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Prepared By and Return To

Steven D. Graham, Esq. Thompson Coburn LLP Suite 2600 One US Bank Plaza St. Louis, MO 63101

Tax Parcel Nos.
#17-09-443-001-0000
#17-09-443-002-0000
#17-09-443-003-0000
#17-09-443-005-0000
#17-09-444-00-0000 (PT)
#17-09-444-016-0000
#17-09-444-020-0250

Doc#: 0736541062 Fee: \$38.00 Eugene "Gene" Moore RHSP Fee: \$10.00

Cook County Recorder of Deeds Date: 12/31/2007 10:43 AM Pg: 1 of 8

Space Above Line Reserved For Recorder's Use

1. <u>Title of Document</u>: Memorandum of Lease and Notice of Right of First Offer

2. <u>Date of Document</u>: December 28, 2007

3. <u>Landlord</u>: Oakwood Chicago Associates, LLC, a Delaware in ited liability company, Elmwood Chicago Associates, LLC, a Delaware limited liability company, Landings Chicago Associates, LLC, a Delaware limited liability company,

and

Wallkill Chicago Associates, LLC, a Delaware limited liability company

Address: 18 Columbia Turnpike Florham Park, NJ 07932

4. Tenant: AT&T Services, Inc., a Delaware corporation

Address: 225 W. Randolph St., 13th Floor

Chicago, IL 60606

5. <u>Legal description</u>: See Exhibit A attached

6. Reference(s) to Book(s) and Page(s): N/A

0736541062 Page: 2 of 8

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MEMORANDUM OF LEASE AND NOTICE OF RIGHT OF FIRST OFFFER

THIS MEMORANDUM OF LEASE AND NOTICE OF RIGHT OF FIRST OFFER, is made and entered into as of the _28 day of December, 2007 by and between AT&T Services, Inc., a Delaware corporation, as Lessee ("Tenant"), having an address of 225 W. Randolph St., 13th Floor, Chicago, IL 60606 and Oakwood Chicago Associates, LLC, a Delaware limited liability company, Elmwood Chicago Associates, LLC, a Delaware limited liability company, Landings Chicago Associates, LLC, a Delaware limited liability company, and Wallkill Chicago Associates, LLC, a Delaware limited liability company, as Lessor (collectively "Landlord"), having an address for tax purposes of 18 Columbia Turnpike, Florham Park, NJ 07932. The following recitals form the basis of this Memorandum:

- A. Landlord and Tenant are parties to that certain Lease Agreement (the "Lease"), dated as of December 15, 2007, whereby Landlord leased to Tenant and Tenant leased from Landlord all of that certain property located at 225 West Randolph Street in the City of Chicago, Illinois, all as legally described on Exhibit A attached hereto and incorporated herein (the "Demised Premises").
- B. Landlord and Terant desire to confirm and ratify and to provide notice of the Lease including, without limitation, the terms and conditions described in this Memorandum.
- NOW, THEREFORE, in consideration of the foregoing recitals and other good and valuable consideration as more fully provided in the Lease, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree, as follows:
- 1. Subject to the covenants and conditions contained in the Lease, Landlord leases to Tenant and Tenant leases from Landlord the Demised Premises, which include all improvements, appurtenances, rights, privileges, interests and easements thereunto belonging or anywise appertaining.
- 2. The Base Term of the Lease commenced on the date hereof and expires on December 31, 2022, subject to two (2) consecutive renewal terms of five (5) years each, and a third (3rd) renewal term of four (4) years and eleven (11) months, as further provided in the Lease.
- 3. The Lease grants to Tenant the right of first offer pursuant to Article between the respect to purchase of the Demised Premises as described, and upon the terms and conditions set forth, in the Lease.
- 4. This instrument does not alter, amend, modify or change the Lease or any exhibits attached thereto in any respect. All of the provisions of the Lease and exhibits thereto are hereby incorporated by reference in this Memorandum. In the event of any conflict between the provisions of this instrument and the Lease, the provisions of the Lease shall control.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Lease and Notice of Right of First Offer as of the day and year first above written.

ISIGNATURE PAGES FOR MEMORANDUM OF LEASE FOLLOW

-2-

0736541062 Page: 3 of 8

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[SIGNATURE PAGE]
Memorandum of Lease and Right of First Offer

"Landlord"

Oakwood Chicago Associates, LLC, a Delaware limited liability company

By: Name: Jarco Kushnor

Title: Manager

STATE OF LLLING!S)

Brian Kempner

On this Atha day of December, 2007, before me appeared Jared Kushner, to me personally known, who being by me duly sworn, did say that he is the Manager of OAKWOOD CHICAGO ASSOCIATES, LLC, a Delayare limited liability company and that the said instrument was signed on behalf of said limited liability company by authority of its members/operating agreement and said Jared Kushner, on behalf of said limited liability company and acting in its capacity as aforesaid, acting whedged said instrument to be the free act and deed of said Oakwood Chicago Associates, LLC.

IN WITNESS WHEREOF, I have hereunto set my again and affixed my notarial seal on

the day and year last above written.

Notary Public in and for said County and State

Print Notary's Name: July Lee Clonele

My Commission Expires: 7.28-09

"OFFICIAL SEAL"
Janice Lee Glonek
Notary Public, State of Illinois
My Commission Exp. 07/28/2009

0736541062 Page: 4 of 8

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[SIGNATURE PAGE] Memorandum of Lease and Right of First Offer

"Landlord"

Elmwood Chicago Associates, LLC, a Delaware limited liability company

Name: Jaced Kushper

Title: Manager

STATE OF TULING COUNTY OF

Brian Kempner

On this 27th day of December, 2007, before me appeared Jared Kushner, to me personally known, who being by me daily sworn, did say that he is the Manager of ELMWOOD CHICAGO ASSOCIATES, LLC, a Driavare limited liability company and that the said instrument was signed on behalf of said limited liability company by authority of its members/operating agreement, and said Jared Ku hner, on behalf of said limited liability company and acting in its capacity as aforesaid, acknowledged said instrument to be the free act and deed of said Elmwood Chicago Associates, LLC.

IN WITNESS WHEREOF, I have hereunto set my rand and affixed my notarial seal on

the day and year last above written.

Notary Public in and ic. said County and State

Print Notary's Name: Jan'ce Lee Glanele

My Commission Expires:

7.2809

"OFFICIAL SEAL" Janice Lee Glonek Notary Public, State of Illinois My Commission Exp. 07/28/2009

0736541062 Page: 5 of 8

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[SIGNATURE PAGE] Memorandum of Lease and Right of First Offer

"Landlord"

Landings Chicago Associates, LLC, a Delaware limited liability company

By: Name: Ja

Title: Manager

STATE OF JULINOS

COUNTY OF _

Brian Kempner

On this 21th day of 2007, before me appeared Jared Kushner to me personally known, who being by me duly sworn, did say that he is the Manager of LANDINGS CHICAGO ASSOCIATES, LLC, a Delaware limited liability company and that the said instrument was signed on behalf of said limited liability company by authority of its members/operating agreement, and said Jared Kuchuer, on behalf of said limited liability company and acting in its capacity as aforesaid, acknowledged said instrument to be the free act and deed of said Landings Chicago Associates, LLC.

IN WITNESS WHEREOF, I have hereunto set my hand affixed my notarial seal on

the day and year last above written.

Notary Public in and for suo County and State

Print Notary's Name: John Ce bee Storek

My Commission Expires: 7-28-09

"OFFICIAL SEAT Janice Lee Glonek Notary Public, State of Illinois

My Commission Exp. 07/28/2009

0736541062 Page: 6 of 8

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[SIGNATURE PAGE]
Memorandum of Lease and Right of First Offer

"Landlord"

Wallkill Chicago Associates, LLC, a Delaware limited liability company

By: ______Name: Jack Kushner

Title: Manager

STATE OF ILLINGIS

COUNTY OF COCK

Bran Kompner

On this 2711 day of because, 2007, before me appeared Jared Kushner, to me personally known, who being by me duly sworn, did say that he is the Manager of WALLKILL CHICAGO ASSOCIATES, LLC, a Delayare limited liability company and that the said instrument was signed on behalf of said limited liability company by authority of its members/operating agreement, and said Jared Kushner, on behalf of said limited liability company and acting in its capacity as aforesaid, acknowledged said instrument to be the free act and deed of said Wallkill Chicago Associates, LLC.

IN WITNESS WHEREOF, I have hereunto set my oracl and affixed my notarial seal on the day and year last above written.

Notary Public in and for said County and State
Print Notary's Name: Davide Lee Glonele

My Commission Expires:

"OFFICIAL SEAL"

Janice Lee Glonek

Notary Public, State of Illinois

My Commission Exp. 07/28/2009

0736541062 Page: 7 of 8

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[SIGNATURE PAGE]
Memorandum of Lease and Right of First Refusal

"Tenant"

AT&T Services, Inc.,

a Delaware corporation

By:

Name: Joseph D. Buckman Title: Director- Transactions

STATE OF ILLINOIS
COUNTY OF COOK

I, the undersigned, a Notary Public of the County and State aforesaid, certify that Joseph D. Buckman personally came before me this day and acknowledged that he is the Director of Transactions of AT&T Services, Ir.c., a Delaware corporation and that he, as its Director of Transactions, being duly authorized to do so, executed the foregoing instrument on behalf of AT&T Services, Inc. by authority of its Board of Directors and as the free act and deed of the corporation.

WITNESS my hand and official seal, this 2012 day of December, 2007.

Notary Public

My commission expire, March 25 2010

[NOTARIAL SEAL]

OFFICIAL SEAL
DIANA L HANSEN
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMICSION EXPIRES:03/25/10

0736541062 Page: 8 of 8

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EXHIBIT A

LEGAL DESCRIPTION

PARCEL 1:

LOTS 2, 3 AND 4 (EXCEPT THAT PART OF LOT 2 DEDICATED FOR PUBLIC ALLEY BY INSTRUMENT RECORDED AS DOCUMENT NUMBER 18928994) IN BLOCK 41 IN ORIGINAL TOWN OF CHICAGO IN THE SOUTH EAST 1/4 OF SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

THAT PART CF VACATED WEST COURT PLACE LYING SOUTH OF AND ADJOINING THE SOUTH LINE OF LOTS 2, 3 AND 4 AND LYING NORTH OF AND ADJOINING THE NORTH LINE OF LOT 5. ALL IN BLOCK 41 IN ORIGINAL TOWN OF CHICAGO AFORESAID; LYING NORTH OF AND ADJOINING THE NORTH LINE OF SUB-LOT 1 OF LOT 5 AND THE NORTH LINE OF SUB-LOTS 1, 2 AND 3 OF LOT 7, AND LYING WEST OF AND ADJOINING T'1E LAST LINE OF SAID SUB-LOT 3 OF LOT 7 PRODUCED NORTH 18 FEET, ALL IN BLOCK 41 IN ORIGINAL TOWN OF CHICAGO AFORESAID, ALL IN COOK COUNTY, ILLINOIS.

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