Doc#: 0710360078 Fee: \$40.00 Eugene "Gene" Moore RHSP Fee:\$10.00 Cook County Recorder of Deeds Date: 04/13/2007 01:26 PM Pg: 1 of 9

#### SUBORDINATION AND CONSENT

WHEREAS, SUN L'IFE ASSURANCE COMPANY OF CANADA, a Canadian corporation, having an office at One Sun Life Executive Park, Wellesley Hills, Massachusetts 02481 ("Lender") is the owner and Lolder of the debt secured by the mortgages identified on Exhibit B attached hereto and incorporated herein (collectively, the "Mortgage");

WHEREAS, Gas-Mart USA, Inc., a Missouri corporation ("Borrower"), and CONOCOPHILLIPS COMPANY, a Delawak corporation ("Seller"), are parties to that certain Real Estate Contract (Multi-Sites Involving Fee and Leasehold Estates) with an effective date of November 14, 2003 (the "Contract") subsequent to vinish date Borrower assigned its rights in the Contract to its affiliate, FUEL SERVICE MART, INC., a Missouri corporation ("FSM"). Pursuant to the Contract and its related addenda, FSM has granted to Seller the right to repurchase the property described on Exhibit A attached hereto and incorporated herein upon the occurrence of certain events (the "Repurchase Option"). A memorandum of the Repurchase Option was recorded on February 25, 2004 in the Office of the Recorder of Deeds of Cook County, Illinois as Document Number 0405632125:

WHEREAS, Lender has requested that FSM and Seller subordinate the Repurchase Option to the lien of the Mortgage and FSM and Seller have agreed accordingly.

NOW, THEREFORE, in consideration of the foregoing recitals and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, FSM and Seller hereby consent to the execution, delivery and recording of the Mortgage and hereby subordinate their respective rights and obligations under the Repurchase Option to the liens, rights and obligations created by the Mortgage.

Sun Life Assurance Company of Canada is an intended beneficiary of this Subordination and Consent and shall have the right to enforce it.

PJ-639618-v1 Store #46

St. Lunis 260 567

3 OF S DEC

0710360078 Page: 2 of 9

# **UNOFFICIAL COPY**

IN WITNESS WHEREOF, FSM an as of <u>FEBRUARY 12</u> , 2007.	d Seller have executed this Subordination and Conser
<del>1</del>	
	FUEL SERVICE MART, INC.
	a Missouri corporation
	By:
	Name: David George Title: President
	•
000	a Delaware corporation
<b>4</b>	By: Randay D. Amen
0,5	Name: Randall D. Amen
	Title: Attorney IN FACT
ACKNO ACKNO	WLEDGMENT
STATE OF KANSAS	Co,
) ss	4/2%
COUNTY OF JOHNSON	9
NOW ON THIS $47H$ day of $FF$	RUALL, 2007, before me, a Notary Public in
nd for said state, came <u>DAVID GEOR</u>	
<del>-</del>	ersonally known to me to be the same person who
	said corporation, and who acknowledged the leed of said corporation for the purposes therein
tated.	icca of said corporation for the purposes therein
	reunto set my hand and affixed my official seal, the
ay and year last above written.	
_	) auct oli
NO	TARY PUBLIC
My Appointment Expires: Notary Public State of Ka	ansas
Bama Robinson	ulbara
My Appt Exp ///cfc	142010

2

0710360078 Page: 3 of 9

### **UNOFFICIAL COPY**

STATE OF (OLORADO)
) ss.
COUNTY OF HRAPAHOE )
NOW ON THIS 1274 day of FBRUARY, 2007, before me, a Notary Public in
and for said start, came RANDALL D. ATTORNEY- W-Factor
ConocoPhillips Company, a Delaware corporation, who is personally known to me to be the
same person who executed the within instrument on behalf of said corporation, and who
acknowledged the execution of the same to be the free act and deed of said corporation for the
purposes therein stated.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the
day and year last above written.
955 / Nau
My Appointment Expires: 9-24 3010 TARY PUBLIC
JESSIE MAUL
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires Sept. 24, 2010
· <b>T</b> ′ <sub>4</sub>
3,
Spires Sept. 24, 2010
8

0710360078 Page: 4 of 9

# UNOFFICIAL (



Doc#: 0405632125 Eugene "Gene" Moore Fee: \$34.50 Cook County Recorder of Deeds Date: 02/25/2004 01:36 PM Pg: 1 of 8

#### MEMORANDUM OF REPURCHASE OPTION

Site #2706226

THIS MEMORANDUM OF REPURCHASE OPTION ("Memorandum") is entered into as of the day of FEPDUARY 2004, by and between ConocoPhillips Company, a Delaware corporation ("Seller") and Fuel Service Mart, Inc., a Missouri corporation ("Buyer").

- Buyer acquired certain real property from Seller, commonly known as 18280 S Pulaski, Country Club, IL 60417 (Promanent Index Number: 28-34-427-001), and more particularly described on Exhibit A attaches hereto and incorporated herein by this reference ("Property").
- As a condition to the conveyance of the Property by Seller to Buyer, Buyer granted to 2. Seller an option to repurchase the Property upon the terms and conditions contained in that certain Real Estate Sales Contract dated November 14, 2003 (the Contract").
- If not earlier terminated or exercised, pursuant to the terms of the Contract, Seller's option to repurchase the Property terminates on February 281, 2014.
- A copy of the relevant portions of the Contract may be obtained by written request from Seller or Buyer to the following addresses:

Fuel Service Mart, Inc. 8349 Melrose Lenexa KS 66214

ConocoPhillips Company Real Property Administration Plaza Office Building, Room 810G 315 S Johnstone Bartlesville OK 74004

This Memorandum may be executed in one or more counterparts, each of which shall be deemed an original instrument and all of which combined shall constitute one and the same instrument.

REVENU TO:

Jodie Tanner LandAmerica 7557 Rambler Rd. Dallas, TX 75231

(SIGNATURE PAGE FOLLOWS)

0710360078 Page: 5 of 9

### **UNOFFICIAL CC**

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum as of the date set forth above.

SELLER:	BUYER:			
CONOCOPHILLIPS COMPANY, a Delaware	FUEL SERVICE MART, INC., a Missouri			
corporation	corporation			
By: Randau S. Amia	Ву:			
Name: Randuii D. Amen	Name:			
Its: Attomey-in-Fact Date: 2-03-00	Its:			
Date: 2-03-04	Date:			
/ X				

Tammy Har ison, ConocoPhillips Company, Real Estate Department, 13059 East Peak wow Avenue, Suite 110, Centennial, Colorado 80111

AG.

OHNA CIENTS OFFICE ACKNOWLEDGMENTS ON FOLLOWING PAGE.

0710360078 Page: 6 of 9

### **UNOFFICIAL COPY**

#### **ACKNOWLEDGMENTS**

STATE OF COLORADO	) ) ss.	
COUNTY OF ARAPAHOE )	)	•
undersigned Notary Public in Attorney in Fact for CONOC known to me to be the same p duly acknowledged the execut	o, that on this 3 day of fast rate. 2004, and for the County and State aforesaje, came Randa COPHILLIPS COMPANY, a Delaware corporation, who person who executed the within instrument of writing antion of the same.	II D. Amen as o is personally id such person
year last above writton	The sea Off	i, ino day and
OF COLUMNS OF EXPIRES	Notary Public My Commission Expires: // /2//200>	
STATE OF	) ) ss.	
COUNTY OF		
undersigned Notary Public in a as fo known to me to be the same p	and for the County and State aforesaid, same	
duly acknowledged the execut		
IN WITNESS WHERE year last above written.	OF, I have hereunto set my hand and affixed my sea	l, the day and
	Notary Public My Commission Expires:	CO

0710360078 Page: 7 of 9

### **UNOFFICIAL COPY**

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum as of the date set forth above.

BUYER:		
FUEL SERVICE MART, INC., a Missouri		
corporation		
By:		
Name: DAVID Gran		
Its: Pres.		
Date: 2 - 4 - 04		
mpany, Real Estate Department,		
110, Centennial, Colorado 80111		

ACKNOWLEDGMENTS ON FOLLOWING PAGE.

0710360078 Page: 8 of 9

# **UNOFFICIAL COPY**

#### **ACKNOWLEDGMENTS**

STATE OF COLORADO	) ss.		
COUNTY OF ARAPAHOE	)		
undersigned Notary Public in Attorney-in-Fact for CONO known to rie to be the same duly acknowledged the execution.	n and for the County COPHILLIPS COMF person who execute tion of the same.	and State aforesaid, ANY, a Delaware co ed the within instrume	, 2004, before me the came Randall D. Amen as proporation, who is personally and of writing and such person
IN WITNESS WHERI year last above wiirেন	EOF, I have hereun	to set my hand and a	affixed my seal, the day and
9	Notary Publi	C	
		ion Expires:	
<u>-</u>	C004		
STATE OF MUSOUN	) ss.	Co.	
COUNTY OF <u>JACKSOY</u>	٠,	42	
BE IT REMEMBERE undersigned Notary Public in asf known to me to be the same duly acknowledged the execu	and for the County or Fuel Service Mai person who execute	and State afciesaid, c rt, Inc., a Missouri c	2004, before me the carne 1001 d 100 mg. or or or writing and such person
IN WITNESS WHER year last above written.	Seum	Hu Bans	affixed my seal, the day and
JENNIFER M. BAUER Notary Public - Notary Seal STATE OF MISSOURI	Notary Publi My Commiss	c U sion Expires: <u>LivyUS</u>	+ 3, 2007

0710360078 Page: 9 of 9

### **UNOFFICIAL COPY**

#### **EXHIBIT A** LEGAL DESCRIPTION ("the Property") Site No. 2706226

Lot 1 in Cooper's Grove Resubdivision of part of Flossmoor Terrace, being a resubdivision LEGAL DESCRIPTION: of part of the Southeast 1/4 of Section 34, Township 36 North, Range 13, East of the Third Principal Meridian, in Cook County, Illinois.

Pint 28-34-427-001 18280 S. Pulashi Road Country Club Hills, IL County Clert's Office