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Cook County Recorder 35.50

Prepared and drafted by
~~and after recording return to:~~
Skadden, Arps, Slate, Meagher & Flom LLP
919 Third Avenue
New York, New York 10022
Attn.: Harvey R. Uris, Esq.



1 of 2

ASSIGNMENT OF MORTGAGE COLLATERAL SECURITY DOCUMENTS (RECORDED)

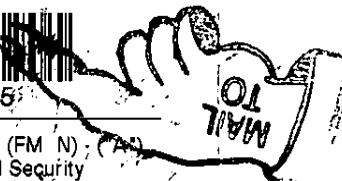
THIS ASSIGNMENT OF MORTGAGE COLLATERAL SECURITY DOCUMENTS (this "Assignment"), dated as of November 24, 1998, made by MERRILL LYNCH MORTGAGE CAPITAL INC., a Delaware corporation, having an address at World Financial Center, North Tower, 250 Vesey Street, New York, New York 10281 ("Assignor"), in favor of MERRILL LYNCH MORTGAGE INVESTORS, INC., a Delaware corporation, having an address at World Financial Center, North Tower, 250 Vesey Street, New York, New York 10281 ("Assignee").

KNOW, THAT Assignor, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignee, intending to be legally bound, hereby conveys, transfers and assigns unto Assignee all of the Assignor's right, title and interest in and to the mortgage notes, mortgages and other security documents including without limitation those described in Exhibit A annexed hereto and made a part hereof.

TO HAVE AND TO HOLD the same unto Assignee and to Assignee's successors, legal representatives and assigns forever.

This Assignment is made without recourse, representation or warranty.

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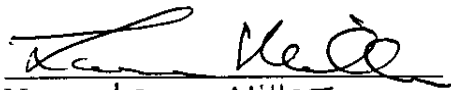
(FM N) (74)
Debtor: Assign. of Mort. Collateral Security
Juris: Recorder of Deeds, Cook County, IL

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IN WITNESS WHEREOF, Assignor has duly executed this Assignment as of the date and year first above written.

MERRILL LYNCH MORTGAGE CAPITAL
INC., a Delaware corporation, as Assignor

By: 
Name: Larry Miller
Title: Vice-President

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STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

On November 24, 1998, before me personally came Larry Miller to me known, who, being by me duly sworn, did depose and say that he resides at 250 South End Ave., New York, NY; that he is the Vice President of Merrill Lynch Mortgage Capital Inc., the corporation described in and which executed the above instrument; and that he signed his name thereto by authority of the board of directors of said corporation.

Robin L. Keeley
Notary Public

ROBIN L. KEELEY
Notary Public, State of New York
No. 01KE6015393
Qualified in New York County
Commission Expires Oct. 26, 2000



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Site No. 44

EXHIBIT A

Indenture of Mortgage, Deed of Trust, Deed to Secure Debt, Security Agreement, Financing Statement, Fixture Filing and Assignment of Leases, Rents and Security Deposits, dated September 23, 1998, from ASP Wheelie, L.L.C., a Delaware limited liability company, and the other limited liability companies and limited partnerships listed on Schedule 1 attached thereto (collectively, the "Borrower"), jointly and severally, as mortgagor, to Assignor, as mortgagee, and recorded in the real estate records of Cook County, Illinois on September 30, 1998 as Document number 98879324.

Assignment of Leases, Rents and Security Deposits, dated as of September 23, 1998, between the Borrower, jointly and severally, as assignor, and Assignor, as assignee, and recorded in the real estate records of Cook County, Illinois on September 30, 1998 as Document number 98879325.

Class A Mortgage Note, dated as of September 23, 1998 and in the original principal sum of Four Hundred Thirty-Nine Million Thirty-Eight Thousand and 00/100 Dollars (\$439,038,000.00), by ASP Financing, L.L.C., a Delaware limited liability company ("ASP"), and the Borrower jointly and severally, as maker, to Assignor, as payee.

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Exhibit B-1
Site 44: O'Hare Plaza
Cook County, IL

PARCEL 1: (PHASE I)

THAT PART OF THE WEST 15.80 ACRES OF THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4, OF SECTION 2, TOWNSHIP 40 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4 OF THE AFORESAID SECTION 2; THENCE NORTH 88 DEGREES 10 MINUTES 50 SECONDS EAST ALONG THE SOUTH LINE OF THE NORTHWEST 1/4 OF SAID SOUTHWEST 1/4, A DISTANCE OF 110.00 FEET TO A POINT ON THE EASTERLY LINE OF EAST RIVER ROAD AS DEDICATED PER DOCUMENT NUMBER 17,950,750, SAID POINT BEING THE BEGINNING OF THE FOLLOWING DESCRIBED PARCEL OF LAND; THENCE CONTINUING NORTH 88 DEGREES 10 MINUTES 50 SECONDS EAST ALONG THE SOUTH LINE OF THE NORTHWEST 1/4 OF SAID SOUTHWEST 1/4 A DISTANCE OF 515.05 FEET TO THE SOUTHEAST CORNER OF THE AFORESAID WEST 15.80 ACRES, THENCE NORTH 0 DEGREES 05 MINUTES 16 SECONDS EAST ALONG THE EAST LINE OF SAID WEST 15.80 ACRES, 612.44 FEET TO THE POINT OF INTERSECTION WITH THE EASTERLY EXTENSION OF THE NORTH FACE OF A RAMP WALL; THENCE NORTH 89 DEGREES 53 MINUTES 04 SECONDS WEST ALONG THE NORTH FACE OF SAID RAMP WALL AND ITS EASTERLY AND WESTERLY EXTENSION 1.87 FEET TO A POINT ON THE EAST FACE OF A PILASTER; THENCE NORTH 0 DEGREES 25 MINUTES 01 SECONDS WEST ALONG THE EAST FACE OF SAID PILASTER 0.41 FEET TO THE NORTH FACE OF SAID PILASTER; THENCE NORTH 89 DEGREES 14 MINUTES 37 SECONDS WEST ALONG THE NORTH FACE OF SAID PILASTER 2.22 FEET TO THE WEST FACE OF A RAMP WALL; THENCE SOUTH 00 DEGREES 01 MINUTES 01 SECONDS EAST ALONG THE WEST FACE OF SAID RAMP WALL 25.38 FEET TO A POINT ON THE EASTERLY EXTENSION OF THE NORTH FACE OF THE CONCRETE LEDGES; THENCE NORTH 89 DEGREES 53 MINUTES 01 SECONDS WEST ALONG THE NORTH FACE OF SAID CONCRETE LEDGES AND THEIR EASTERLY AND WESTERLY EXTENSION 124.18 FEET TO A POINT ON THE NORTHERLY EXTENSIONS OF THE WEST FACE OF OTHER CONCRETE LEDGE; THENCE SOUTH 0 DEGREES 01 MINUTES 20 SECONDS WEST ALONG THE WEST FACE OF SAID CONCRETE LEDGES AND THEIR NORTHERLY AND SOUTHERLY EXTENSIONS 90.00 FEET TO A POINT ON THE EASTERLY EXTENSION OF THE NORTH FACE OF OTHER CONCRETE LEDGES; THENCE NORTH 89 DEGREES 48 MINUTES 57 SECONDS WEST ALONG THE NORTH FACE OF SAID CONCRETE LEDGES AND THEIR EASTERLY AND WESTERLY EXTENSIONS 172.24 FEET TO THE POINT OF INTERSECTION WITH THE EASTERLY LINE OF EAST RIVER ROAD AS DEDICATED PER THE AFORESAID DOCUMENT NO. 17,950,750; THENCE

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SOUTH 5 DEGREES 44 MINUTES 36 SECONDS EAST ALONG SAID EASTERLY LINE OF EAST RIVER ROAD 517.80 FEET TO THE HEREINABOVE DESIGNATED POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

THE FOLLOWING DESCRIBED EASEMENTS FOR THE BENEFIT OF PARCEL 1 AS GRANTED AND DEFINED IN A GRANT OF EASEMENT DATED AS OF APRIL 22, 1985 AND RECORDED APRIL 25, 1985 AS DOCUMENT NO. 27,525,402, AND AMENDED BY SUPPLEMENTAL DECLARATION OF RESERVATIONS, COVENANTS AND RESTRICTIONS DATED AS OF JUNE 3, 1987 AND RECORDED JUNE 5, 1987 AS DOCUMENT NO. 87.305,901.

(A) FOR INGRESS AND EGRESS TO AND FROM HIGGINS ROAD OVER THE AREA DESIGNATED AS "MAIN ACCESS STRIP"; AND DESCRIBED AS FOLLOWS;

THAT PART OF THE WEST 15.80 ACRES OF THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 2, TOWNSHIP 40 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF THE AFORESAID WEST 15.80 ACRES; THENCE NORTH 0 DEGREES 05 MINUTES 16 SECONDS EAST ALONG THE EAST LINE OF SAID WEST 15.80 ACRES, 612.44 FEET TO THE POINT OF INTERSECTION WITH THE EASTERLY EXTENSION OF THE NORTH FACE OF A RAMP WALL, SAID POINT OF INTERSECTION BEING THE BEGINNING OF THE FOLLOWING DESCRIBED EASEMENT; THENCE NORTH 89 DEGREES 53 MINUTES 04 SECONDS WEST ALONG SAID EASTERLY EXTENSION, 67.00 FEET; THENCE NORTH 0 DEGREES 05 MINUTES 16 SECONDS EAST PARALLEL WITH THE EAST LINE OF SAID WEST 15.80 ACRES 399.01 FEET TO THE POINT OF INTERSECTION WITH THE SOUTHWESTERLY LINE OF HIGGINS ROAD AS OCCUPIED; THENCE SOUTH 79 DEGREES 09 MINUTES 44 SECONDS EAST ALONG SAID SOUTHWESTERLY LINE OF HIGGINS ROAD AS OCCUPIED 68.20 FEET TO THE POINT OF INTERSECTION WITH THE EAST LINE OF SAID WEST 15.80 ACRES; THENCE SOUTH 0 DEGREES 05 MINUTES 16 SECONDS WEST ALONG THE EAST LINE OF SAID WEST 15.80 ACRES, 386.32 FEET TO THE HEREINABOVE DESIGNATED POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

(B) FOR INGRESS AND EGRESS TO AND FROM EAST RIVER ROAD OVER THE AREA DESIGNATED AS "EAST RIVER ROAD ACCESS"; AND DESCRIBED AS FOLLOWS; THAT PART OF THE WEST 15.80 ACRES OF THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 2, TOWNSHIP 40 NORTH, RANGE 12 EAST OF THE THIRD PRINCIPAL MERIDIAN DESCRIBED AS FOLLOWS:

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COMMENCING AT THE SOUTHWEST CORNER OF THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SAID SECTION 2; THENCE NORTH 88 DEGREES 10 MINUTES 50 SECONDS EAST ALONG THE SOUTH LINE OF THE NORTHWEST 1/4 OF SAID SOUTHWEST 1/4 A DISTANCE OF 110.00 FEET TO A POINT ON THE EASTERLY LINE OF EAST RIVER ROAD AS DEDICATED PER DOCUMENT NO. 17,950,750; THENCE NORTH 5 DEGREES 44 MINUTES 36 SECONDS WEST ALONG SAID EASTERLY LINE OF EAST RIVER ROAD 517.80 TO THE POINT OF INTERSECTION WITH THE WESTERLY EXTENSION OF THE NORTH FACE OF THE CONCRETE LEDGES, SAID POINT OF INTERSECTION BEING THE BEGINNING OF THE FOLLOWING DESCRIBED EASEMENT; THENCE CONTINUING NORTH 5 DEGREES 44 MINUTES 36 SECONDS WEST ALONG SAID EASTERLY LINE OF EAST RIVER ROAD, 223.38 FEET; THENCE NORTH 85 DEGREES 15 MINUTES 24 SECONDS EAST ALONG A LINE DRAWN PERPENDICULARLY TO SAID EASTERLY LINE 38.00 FEET; THENCE SOUTH 5 DEGREES 44 MINUTES 36 SECONDS EAST PARALLEL WITH SAID EASTERLY LINE 227.32 FEET TO THE POINT OF INTERSECTION WITH THE WESTERLY EXTENSION OF THE NORTH FACE OF THE AFORESAID CONCRETE LEDGES; THENCE NORTH 89 DEGREES 48 MINUTES 57 SECONDS WEST ALONG SAID WESTERLY EXTENSION 38.20 FEET TO THE HEREINABOVE DESIGNATED POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

(C) FOR PEDESTRIAN USE OVER AND ACROSS THE AREA DESIGNATED AS "WALKWAYS" EXCEPT THAT PART THEREOF FALLING WITHIN PARCEL 1 AND;

(D) FOR "FACILITIES" PER SECTION 2.2(C) OF SAID DOCUMENT, EXCEPT THAT PART THEREOF FALLING WITHIN PARCEL 1.

PARCEL 3:

AN EASEMENT, FOR THE BENEFIT OF PARCEL 1, A CREATED AND DEFINED IN THAT CERTAIN EASEMENT AGREEMENT DATED SEPTEMBER 13, 1985 AND RECORDED OCTOBER 28, 1985 AS DOCUMENT NO. 85,256,432, FOR THE PURPOSE OF INGRESS AND EGRESS OVER AND UPON THE "SUPPLEMENTAL PARCEL" AND DESCRIBED AS FOLLOWS;

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THAT PART OF THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 2, TOWNSHIP 40 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING EAST OF THE EAST LINE OF THE WEST 15.8 ACRES THEREOF AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF SAID EAST LINE WITH THE SOUTHWESTERLY LINE OF WEST HIGGINS ROAD AS OCCUPIED; THENCE SOUTHEASTERLY 15.00 FEET ALONG SAID SOUTHWESTERLY LINE; THENCE SOUTHWESTERLY TO A POINT ON SAID EAST LINE 30.00 FEET SOUTH OF THE HEREINABOVE DESCRIBED POINT OF BEGINNING; THENCE NORTH ALONG SAID EAST LINE 30.00 FEET TO SAID POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

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