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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY



Doc#: 1107644045 Fee: \$44.00
Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 03/17/2011 11:39 AM Pg: 1 of 5

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Belmont Bank & Trust Company
8250 West Belmont Avenue
Chicago, IL 60634

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
CHICAGO FILM STUDIOS INDUSTRIAL REAL ESTATE HOLDINGS, LLC

OR

1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
1658 N MILWAUKEE AVE CHICAGO IL 60647 USA

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
LLC IL 03312453 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

OR

2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any 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
BELMONT BANK & TRUST COMPANY

OR

3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
8250 WEST BELMONT AVENUE CHICAGO IL 60634 USA

4. This FINANCING STATEMENT covers the following collateral:

All inventory, equipment, accounts (including but not limited to all health-care-insurance receivables), chattel paper, instruments (including but not limited to all promissory notes), letter-of-credit rights, letters of credit, documents, deposit accounts, investment property, money, other rights to payment and performance, and general intangibles (including but not limited to all software and all payment intangibles); all oil, gas and other minerals before extraction; all oil, gas, other minerals and accounts constituting as-extracted collateral; all fixtures; all timber to be cut; all attachments, accessions, accessories, fittings, increases, tools, parts, repairs, supplies, and commingled goods relating to the foregoing property, and all additions, replacements of and substitutions for all or any part of the foregoing property; all insurance refunds relating to the foregoing property; all good will relating to the foregoing property; all records and data and embedded software relating to the foregoing property, and all equipment, inventory and software to utilize, create, maintain and process any such records and data on electronic media; and all supporting obligations relating to the foregoing property; all whether now existing or hereafter arising, whether now owned or hereafter acquired or whether now or hereafter subject to any rights in the foregoing property; and all products and proceeds (including but not limited to all insurance payments) of or relating to the foregoing property.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum. 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

0803P107A/626633 m
Stewart
6266

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UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT			
9a. ORGANIZATION'S NAME			
CHICAGO FILM STUDIOS INDUSTRIAL REAL ESTATE			
OR	9b. INDIVIDUAL'S LAST NAME		
	FIRST NAME	MIDDLE NAME, SUFFIX	

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names						
11a. ORGANIZATION'S NAME						
OR	11b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
11d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any		
					<input type="checkbox"/> NONE	

12. <input type="checkbox"/> ADDITIONAL SECURED PARTY'S or <input type="checkbox"/> ASSIGNOR S/P'S NAME - insert only one 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

<p>13. This FINANCING STATEMENT covers <input type="checkbox"/> timber to be cut or <input type="checkbox"/> as-extracted collateral, or is filed as a <input checked="" type="checkbox"/> fixture filing.</p> <p>14. Description of real estate: Exhibit A.</p> <p>15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):</p>	<p>16. Additional collateral description:</p> <p>17. Check <u>only</u> if applicable and check <u>only</u> one box. Debtor is a <input type="checkbox"/> Trust or <input type="checkbox"/> Trustee acting with respect to property held in trust or <input type="checkbox"/> Decedent's Estate</p> <p>18. Check <u>only</u> if applicable and check <u>only</u> one box. <input type="checkbox"/> Debtor is a TRANSMITTING UTILITY <input type="checkbox"/> Filed in connection with a Manufactured-Home Transaction <input type="checkbox"/> Filed in connection with a Public-Finance Transaction</p>
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EXHIBIT A

Legal Description

PARCEL E:

Tract 1:

Lots 1 and 2 in Ryerson's resubdivision of Lots 17 and 18 of Ogden's Subdivision of the East half of the Northeast Quarter of Section 24, Township 39 North, Range 13, East of the Third Principal Meridian, in Cook County, Illinois.

Tract 2:

Parts of Sub-Lots 2, 3 and 6 in Block 10 in the subdivision of Lots 2, 3, 5 to 8 and 13 to 16, all inclusive of Ogden's Subdivision of the East half of the Northeast Quarter of Section 24, Township 39 North, Range 13, East of the Third Principal Meridian, and being further described as follows, to wit: beginning at the Northeast corner of said Sub-Lot 2 in the South line of 15th Street; thence Westwardly along said South line, 55.6 feet to a corner; thence Southwardly parallel with the East line of said Sub-Lots, 143 feet to a point 1 foot North of the South line of said Sub-Lot 6; thence Northwardly by a curve convex to the East having a radius of 441.88 feet for a distance of 154.21 feet to the place of beginning, in Cook County, Illinois.

Tract 3:

Sub-Lots 2, 3 and 6 in Block 10 in the subdivision of Lots 2, 3, 5 to 8 and 13 to 16, all inclusive of Ogden's Subdivision of the East half of the Northeast Quarter of Section 24, Township 39 North, Range 13, East of the Third Principal Meridian, except that part of said Sub-Lots described as follows, to wit: beginning at the Northeast corner of said Sub-Lot 2 in the South line of 15th Street; thence Westwardly along said South line, 55.6 feet to a corner; thence Southwardly parallel with the East line of said Sub-Lots, 143 feet to a point 1 foot North of the South line of said Sub-Lot 6; thence Northwardly by a curve convex to the East having a radius of 441.88 feet for a distance of 154.21 feet to the place of beginning, in Cook County, Illinois.

Tract 4:

The West 12.4 feet of Sub-Lots 1, 4 and 5, part of the West 12.4 feet of Sub-Lot 8 in Block 10 of Ogden's Subdivision of the East half of the Northeast Quarter of Section 24, Township 39 North, Range 13, East of the Third Principal Meridian, in Cook County, Illinois.

Tract 5:

Sub-Lot 7, 10, 11, 14, 15, 18, 19, 22 and 23 in Block 10 in the Subdivision of Lots 2, 3, 5 to 8 and 13 to 16, all inclusive of Ogden's Subdivision of the East half of the Northeast Quarter of Section 24, Township 39 North, Range 13, East of the Third Principal Meridian, together with that part of Lots 8, 9, 12, 13, 16, 17, 20, 21 and 24 in Block 10 falling in the following described property: beginning where the North line of West 16th Street meets the West line of the East 55.6 feet of Lot 23 in said Block 10; thence due North 435 feet to a point; thence due East 81.5

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feet to a point; thence due South 434.31 feet to a point in said Northerly line of West 16th Street in the Southerly line of Lot 24; thence South 89 degrees 52 minutes West along said North line of West 16th Street being along said Southerly line of Lots 24 and 23 in said Block 10, 81.5 feet to the place of beginning.

Parcel E-1

Non-exclusive easement for driveway purposes for the benefit of Parcel E, Tract 5, as described in Deed recorded May 1, 1947 as Document Number 14046992.

Parcel E-2:

Non-exclusive easement for driveway purposes for the benefit of Parcel E, Tract 5, as described in Deed recorded October 19, 1949 as Document Number 14656048.

Parcel J:

Tract 1:

Lots 1 through 10, inclusive, in Kerr and Crowley's Subdivision of Lots 1, 2, 3, 4, 47, 48, 49 and 50 in the Subdivision of Block 3 of Walker's Douglas Park Addition, a subdivision of the East three-quarters of the Southeast Quarter of Section 24, Township 39 North, Range 13, East of the Third Principal Meridian, in Cook County, Illinois.

Tract 2:

Lots 5 through 17, and Lots 26 through 46, inclusive, in Block 3 OF Walker's Douglas Park Addition, a subdivision of the East three-quarters of the Southeast Quarter of Section 24, Township 39 North, Range 13, East of the Third Principal Meridian, in Cook County, Illinois.

Together with all interest, if any, of Grantor in and to the land lying within (1) that part of vacated Rockwell Street lying south of the south right of way line of 16th Street and north of the extended centerline of vacated 17th Street, from the west right of way line of vacated Rockwell Street to the centerline thereof, (2) that part of vacated 17th Street lying east of the right of way line of Washtenaw Avenue and west of the extended centerline of vacated Rockwell Street, from the north right of way line of vacated 17th Street to the centerline thereof and (3) the vacated alley lying in the interior of Parcel J, from the east right of way line of Washtenaw Avenue to the west right of way line of vacated Rockwell Street.

Permanent Index Number(s): 16-24-223-001, 16-24-223-002, 16-24-223-006, 16-24-223-004, 16-24-402-010, 16-24-402-009, 16-24-402-008, 16-24-

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402-007, 16-24-402-006, 16-24-402-005, 16-24-402-004, 16-24-402-003, 16-24-402-002, 16-24-402-001, 16-24-402-047, 16-24-402-025, and 16-24-402-048

Common Address:

2521-59 W. 15th Street; 2555-29 W. 15th Street, 2518 W. 16th Street; and 2548 W. 16th Street, Chicago, Illinois

Property of Cook County Clerk's Office

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EXHIBIT B

COLLATERAL

Debtor hereby grants to Secured Party a continuing security interest in, and assigns, hypothecates and transfers to Secured Party, the following property or types of property now owned by Debtor or hereafter created or acquired by Debtor, wherever located:

(a) Accounts (including without limitation all rights to payment for services or the Inventory, as the same is hereinafter defined) however arising, and all rights to payment under leases of real property and the Equipment (as the same is hereinafter defined), any other leases, chattel paper, contract rights, instruments, life insurance policies, and documents (the "**Accounts**");

(b) General intangibles (including without limitation inventions, designs, patents, patent applications, trademarks, service marks, trade names, copyrights, licenses, leasehold interests, tax refund claims, guaranty claims and security interests or other security held by Debtor to secure account);

(c) Payment intangibles;

(d) Inventory, including without limitation finished goods, returned and repossessed goods, raw materials, and work in progress (the "**Inventory**");

(e) Goods (other than Inventory), equipment, vehicles, furniture and fixtures, together with accessions thereto and replacement parts therefore, but excluding property used exclusively for personal, household, or family use (the "**Equipment**");

(f) All monies, accounts, deposits, and property owned by the Debtor now or at any time hereafter in the possession or under the control of Secured Party or its bailee;

(g) All books and records, including without limitation customer lists, credit files, computer programs, printouts, and other materials and records, pertaining to any of the foregoing;

(h) All documents of title evidencing or issued with respect to any of the foregoing; and

(i) All proceeds and products of all of the foregoing, including without limitation proceeds of insurance policies insuring the foregoing.