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PREPARED BY ~~AND~~
~~WHEN RECORDED MAIL TO:~~



WIRELESS CAPITAL PARTNERS
11900 Olympic Blvd, Suite 400
Los Angeles, California 90064
Attn: Title Department
WCP # 82557

Doc#: 1222144122 Fee: \$48.00
Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 08/08/2012 04:53 PM Pg: 1 of 6

RECORDER OF DEEDS
Fidelity National Title Group
30 Glen Forest Dr., Ste. 300
Richmond, VA 23228
Attn: *[Signature]*

MEMORANDUM OF PURCHASE AND SALE OF LEASE AND SUCCESSOR LEASE

This Memorandum of Purchase and Sale of Lease and Successor Lease (this "Memorandum") is made as of 5/22, 2012 between HIGHEST AND BEST USE, LLC, a California limited liability company ("Landlord"), and WIRELESS CAPITAL PARTNERS, LLC, a Delaware limited liability company ("Buyer").

A. Landlord, as successor in interest to, Paul Strombeck, sole Owner to trust agreement dated 12/07/1983 known as #142, as successor in interest to, Paul Strombeck, sole beneficiary of Trust #142, as successor in interest to, Heritage Community Bank, f/k/a Riverdale Bank, but Trustee U/T/A dated 12/07/1983 and known as Trust #142, as lessor, and United States Cellular Operating Company of Chicago, LLC, a Delaware limited liability company as successor in interest to, PrimeCo Personal Communications L.P., as lessee ("Tenant"), are parties to that certain lease, dated as of November 30, 1995, a memorandum of which was recorded on September 1, 1998 as Instrument No 98777911 of the Cook County Registry (the "Lease") with respect to the premises described on Schedule A attached hereto (the "Premises").

B. Landlord and Buyer are parties to a Purchase and Sale of Lease and Successor Lease dated on or about the date hereof (the "Agreement"), pursuant to which Landlord has, among other things, sold and assigned to Buyer its right, title and interest in and to the Lease. The parties hereto desire to execute this Memorandum to provide constructive notice of the existence of the Lease and the Agreement, and of Buyer's rights under the Agreement.

BOX 162

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto acknowledge and/or agree as follows:

Landlord has sold and assigned and hereby does sell and assign all of its right, title and interest in and to the Lease to Buyer, on the terms and subject to the conditions set forth in the Agreement. The Lease expires by its terms on or about November 29, 2015 and contains seven (7) option(s) to renew or extend the term for an additional period of five (5) years each. Landlord has leased and hereby does lease the Premises to Buyer, on the terms

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and subject to the conditions set forth in the Agreement. The successor lease is for a term commencing upon the expiration or termination of the Lease and ending on May 31, 2111.

Property of Cook County Clerk's Office

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The terms and conditions of the Lease and the Agreement are hereby incorporated herein by reference as if set forth herein in full. Copies of the Lease and the Agreement are maintained by Buyer at the address of Buyer above and are available to interested parties upon request. This Memorandum has been duly executed by the undersigned as of the date first written above.

LANDLORD:

HIGHEST AND BEST USE, LLC, a California limited liability company

By: [Signature]
Name: James Kennedy
Its: MANAGING MEMBER

BUYER:

WIRELESS CAPITAL PARTNERS, LLC, a Delaware limited liability company

By: [Signature]
Name: Joni LeSage
Its: Chief Financial Officer

[NOTE: ALL SIGNATURES MUST BE PROPERLY NOTARIZED]

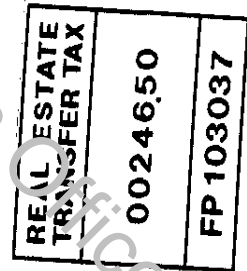
City of Chicago
Dept. of Finance
625713

8/8/2012 15:59
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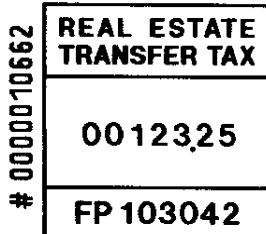
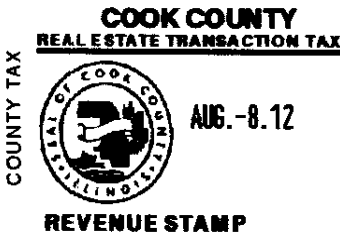


Real Estate
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Stamp
\$2,588.25

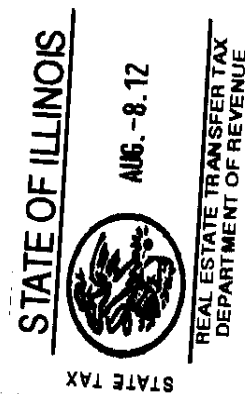
Batch 5,110,895



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STATE OF Texas)

ALL-PURPOSE
CERTIFICATE OF ACKNOWLEDGEMENT

COUNTY OF Montgomery)

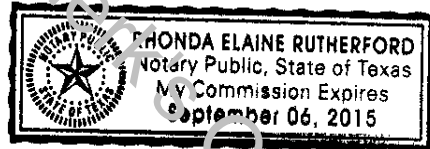
On 5/22/2012 before me, Rhonda E. Rutherford, Notary Public,
personally appeared James Kennedy

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the
State of Texas, that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Rhonda E. Rutherford



(seal)

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STATE OF CALIFORNIA

ALL-PURPOSE
CERTIFICATE OF ACKNOWLEDGEMENT

COUNTY OF LOS ANGELES

On 5/23/2012 before me, Jennifer Ann Pouliot, Notary Public, personally appeared _____

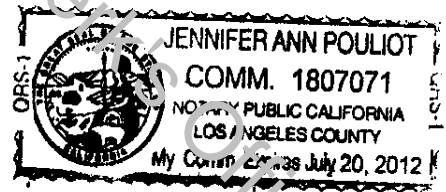
Joni LeSage

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is are subscribed to the within instrument and acknowledged to me that he is she they executed the same in his is her their authorized capacity(ies), and that by his is her their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California, that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Jennifer Ann Pouliot



(seal)

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SCHEDULE A

LEGAL DESCRIPTION AND LEASE DESCRIPTION

That certain PCS Site Agreement dated November 30, 1995, by and between Highest and Best Use, LLC, a California limited liability company, as successor in interest to, Paul Strombeck, sole Owner to trust agreement dated 12/07/1983 known as #142, as successor in interest to, Paul Strombeck, sole beneficiary of Trust #142, as successor in interest to, Heritage Community Bank, f/k/a Riverdale Bank, but Trustee U/T/A dated 12/07/1983 and known as Trust #142, whose address is 123 10TH ST, SAN FRANCISCO, CA, 94103 ("Landlord") and United States Cellular Operating Company of Chicago, LLC, a Delaware limited liability company as successor in interest to, PrimeCo Personal Communications L.P. ("Tenant"), whose address is 8410 W BRYN MAWR AVE, CHICAGO, IL, 60631, for the property located at 13421 S VERNON AVE, CHICAGO, IL, 60827 a memorandum of which was recorded on September 1, 1998 as Instrument No 98777911 of the Cook County Registry.

The Legal Description is as follows:

Lot 9, in Block 1 in Market Addition to Riverdale, being a Subdivision of the Southwest 1/4 North of Calumet River of Section 34, Township 37 North, Range 14 East of the Third Principal Meridian, (except the East 5 acres thereof) in Cook County, Illinois.

AND BEING the same property conveyed to Riverdale Bank, an Illinois banking corporation, as Trustee under the provision of a Trust Agreement dated the 7th day of December, 1983, known as Trust No. 142 from Walter R. Krajewski, as Trustee u/t/a 72 dated July 01, 1971 by Deed in Trust dated March 22, 1984 and recorded March 22, 1984 in Instrument No. 27014568.

Tax Parcel No. 25-34-303-002