIN; THENCE NORTHEASTERLY FROM SAID IRON PIN ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 445.00 FEET FOR AN ARC DISTANCE OF 340.04 FEET TO AN IRON PIN, SAID CURVE HAVING A CHORD LENGTH OF 331.82 FEET BEARING NORTH 24 DEGREES 29 MINUTES 48 SECONDS EAST; THENCE NORTHEASTERLY FROM SAID IRON PIN ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 1,007.82 FEET FOR AN ARC DISTANCE OF 63.55 FEET TO AN IRON PIN, SAID CURVE HAVING A CHORD LENGTH OF 62.54 FEET BEARING NORTH 00 DEGREES 48 MINUTES 00 SECONDS EAST; THENCE FROM SAID IRON PIN DUE EAST A DISTANCE OF 95.38 FEET TO AN IRON PIN; THENCE FROM SAID IRON PIN DUE SOUTH A DISTANCE OF 100.00 FEET TO AN IRON PIN; THENCE FROM SAID IRON PIN DUE EAST A DISTANCE OF 174.34 FEET TO AN IRON PIN; THENCE FROM SAID IRON PIN DUE SOUTH A DISTANCE OF 263.88 FEET TO AN IRON PIN; THENCE FROM SAID IRON PIN SOUTH 89 DEGREES 46 MINUTES 31 SECONDS WEST A DISTANCE OF 290.29 FEET TO THE POINT OF BEGINNING, ALL IN COOK COUNTY, ILLINOIS.

PARCEL 6:

THAT PART OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF SECTION 12, TOWNSHIP 41 NORTH, RANGE 10, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST 1/4 CORNER OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 12; THENCE SOUTH 89 DEGREES 49 MINUTES 20 SECONDS WEST ALONG THE NORTH LINE OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 12, A DISTANCE OF 724.412 FEET; THENCE DUE SOUTH 394.416 FEET; THENCE DUE WEST 55.00 FEET; THENCE SOUTH 44 DEGREES 32 MINUTES 52 SECONDS WEST 170.68 FEET; THENCE DUE SOUTH 304.707 FEET TO A POINT ON THE NORTHERLY LINE OF THE ILLINOIS STATE TOLL HIGHWAY COMMISSION PARCEL N-6C-72.1, SAID POINT BEING 437.185 FEET EASTERLY OF THE INTERSECTION OF THE NORTH AND SOUTH QUARTER SECTION LINE OF SAID SECTION 12, AS MEASURED ALONG THE NORTHERLY LINE OF SAID TOLL HIGHWAY PARCEL N-6C-72.1; THENCE SOUTH 81 DEGREES 13 MINUTES EAST ALONG THE NORTHERLY LINE OF SAID TOLL HIGHWAY PARCEL N-6C-72.1, A DISTANCE OF 115.385 FEET; THENCE

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NORTH 08 DEGREES 47 MINUTES 00 SECONDS EAST, A DISTANCE OF 25 FEET ALONG THE WESTERLY LINE OF THE ILLINOIS STATE TOLL HIGHWAY COMMISSION PARCEL N-6C-72.1; THENCE SOUTH 81 DEGREES 13 MINUTES 00 SECONDS EAST ALONG THE NORTHERLY LINE OF SAID TOLL HIGHWAY PARCEL N-6C-72.1, 792.410 FEET TO THE EAST LINE OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 12; THENCE NORTH 00 DEGREES 06 MINUTES 42 SECONDS WEST 936.92 FEET TO THE POINT OF BEGINNING,

EXCEPTING FROM THE ABOVE DESCRIBED PARCEL OF LAND THAT PART THEREOF DESCRIBED AS FOLLOWS:

COMMENCING AT THE CENTER OF SECTION 12, TOWNSHIP 41 NORTH, RANGE 10, EAST OF THE THIRD PRINCIPAL MERIDIAN; THENCE NORTHERLY ALONG THE NORTH AND SOUTH QUARTER LINE, A DISTANCE OF 569.91 FEET TO A POINT; THENCE TURNING AN ANGLE OF 98 DEGREES 33 MINUTES WITH THE LAST DESCRIBED LINE EXTENDED AND RUNNING THENCE SOUTHEASTERLY A DISTANCE OF 437.185 FEET TO THE POINT OF BEGINNING OF THE EXCEPTION TO BE HEREIN DESCRIBED, SAID POINT BEING ON THE NORTHERLY LINE OF THE NORTHERN ILLINOIS TOLL HIGHWAY RIGHT OF WAY; THENCE CONTINUING ALONG THE LAST DESCRIBED LINE EXTENDED FOR A DISTANCE OF 115.385 FEET; THENCE TURNING AN ANGLE LEFT 90 DEGREES 00 MINUTES WITH THE LAST DESCRIBED LINE EXTENDED AND RUNNING NORTHERLY A DISTANCE OF 25 FEET TO A POINT; THENCE TURNING AN ANGLE RIGHT OF 90 DEGREES 00 MINUTES WITH THE LAST DESCRIBED LINE EXTENDED AND RUNNING EASTERLY, A DISTANCE OF 792.41 FEET TO A POINT ON THE EAST LINE OF THE WEST 1/2 OF THE NORTHEAST 1/4 OF SECTION 12 SAID POINT BEING ON THE NORTHERLY LINE OF THE NORTHERN ILLINOIS TOLL HIGHWAY RIGHT OF WAY; THENCE NORTHERLY ALONG THE SAID EAST LINE, A DISTANCE OF 205.07 FEET TO A POINT; THENCE SOUTH 89 DEGREES 53 MINUTES 18 SECONDS WEST, 213.69 FEET TO A POINT OF CURVATURE WITH A CURVED LINECONCAVE SOUTH AND HAVING A RADIUS OF 300.00 FEET, WESTERLY ALONG SAID CURVED LINE, AN ARC DISTANCE OF 81.98 FEET (THE CHORD TO SAID ARC BEARS SOUTH 82 DEGREES 03 MINUTES 35 SECONDS WEST, 81.73 FEET) THENCE SOUTH 74 DEGREES 13 MINUTES 51 SECONDS WEST, 66.31 FEET TO A POINT OF CURVATURE WITH A CURVED LINECONCAVE NORTH AND HAVING A RADIUS OF 475.00 FEET; THENCE WESTERLY ALONG SAID CURVED LINE, AN ARC DISTANCE OF 156.12 FEET (THE CHORD TO SAID ARC BEARS SOUTH 83 DEGREES 38 MINUTES 47 SECONDS 155.41 FEET) THENCE NORTH 86 DEGREES 56 MINUTES 17 SECONDS WEST, 388.21 FEET; THENCE SOUTH 00 DEGREES 0 MINUTES 0 SECONDS WEST, 65.0 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

Parcel Identification No. 07-12-202-007-0000

Property Address: Hawthorn Estates, 1931 Prairie Square, Schaumburg, Illinois

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EXHIBIT "B"

COLLATERAL DESCRIPTION

DEBTOR: HAWTHORN ESTATES VAF LLC

SECURED PARTY: JACKSON NATIONAL LIFE INSURANCE COMPANY

Debtor hereby grants to Secured Party a security interest in and to the following:

1. All personal property of every nature whatsoever now or hereafter owned by Debtor and on, or used in connection with the real estate legally described on Exhibit "A" hereto (the "Real Estate") or the improvements thereon, including all extensions, additions, improvements, betterments, renewals, substitutions and replacements thereof and all of the right, title and interest of Debtor in and to any such personal property together with the benefit of any deposits or payments now or hereafter made on such personal property by Debtor or on its behalf;
2. Any and all rents, revenues, issues, profits, proceeds, income, royalties, accounts including health care insurance receivables, accounts receivable, escrows, reserves, impounds, security deposits and other rights to monies now owned or hereafter acquired and arising from or out of the Real Estate and/or the businesses and operations conducted by Debtor thereon.
3. All fixtures and articles of personal property now or hereafter owned by Debtor and forming a part of or used in connection with the Real Estate or the improvements thereon, including, but without limitation, any and all air conditioners, antennae, appliances, apparatus, awnings, basins, bathtubs, bidets, boilers, bookcases, cabinets, carpets, coolers, curtains, dehumidifiers, disposals, doors, drapes, dryers, ducts, dynamos, elevators, engines, equipment, escalators, exercise equipment, fans, fittings, floor coverings, furnaces, furnishings, furniture, hardware, heaters, humidifiers, incinerators, lighting, machinery, motors, ovens, pipes, plumbing, pumps, radiators, ranges, recreational facilities, refrigerators, screens, security systems, shades, shelving, sinks, sprinklers, stokers, stoves, toilets, ventilators, wall coverings, washers, windows, window coverings, wiring, and all renewals or replacements thereof or articles in substitution therefor;
4. Subject to the applicable provisions of the Mortgage, Security Agreement and Financing Statement all proceeds of the foregoing, including, without limitation, all judgments, awards of damages and settlements hereafter made resulting from condemnation proceeds or the taking of the Real Estate or improvements thereon or any portion thereof under the power of eminent domain, any proceeds of any policies of insurance, maintained with respect to the Real Estate or improvements thereon or proceeds of any sale, option or contract to sell the Real Estate or improvements thereon or any portion thereof;

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5. Any and all other personal property of any kind, nature or description, whether tangible or intangible, (including without limitation, any and all goods, contract rights, franchises, licenses, permits, chattel paper, money, equipment deposit accounts including health care insurance receivables, documents, investment property, instruments, letter of credit rights, supporting obligations, and general intangibles including payment intangibles) of Debtor relating to or used in connection with the operation or maintenance of the Real Estate, whether now owned or hereafter acquired, or in which Debtor now has or shall hereafter acquire any right, title or interest whatsoever (whether by bill of sale, lease, conditional sales contract, or other title retention document or otherwise);

6. Any and all additions and accessories to all of the foregoing and any and all proceeds (including proceeds of insurance, eminent domain or other governmental takings and tort claims), renewals, replacements and substitutions of all of the foregoing;

7. All of the books and records pertaining to the foregoing.