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Doc#: 122411153 Fee: \$48.00
Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 08/28/2012 12:55 PM Pg: 1 of 6

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
DAVID A. BARSKY (202) 293-8200

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

KROOTH & ALTMAN LLP
1850 M STREET, N.W.
SUITE 400
WASHINGTON, D.C. 20036

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
ALDEN - NORTH SHORE REHABILITATION AND HEALTH CARE CENTER, INC.

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
4200 W. PETERSON AVENUE, SUITE 140* CHICAGO IL 60646 USA

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
CORPORATION ILLINOIS 57995513 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
CAMBRIDGE REALTY CAPITAL LTD. OF ILLINOIS

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
125 SOUTH WACKER DRIVE, SUITE 1800-A CHICAGO IL 60606 USA

4. This FINANCING STATEMENT covers the following collateral:

*1(C) CONTINUED: C/O ALDEN MANAGEMENT SERVICES, INC.

SEE EXHIBIT "B-2" ATTACHED HERETO AND MADE A PART HEREOF FOR A DESCRIPTION OF COLLATERAL.

S
P
S
SC
INT

AFTER RECORDING, RETURN TO:

TITLE SERVICES, INC.
610 EAST ROOSEVELT ROAD
WHEATON, IL 60187

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) (ADDITIONAL FEE)

8. OPTIONAL FILER REFERENCE DATA: All Debtors Debtor 1 Debtor 2

RECORD IN COOK COUNTY, ILLINOIS

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UNOFFICIAL COPY**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 | | |
| ALDEN - NORTH SHORE REHABILITATION AND* | | |
| OR | 9b. INDIVIDUAL'S LAST NAME | |
| | FIRST NAME | MIDDLE NAME, SUFFIX |

10. MISCELLANEOUS:

*HEALTH CARE CENTER, INC.

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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. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

| | | | |
|--|-----------------------------|------------|-------------|
| 12a. ORGANIZATION'S NAME | | | |
| SECRETARY OF HOUSING AND URBAN DEVELOPMENT | | | |
| OR | 12b. INDIVIDUAL'S LAST NAME | | FIRST NAME |
| | | | MIDDLE NAME |
| | | | SUFFIX |
| 12c. MAILING ADDRESS | | CITY | STATE |
| 451 SEVENTH STREET, SW, ROOM 6264 | | WASHINGTON | DC |
| | | | POSTAL CODE |
| | | | COUNTRY |
| | | | USA |

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:

SEE EXHIBIT "A" ATTACHED HERETO
AND MADE A PART HEREOF FOR A
DESCRIPTION OF REAL PROPERTY.

"ALDEN NORTH SHORE"
FHA PROJECT NO. 071-43253

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

NORTH SHORE TOUHY ASSOCIATES,
L.L.C., C/O ALDEN MANAGEMENT
SERVICES, INC., 4200 W. PETERSON AVE.,
SUITE 140, CHICAGO, ILLINOIS 60646

16. Additional collateral description:

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 Estate18. Check only if applicable and check only one box. Debtor is a TRANSMITTING UTILITY Filed in connection with a Manufactured-Home Transaction — effective 30 years Filed in connection with a Public-Finance Transaction — effective 30 years

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EXHIBIT "A" LEGAL DESCRIPTION

LOTS 373 TO 385, BOTH INCLUSIVE, (EXCEPTING THEREFROM THE FOLLOWING DESCRIBED TRACT: BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT 373; THENCE ON AN ASSUMED BEARING OF NORTH 90 DEGREES 0 MINUTES 0 SECONDS EAST ALONG THE SOUTH LINE OF SAID LOT 373 FOR A DISTANCE OF 9 FEET; THENCE NORTH 60 DEGREES 47 MINUTES 46 SECONDS WEST FOR A DISTANCE OF 10.25 FEET MORE OR LESS TO A POINT IN THE WEST LINE OF SAID LOT 373 LYING 5 FEET FROM SAID SOUTHWEST CORNER; THENCE SOUTH 0 DEGREES 38 MINUTES 12 SECONDS WEST ALONG SAID WEST LINE 5 FEET TO THE POINT OF BEGINNING) IN GEORGE F. NIXON AND COMPANY'S NILES CENTER GARDENS SUBDIVISION ADDITION TO HOWARD LINCOLN AND CICERO A SUBDIVISION OF PART OF THE SOUTHEAST QUARTER OF SECTION 28 TOWNSHIP 41 NORTH RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PERMANENT REAL ESTATE INDEX NOS.:

10-28-429-015, VOL. 126 (AFFECTS: LOT 373)
10-28-429-016, VOL. 126 (AFFECTS: LOT 374)
10-28-429-017, VOL. 126 (AFFECTS: LOT 375)
10-28-429-018, VOL. 126 (AFFECTS: LOT 376)
10-28-429-019, VOL. 126 (AFFECTS: LOT 377)
10-28-429-020, VOL. 126 (AFFECTS: LOT 378)
10-28-429-021, VOL. 126 (AFFECTS: LOT 379)
10-28-429-022, VOL. 126 (AFFECTS: LOT 380)
10-28-429-023, VOL. 126 (AFFECTS: LOT 381)
10-28-429-024, VOL. 126 (AFFECTS: LOT 382)
10-28-429-025, VOL. 126 (AFFECTS: LOT 383)
10-28-429-026, VOL. 126 (AFFECTS: LOT 384)
10-28-429-027, VOL. 126 (AFFECTS: LOT 385)

PROPERTY ADDRESS: 5050 WEST TOUHY AVENUE
SKOKIE, ILLINOIS 60077

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EXHIBIT "B-2" TO MASTER TENANT AND SUBLESSEE SECURITY AGREEMENT AND SUBLESSEE FINANCING STATEMENTS

DESCRIPTION OF SUBLESSEE COLLATERAL

This Exhibit is attached to, incorporated by reference in, and forms a part of certain documents (collectively, the "Security Documents"), executed, where applicable, and delivered in connection with the financing of the Project (as hereinafter defined), including a Master Tenant and Sublessee Security Agreement by and between **ALDEN - NORTH SHORE REHABILITATION AND HEALTH CARE CENTER, INC.**, an Illinois corporation (for the purposes of this Exhibit, the "Sublessee") and **ALDEN MASTER TENANT ASSOCIATION, L.L.C.**, an Illinois limited liability company (for the purposes of this Exhibit, the "Master Tenant") and **CAMBRIDGE REALTY CAPITAL LTD. OF ILLINOIS**, an Illinois corporation (for the purposes of this Exhibit, the "Secured Party") and Sublessee Financing Statements.

All of the following described property and interests in property, whether now in existence or hereafter arising, and relating to, situated or located on or used or usable in connection with the maintenance and/or operation of that certain skilled nursing facility known or to be known as "**Alden North Shore**" (the "Project"), located on the property described in Exhibit "A" (hereafter referred to as the "Premises") and owned by the Sublessee (the "Sublessee Collateral").

(a) All fixtures, furniture, equipment and other goods and tangible personal property of every kind and description whatsoever now or hereafter located on, in or at the Premises, including, but not limited to, all lighting, laundry, incinerating and power equipment; all engines, boilers, machines, radiators, motors, furnaces, compressors and transforms; all power generating equipment; all pumps, tanks, ducts, conduits, wire, switches, electrical equipment, and fixtures, fans and switchboards; all telephone equipment; all piping, tubing and plumbing equipment and fixtures; all heating, refrigeration, air-conditioning, cooling, ventilating, sprinkling, water, power, waste disposal and communications equipment, systems and apparatus; all water coolers and water heaters; all fire prevention, alarm and extinguishing systems and apparatus; all cleaning equipment; all lift, elevator and escalator equipment and apparatus; all partitions, shades, blinds, awnings, screens, screen doors, storm doors, exterior and interior signs, gas fixtures, stoves, ovens, refrigerators, garbage disposals, dishwashers, kitchen and laundry fixtures, utensils, appliances and equipment, cabinets, mirrors, mantles, floor coverings, carpets, rugs, draperies and other furnishings and furniture now or hereafter installed or used or usable in the operation of any part of the buildings, structures or improvements erected or to be erected in or upon the Premises and every replacement thereof, accession thereto, or substitution therefor, whether or not all of the above are now or hereafter acquired or attached to the Premises in any manner;

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(b) All articles of tangible personal property not otherwise described herein which are now or hereafter located in, attached to or used in, on or about the buildings, structures or improvements now or hereafter located, placed, erected, constructed or built on the Premises and all replacements thereof, accessions thereto, or substitution therefor, whether or not the same are, or will be, attached to such buildings, structures or improvements in any manner;

(c) All rents, leases, income, revenues, issues, profits, royalties and other benefits arising or derived or to be derived from, or related to, directly or indirectly, the Premises, whether or not any of the property described in this item (c) constitutes accounts, chattel paper, documents, general intangibles, instruments or money;

(d) All awards now or hereafter made with respect to the Premises as a result of (i) the exercise of the power of condemnation or eminent domain, or the police power, (ii) the alteration of the grade of any street, or (iii) any other injury or decrease in the value of the Premises (including but not limited to any destruction or decrease in the value by fire or other casualty), whether or not any of the property described in this item (d) constitutes accounts, chattel paper, documents, general intangibles, instruments, investment property, deposit accounts, or money;

(e) All land surveys, plans and specifications, drawings, briefs and other work product and other papers and records now or hereafter used in the construction, reconstruction, alteration, repair or operation of the Premises;

(f) Licenses, permits, certificates and agreements for the provision of property or services to or in connection with, or otherwise benefiting, the Premises, any nursing home license, assisted living facility license, any and all Medicaid/Medicare Provider Agreements, and any other license necessary for the provision of services at the Premises; however, the Secured Party disclaims a security interest in such of the property described in this item (f) to the extent that a security interest in such property may not be granted to the Secured Party without the forfeiture of the rights of the Sublessee (or any assignee of the Sublessee) or a default resulting thereunder.

(g) All funds, monies, securities and other property held in escrow, lock boxes, depository or blocked accounts or as reserves and all rights to receive (or to have distributed to the Sublessee) any funds, monies, securities or property held in escrow, lock boxes, depository or blocked accounts or as reserves including but not limited to all of Sublessee's rights (if any) to any funds or amounts in that certain reserve funds and/or residual receipts accounts created under the Regulatory Agreement required by the Secretary of Housing and Urban Development or the Federal Housing Administration Commissioner;

(h) All accounts, Accounts Receivable, general intangibles, chattel paper, instruments, documents, inventory, goods, cash, bank accounts, certificates of deposits, securities, insurance policies, letters of credit, deposits, judgments, liens,

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causes of action, warranties, guaranties and all other properties and assets of the Sublessee, tangible or intangible, whether or not similar to the property described in this item (h) As used herein, the term "Accounts Receivable" shall include (i) all healthcare insurance receivables, healthcare revenues, including, but not limited to Medicaid and Medicare receivables, Veterans Administration or other governmental receivables, private patient receivables, and HMO 10 receivables; (ii) any payments due or to be made to the Sublessee relating to the Premises or (iii) all other rights of the Sublessee to receive payment of any kind with respect to the Premises;

(i) All books, records and files of whatever type or nature relating to any or all of the property or interests in property described herein or the proceeds thereof, whether or not written, stored electronically or electromagnetically or in any other form, and whether or not such books, records, or files constitute accounts, equipment or general intangibles.

(j) Any and all security or other deposits which have not been forfeited by any tenant under any lease; and

(k) All products and proceeds of any and all of the property (and interests in property) described herein including but not limited to proceeds of any insurance, whether or not in the form of original collateral, accounts, contract rights, chattel paper, general intangibles, equipment, fixtures, goods, securities, leases, instruments, inventory, documents, deposit accounts or cash.