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1235545058

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

Doc#: 1235545058 Fee: \$48.00
Karen A. Yarbrough RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 12/20/2012 02:12 PM Pg: 1 of 6

212119

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

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

DAVID A. BARSKY, ESQ.
KROOTH & ALTMAN LLP
1850 M STREET, NW, SUITE 400
WASHINGTON, DC 20036
PH (202) 293-9200

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-BARTON, L.L.C.

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

465 CENTRAL AVENUE, SUITE 100 NORTHFIELD IL 60093-1929 USA

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

LLC ILLINOIS 00238791 ☐ 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
P/R MORTGAGE & INVESTMENT CORP.

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

11711 N. MERIDIAN STREET, SUITE 528 CARMEL IN 46032-6906 USA

4. This FINANCING STATEMENT covers the following collateral:

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

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 [if applicable] 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [optional] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

RECORD IN COOK COUNTY, ILLINOIS

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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-BARTON, L.L.C.		
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. <u>SEE INSTRUCTIONS</u>	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any

☐ 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	POSTAL CODE	COUNTRY

451 SEVENTH STREET, SW, ROOM 6264**WASHINGTON****DC****20410****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.**

**"BARTON SENIOR RESIDENCES OF
CHICAGO"
FHA PROJECT NO. 071-22229**

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

**ILLINOIS MEDICAL DISTRICT
COMMISSION OF THE STATE OF
ILLINOIS
600 SOUTH HOYNE AVENUE
CHICAGO, ILLINOIS 60612**

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)

PARCEL 1:

THE LEASEHOLD ESTATE CREATED BY THE INSTRUMENT HEREIN REFERRED TO AS THE LEASE, EXECUTED BY THE ILLINOIS MEDICAL DISTRICT COMMISSION, AS LANDLORD, AND RUSH-BARTON, L.P., AS TENANT, AS EVIDENCED BY MEMORANDUM OF LEASE DATED MARCH 7, 2000, WHICH LEASE IS FOR A TERM OF 60 YEARS AND RECORDED MARCH 13, 2000 IN THE OFFICE OF THE RECORDER OF DEEDS OF COOK COUNTY, ILLINOIS, AS DOCUMENT NUMBER 00178214, WHICH LEASE DEMISES THE PROPERTY HEREINAFTER DESCRIBED TO WIT:

THE WEST 15 FEET OF LOT 15, LOTS 16 THROUGH 35, INCLUSIVE AND THE WEST 15 FEET OF LOT 36, TOGETHER WITH THE EAST WEST 16 FOOT WIDE ALLEYWAY LYING SOUTH OF AND ABUTTING SAID LOTS 15 THROUGH 25 AND LYING NORTH OF AND ABUTTING SAID LOTS 26 THROUGH 36 IN BLOCK 3 IN CARTER H. HARRISON'S SUBDIVISION OF BLOCKS 1 AND 2 IN THE DIVISION OF SECTION 19, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

OWNERSHIP, SUBJECT TO THE TERMS OF THE AFORESAID LEASE, OF THE IMPROVEMENTS NOW LOCATED ON PARCEL 1 AT THE END OF THE TERM OF SAID LEASE.

PROPERTY ADDRESS: 1245 S. WOOD STREET
CHICAGO, ILLINOIS 60608
(COOK COUNTY)

PERMANENT REAL ESTATE INDEX NOS.:

17-19-206-049-8001, VOL. 595
17-19-206-049-8002, VOL. 595
17-19-206-006, VOL. 595 (AFFECTS: UNDERLYING LOT 2)
17-19-206-009, VOL. 595 (AFFECTS: UNDERLYING LOT 17)
17-19-206-010, VOL. 595 (AFFECTS: UNDERLYING LOT 16)
17-19-206-034, VOL. 595 (AFFECTS: UNDERLYING LOT 35)

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EXHIBIT "B" TO SERVICE PROVIDER SECURITY AGREEMENT AND UCC FINANCING STATEMENTS

DESCRIPTION OF SERVICE PROVIDER COLLATERAL

This Exhibit is attached to, incorporated by reference in, and forms a part of certain documents (collectively, the "Security Documents"), executed and delivered in connection with the financing of the Project (as hereinafter defined), including a Service Provider Security Agreement and Financing Statements by and between **CHICAGO-BARTON, L.L.C.**, an Illinois limited liability company, d/b/a Barton Senior Residences of Chicago (for the purposes of this Exhibit, the "Debtor") and **P/R MORTGAGE & INVESTMENT CORP.**, an Indiana corporation (for the purposes of this Exhibit, the "Secured Party")

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 a certain supportive living facility that qualifies as an assisted living facility under Section 232 of the National Housing Act, as amended, known or to be known as "**Barton Senior Residences of Chicago**" (the "Project"), located on the property described in Exhibit "A" (hereafter referred to as the "Premises").

(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;

(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,

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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 Debtor (or any assignee of the Debtor) 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 Debtor) 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 Debtor'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, causes of action, warranties, guaranties and all other properties and assets of the Debtor, 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 Debtor

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relating to the Premises or (iii) all other rights of the Debtor 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;

(k) Hospital beds and equipment, physiotherapy equipment, medical equipment and apparatus, all other equipment, goods, inventory, and personal property as are commonly used in this full furnishing and equipping of a skilled nursing and long term care facility, whether personal property or inventory, whether now owned or hereafter from time to time acquired by the Grantor, together with all substitutions, replacements, additions, attachments, accessories, accretions, their component parts thereto or thereof, all other items of like property and all accounts and contract rights covering or relating to any or all thereof, whether now in existence or hereafter arising, and relating to, situated on, or used or usable in connection with the maintenance and/or operation of the Project;

(l) All names now or hereafter used in connection with the Project and the goodwill associated therewith;

(m) All other licenses, certificates of need, permits and approvals issued by any federal, state or local governmental entity relating to the operation, management, use and occupancy of the Project; and

(n) 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.