

3/5
87687910
J Fagan
UNOFFICIAL COPY



Doc#: 0736141148 Fee: \$40.00
Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 12/27/2007 04:02 PM Pg: 1 of 9

DOCUMENT PREPARED BY:

Steven Horowitz, Esq.
Stroock & Stroock & Lavan LLP
180 Maiden Lane
New York, NY 10038-4982

AFTER RECORDING RETURN TO:

Jason M. Toon, Esq.
Greenberg Traurig, LLP
77 West Wacker Drive, Suite 2500
Chicago, IL 60601

(Space above this Line for County Recorder's Use Only)

ASSIGNMENT AND ASSUMPTION OF PENINSULA SUBLEASE AND LEASE

THIS ASSIGNMENT AND ASSUMPTION OF PENINSULA SUBLEASE AND LEASE (this "Assignment") is executed as of the 27th day of December, 2007 by and between 730 North Michigan Avenue, L.L.C., a Delaware limited liability company, having an address c/o J.P. Morgan Investment Management Inc., 245 Park Avenue, New York, New York 10167 ("Assignor") and Chicago Michigan, LLC, a Delaware limited liability company, having an address at 1221 Brickell Avenue, Suite 1080, Miami, Florida 33131 ("Assignee").

WHEREAS, Assignee is this day purchasing from Assignor and Assignor is conveying to Assignee the Property (as such term is described in that certain Contract of Sale dated as of December 4, 2007 between Assignor and a predecessor in interest to Assignee).

WHEREAS, the Property is encumbered by that certain ground sublease dated as of January 29, 1999 between Peninsula Chicago LLC and Assignor, as successor in interest to American National Bank and Trust Company of Chicago, not personally but solely as Trustee under Trust Agreement dated as of April 20, 1994 and known as Trust No. 118199 (the "Peninsula Sublease") and which Memorandum of Agreement to Lease was made, dated June 11, 1999 and recorded July 1, 1999 as document 99632460, relating to certain property described on Exhibit A attached hereto.

WHEREAS, the Property is encumbered by that certain Retail Lease dated as of January 1, 1999 between Peninsula Chicago LLC and Assignor, as successor in interest to American National Bank and Trust Company of Chicago, not personally but solely as Trustee under Trust Agreement dated as of April 20, 1994 and known as Trust No. 118199 (the "Retail Complex Lease"), and which a Memorandum of Lease was recorded July 1, 1999 as document 99632468.

UNOFFICIAL COPY

WHEREAS, Assignor desires to transfer and assign to Assignee, and Assignee desires to assume as provided herein, all of Assignor's right, title and interest in and to the Peninsula Sublease and the Retail Complex Lease.

NOW, THEREFORE, in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Assignor hereby transfers and assigns to Assignee all right, title and interest of Assignor in and to the Peninsula Sublease and the Retail Complex Lease.
2. Assignee hereby affirmatively and unconditionally assumes all of Assignor's obligations and liabilities under the Peninsula Sublease and the Retail Complex Lease arising from and after the date hereof.
3. This Assignment is made without warranty, representation, or guaranty by, or recourse against Assignor of any kind whatsoever.
4. This Assignment may be executed in any number of counterparts, each of which may be executed by any one or more of the parties hereto, but all of which shall constitute one and the same instrument, and shall be binding and effective when all parties hereto have executed and delivered at least one counterpart.
5. The terms and provisions of this Assignment shall be binding upon and inure to the benefit of the respective parties hereto, and their respective successors and assigns.

[Remainder of Page Intentionally Left Blank]

UNOFFICIAL COPY

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the day and year first written above.

ASSIGNOR:

730 NORTH MICHIGAN AVENUE, L.L.C.

By: 730 NMA Holding, Inc., its sole member

By: Mary Ann Cate
Name: Mary Ann Cate
Title: Vice President

By: _____
Name:
Title:

ASSIGNEE:

CHICAGO MICHIGAN, LLC

[REDACTED]

By: _____
Name:
Title:

Property of Cook County Clerk's Office

UNOFFICIAL COPY

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the day and year first written above.

ASSIGNOR:

730 NORTH MICHIGAN AVENUE, L.L.C.

By: 730 NMA Holding, Inc., its sole member

By: _____
Name: Mary Ann Cate
Title: Vice President

By:  _____
Name: David Zachar
Title: Secretary

ASSIGNEE:

CHICAGO MICHIGAN, LLC



By: _____
Name:
Title:

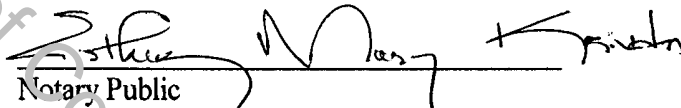
Property of Cook County Clerk's Office

UNOFFICIAL COPY

STATE OF NEW YORK)
) SS
COUNTY OF NEW YORK)

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify that Mary Ann Cate, as Vice President of 730 NMA Holding, Inc., the sole member of 730 North Michigan Avenue, L.L.C., a Delaware limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Vice President, appeared before me this day in person and acknowledged that she signed and delivered the said instrument as her own free and voluntary act, and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

GIVEN, under my hand and Notarial Seal this 20 day of December, 2007.


Notary Public

ESTHER MARY KRIVDA
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01KR6051251
QUALIFIED IN BRONX COUNTY
MY COMMISSION EXPIRES NOV. 20, 2010

STATE OF _____)
) SS
COUNTY OF _____)

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify that _____, as _____ of 730 NMA Holding, Inc., the sole member of 730 North Michigan Avenue, L.L.C., a Delaware limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such _____, appeared before me this day in person and acknowledged that he/she signed and delivered the said instrument as his/her own free and voluntary act, and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

GIVEN, under my hand and Notarial Seal this ___ day of December, 2007.

Notary Public

UNOFFICIAL COPY

STATE OF NEW YORK)
) SS
 COUNTY OF NEW YORK)

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify that Mary Ann Cate, as Vice President of 730 NMA Holding, Inc., the sole member of 730 North Michigan Avenue, L.L.C., a Delaware limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Vice President, appeared before me this day in person and acknowledged that she signed and delivered the said instrument as her own free and voluntary act, and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

GIVEN, under my hand and Notarial Seal this ___ day of December, 2007.

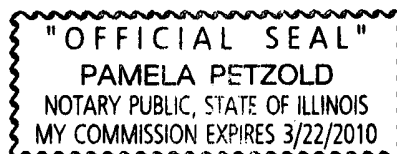
 Notary Public

STATE OF IL)
) SS
 COUNTY OF Cook)

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify that David Zacher, as Secretary of 730 NMA Holding, Inc., the sole member of 730 North Michigan Avenue, L.L.C., a Delaware limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such secretary, appeared before me this day in person and acknowledged that he/she signed and delivered the said instrument as his/her own free and voluntary act, and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

GIVEN, under my hand and Notarial Seal this 20 day of December, 2007.

Pamela Petzold
 Notary Public



UNOFFICIAL COPY

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the day and year first written above.

ASSIGNOR:

730 NORTH MICHIGAN AVENUE, L.L.C.


By: 730 NMA Holding, Inc., its sole member

By: _____
Name: Mary Ann Cate
Title: Vice President

By: _____
Name:
Title:

ASSIGNEE:

CHICAGO MICHIGAN, LLC, a Delaware limited liability company

By: 
Name: Alwa Rojas
Title: VP-Finance

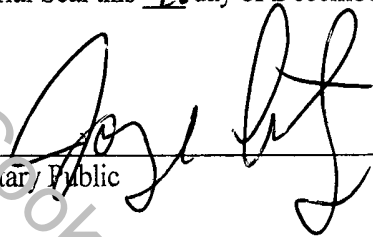
Property of Cook County Clerk's Office

UNOFFICIAL COPY

STATE OF Florida)
) SS
COUNTY OF Miami-Dade

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify that Alina Rojas, as VP of Finance of Chicago Michigan, LLC, a Delaware limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Alina Rojas, appeared before me this day in person and acknowledged that he/she signed and delivered the said instrument as his/her own free and voluntary act, and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

GIVEN, under my hand and Notarial Seal this 26 day of December, 2007.



Notary Public



UNOFFICIAL COPY

EXHIBIT A

Lots 4F, 4K, 8 and 8A in 730 N. Michigan Avenue subdivision being a subdivision in the north fractional 1/2 of Section 10, Township 39 North, Range 14 East of the third principal meridian in Cook, County, Illinois recorded June 30, 1999 as documents number 99631468.

PIN: 17-10-102-034-0000

Property of Cook County Clerk's Office