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1002708289

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Cook County Recorder of Deeds
Date: 01/27/2010 02:40 PM Pg: 1 of 3

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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

14962964

FS

A. NAME & PHONE OF CONTACT AT FILER [optional] EDWARD J. KRZYMSKI 708-460-4510	
B. SEND ACKNOWLEDGMENT TO: (Name and Address) ED KRZYMSKI 15110 VAIL COURT ORLAND PARK, IL, 60467	

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 LIFESCAPES @ MONTEFIORE, LLC			
OR	1b. INDIVIDUAL'S LAST NAME		
	FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 11250 ARCHER AVE.		CITY LEMONT	STATE POSTAL CODE COUNTRY IL 60438 USA
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LIMITED LIABILITY	1f. JURISDICTION OF ORGANIZATION ILLINOIS
			1g. ORGANIZATION ID #, if any 0159173-8 <input type="checkbox"/> NONE

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 ALL IN CAPITAL GROUP, LLC			
OR	2b. INDIVIDUAL'S LAST NAME		
	FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS 9699 N. HAYDEN RD. #108		CITY SCOTTSDALE	STATE POSTAL CODE COUNTRY AZ 85258 USA
2d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION LIMITED LIABILITY	2f. JURISDICTION OF ORGANIZATION ARIZONA
			2g. ORGANIZATION ID #, if any L15268583 <input type="checkbox"/> NONE

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			
OR	3b. INDIVIDUAL'S LAST NAME KRZYMSKI		
	FIRST NAME EDWARD	MIDDLE NAME JULIAN	SUFFIX
3c. MAILING ADDRESS 15110 VAIL COURT		CITY ORLAND PARK	STATE POSTAL CODE COUNTRY IL 60467 USA

4. This FINANCING STATEMENT covers the following collateral:

The note is secured by a security interest in a ten percent (10%) membership interest in the Debtor LLC's Lifescapes @ Montefiore, LLC & Lifescapes Productions, LLC and any successor entities which respectively own the real estate described on exhibit personal property and trade fixtures and certificates evidencing such ownership shall be restricted and subject to a right of reversion in the event of default by any Debtor under the Promissory note and/or the terms and conditions of the Acquisition Agreement. Debtor's further promises, covenants and agrees that, so long as any part of the principal or interest of the note is outstanding and unpaid, it will not sell, transfer, assign, encumber, pledge or otherwise execute or deliver any other instrument, or create any other lien on Debtor security interest whatsoever without the advance written consent of Secured Party.

EXHIBIT A
LEGAL DESCRIPTION
(TOTAL ASSEMBLAGE OF 28.268 ACRES)

PARCEL

5. ALTERNATIVE DESIGNATION (if applicable): <input type="checkbox"/> LESSEE/LESSOR <input type="checkbox"/> CONSIGNEE/CONSIGNOR <input type="checkbox"/> BAILEE/BAILOC <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 (if applicable)		7. Check to REFILE: SEARCH REPORT(S) on Debtor(s) (optional) <input type="checkbox"/> ALL DEBTORS <input type="checkbox"/> DEBTOR 1 <input type="checkbox"/> DEBTOR 2	
8. OPTIONAL FILER REFERENCE DATA			

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

MAIL TO: Edward J. Krzymski
15110 Vail Court
Orland Park, IL 60467

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16. Additional collateral description (cont):

14962964**FS****PARCEL 2:**

THAT PART OF LOT 5 IN CHRISTIAN BOE SUBDIVISION IN THE SOUTHEAST PART OF THE SOUTHEAST QUARTER OF SECTION 14 AND PART OF THE EAST HALF OF THE NORTHEAST QUARTER OF SECTION 23, ALL IN TOWNSHIP 37 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, COOK COUNTY, ILLINOIS, DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF LOT 5 IN CHRISTIAN BOE SUBDIVISION AFORESAID, SAID CORNER BEING DISTANT SOUTH 89 DEGREES 56 MINUTES 50 SECONDS EAST 583.82 FEET FROM THE NORTHWEST CORNER OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 23; THENCE NORTH 01 DEGREES 58 MINUTES 42 SECONDS EAST ALONG THE WEST LINE OF SAID LOT 5, A DISTANCE OF 392.45 FEET TO A POINT ON THE SOUTH LINE OF CHICAGO JOLIET ROAD AS WIDENED; THENCE SOUTH 89 DEGREES 56 MINUTES 50 SECONDS EAST ALONG SAID SOUTH LINE 241.51 FEET TO AN ANGLE POINT IN SAID SOUTH LINE; THENCE SOUTH 79 DEGREES 18 MINUTES 41 SECONDS EAST ALONG SAID SOUTH LINE 232.88 FEET TO A POINT DISTANT 101.94 FEET WEST OF AND PARALLEL WITH THE EAST LINE OF SAID LOT 5; THENCE SOUTH 00 DEGREES 00 MINUTES 20 SECONDS EAST 349.23 FEET TO A POINT IN THE SOUTH LINE OF SAID LOT 5, BEING ALSO THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 23; THENCE SOUTH 89 DEGREES 56 MINUTES 50 SECONDS EAST 2.63 FEET ALONG SAID NORTH LINE; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST PARALLEL WITH THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 23, A DISTANCE OF 707.20 FEET TO THE CENTERLINE OF A ROAD (ARCHER AVENUE); THENCE SOUTH 46 DEGREES 56 MINUTES 29 SECONDS WEST ALONG SAID CENTERLINE 478.61 FEET, MORE OR LESS TO A POINT WHICH IS 700.00 FEET EAST OF THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 23; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST PARALLEL WITH THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 23, A DISTANCE OF 45.15 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE OF ARCHER AVENUE (STATE AID ROUTE 4A HIGHWAY); THENCE SOUTH 45 DEGREES 28 MINUTES 20 SECONDS WEST ALONG SAID NORTHERLY LINE 149.04 FEET TO A POINT ON A CURVE; THENCE SOUTHWESTERLY 189.48 FEET ALONG SAID NORTHERLY RIGHT OF WAY LINE, HAVING A RADIUS OF 1060.00 FEET CHORD BEARING SOUTH 63 DEGREES 14 MINUTES 32 SECONDS WEST 189.22 FEET; THENCE SOUTH 46 DEGREES 57 MINUTES 22 SECONDS WEST ALONG SAID NORTHERLY RIGHT OF WAY LINE 57.67 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST PARALLEL WITH THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 23, A DISTANCE OF 763.53 FEET; THENCE SOUTH 89 DEGREES 56 MINUTES 50 SECONDS EAST PARALLEL WITH THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 23, A DISTANCE OF 300.00 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST PARALLEL WITH THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 23, A DISTANCE OF 483.00 FEET TO A POINT ON THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 23; THENCE NORTH 89 DEGREES 56 MINUTES 50 SECONDS WEST 138.08 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINING 15.563 ACRES, MORE OR LESS.

PARCEL 3:

THE EAST 2 ACRES OF LOT 3 (EXCEPT THE WEST 20 FEET THEREOF) IN DOOLIN AND KIRK RESUBDIVISION OF THE EAST 404.7 FEET TO THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER AND OF THE SOUTHEAST QUARTER OF SECTION 14, TOWNSHIP 37 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, (EXCEPT LOTS 1 TO 5 OF BOE SUBDIVISION OF PART THEREOF) IN COOK COUNTY, ILLINOIS (EXCEPT PART TAKEN FOR HIGHWAY PURPOSES IN CHICAGO JOLIET ROAD) AND CONTAINING 1.558 ACRES, MORE OR LESS.

PARCEL 4:

THAT PART OF THE EAST HALF OF THE NORTHEAST QUARTER OF SECTION 23, TOWNSHIP 37 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, COOK COUNTY, ILLINOIS, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE EAST HALF OF THE NORTHEAST QUARTER OF SECTION 23 AFORESAID; THENCE SOUTH 89 DEGREES 56 MINUTES 50 SECONDS EAST ALONG THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 23, A DISTANCE OF 150.00 FEET TO A POINT ON A LINE PARALLEL WITH AND 150.00 FEET EAST OF THE WEST LINE OF THE EAST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 23; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST 483.00 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 89 DEGREES 56 MINUTES 50 SECONDS EAST 200.00 FEET; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST 810.33 FEET TO A POINT ON THE NORTHWESTERLY RIGHT OF WAY LINE OF ARCHER AVENUE (STATE ROUTE 4A HIGHWAY); THENCE SOUTH 46 DEGREES 57 MINUTES 48 SECONDS WEST ALONG SAID NORTHWESTERLY RIGHT OF WAY LINE 273.62 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST 897.25 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINING 4.149 ACRES, MORE OR LESS.

PERMANENT INDEX # 22-14-402-003; 22-14-402-013; 22-23-203-003; 22-23-203-004; 22-23-203-008
AFFECT THE ABOVE REFERENCED PARCELS 2,

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UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

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9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME LIFESCAPES @ MONTEFIORI, LLC		
9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS

14962964

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME LIFESCAPES PRODUCTIONS, LLC			
OR			
11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS 11250 ARCHER AVE.		CITY LEMONT	STATE IL
		POSTAL CODE 60438	COUNTRY USA
11d. ADD'L INFO RE ORGANIZATION DEBTOR		11e. TYPE OF ORGANIZATION LIMITED LIABILITY	11f. JURISDICTION OF ORGANIZATION ILLINOIS
		11g. ORGANIZATION ID#, if any 0159174-6	<input type="checkbox"/> NONE

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one secured party 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:

**Legally described under
 Additional collateral section 16** →

16. Additional collateral description:

1:
 A PARCEL OF LAND IN THE EAST 1/2 OF THE NORTHEAST 1/4 OF SECTION 23, TOWNSHIP 37 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, AND DESCRIBED AS FOLLOWS: MEASURED ALONG THE NORTH SECTION LINE FROM THE NORTHWEST CORNER OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF SAID SECTION A DISTANCE OF 150 FEET TO THE PLACE OF BEGINNING; THEN CONTINUE ALONG SAID SECTION LINE A DISTANCE SOUTH ALONG A LINE PARALLEL WITH AND 700 FEET EAST OF THE WEST LINE OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF SAID SECTION, 483 FEET; THENCE WEST PARALLEL WITH SAID NORTH LINE OF SECTION, 300 FEET; THENCE SOUTH PARALLEL WITH SAID WEST LINE OF EAST 1/2 OF NORTHEAST 1/4 783.58 FEET TO THE NORTHWESTERLY RIGHT OF WAY, LINE OF ARCHER AVENUE, STATE AID ROUTE 4A, THENCE SOUTHWESTERLY ALONG SAID RIGHT OF WAY LINE 68.42 FEET TO A POINT ON A LINE 350 FEET EAST OF SAID WEST LINE OF EAST 1/2, NORTHEAST 1/4 OF SECTION 23, THENCE NORTH ON SAID LINE 810.28 FEET; THENCE WEST 200 FEET; THENCE NORTH 483 FEET TO THE POINT OF BEGINNING, ALL IN COOK COUNTY, ILLINOIS, AND CONTAINING 7.00 ACRES, MORE OR LESS.

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 Estate

18. Check only if applicable and check only one box.

Debtor is a TRANSMITTING UTILITY
 Filed in connection with a Manufactured-Home Transaction
 Filed in connection with a Public-Finance Transaction