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Doc#: 1235501051 Fee: \$80.00
Karen A. Yarbrough RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 12/20/2012 11:08 AM Pg: 1 of 7

WHEN RECORDED MAIL TO:

JPMorgan Chase Bank, N.A.
Attention: Lease Administration,
MC: OHI-0241
1111 Polaris Parkway, Suite 1E
Columbus, Ohio 43240

(Above Space for Recorder's Use Only)

MEMORANDUM OF TERMINATION OF GROUND LEASE

THIS MEMORANDUM OF TERMINATION OF GROUND LEASE ("Memorandum") is entered into as of December 5, 2012 ("Effective Date") between MILLCO 9540 S. ROBERTS ROAD LLC, an Illinois limited liability company ("Millco"), and JPMORGAN CHASE BANK, N.A., a national banking association ("Bank").

RECITALS

A. Pursuant to that certain Ground Lease between Millco, as "Landlord", and Bank, as "Tenant", dated as of June 27, 2011 (the "Ground Lease"), Millco leased to Bank the real property located in the City of Hickory Hills, County of Cook, State of Illinois ("Property"), which is legally described in attached and incorporated Exhibit A.

B. Millco, as "Seller", and Bank, as "Buyer", have entered into that certain Agreement of Sale and Purchase with an Effective date of November 15, 2012 ("Agreement"), wherein Millco agreed to sell and Bank agreed to purchase the Property.

C. The Agreement provides the Ground Lease will terminate at the closing of the transaction contemplated by the Agreement. Millco and Bank desire to enter into this Memorandum to evidence their agreement to terminate the Ground Lease.

AGREEMENT

NOW, THEREFORE, for valuable consideration, the receipt and adequacy of which is hereby acknowledged by Millco and Bank, Millco and Bank agree as follows.

1. Termination of the Ground Lease. Millco and Bank hereby covenant, acknowledge and agree that the Ground Lease terminated and was of no further force and effect, effective as of the date of the closing of the sale of the Property from Millco to Bank.

2. Representations. Each of Millco and Bank represents and warrants to each other that neither party: (a) has assigned, conveyed, alienated or transferred their respective interests in the Ground Lease; and (b) is aware of any existing default pursuant to the Ground Lease.

3. Improvements. Notwithstanding anything in the Ground Lease to the contrary, as of the termination of the Lease all Improvements and Tenant's Equipment (as defined in Ground Lease) shall be solely the property of Bank.

Box 400-CTCC

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3. Release. Except as expressly provided to the contrary in the Ground Lease, as of the Effective Date, Millco and Bank agree to fully release and discharge the other party from any and all rights, duties and obligations pursuant to the Ground Lease.

4. Counterparts. This Memorandum may be executed in one (1) or more counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

5. Successors and Assigns. This Memorandum shall bind and inure to the benefit of Millco and Bank and their respective heirs, successors and assigns.

**[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK-SIGNATURE
PAGE FOLLOWS]**

Prepared By:

Glenn D. Taxman

Matt Shelist

2 Park Plaza, Suite 1075

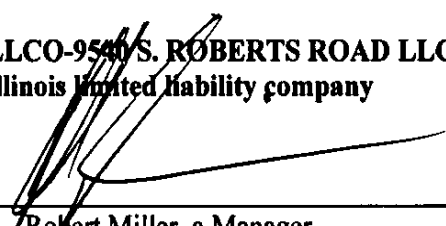
Irvine, CA 92614

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IN WITNESS WHEREOF, Millco and Bank have executed this MEMORANDUM OF TERMINATION OF GROUND LEASE to be effective as of the Effective Date.

MILLCO-9540 S. ROBERTS ROAD LLC,
an Illinois limited liability company

JPMORGAN CHASE BANK, N.A.,
a national banking association

By: 
Robert Miller, a Manager

By: _____
Name: _____
Title: _____

[NOTARY PAGE(S) FOLLOW(S)]

Property of Cook County Clerk's Office

UNOFFICIAL COPY

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, the undersigned, a Notary Public in and for said County, in the State of Illinois, DO HEREBY CERTIFY that Robert Miller, a Manager of MILLCO-9540 S. ROBERTS ROAD LLC, an Illinois limited liability company and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, for the uses and purposes set forth.

Given under my hand and notarial seal as of November 21, 2012.



Suzanne Drnek

Notary Public

STATE OF _____)
) SS
COUNTY OF _____)

I, the undersigned, a Notary Public in and for said County, in the State of Illinois, DO HEREBY CERTIFY that _____ the _____ of JPMORGAN CHASE BANK, N.A., a national banking association and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, for the uses and purposes set forth.

Given under my hand and notarial seal as of _____, 2012.

SEAL

Notary Public

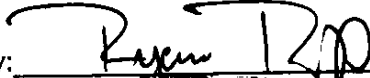
UNOFFICIAL COPY

IN WITNESS WHEREOF, Millco and Bank have executed this MEMORANDUM OF TERMINATION OF GROUND LEASE to be effective as of the Effective Date.

MILLCO-9540 S. ROBERTS ROAD LLC,
an Illinois limited liability company

JPMORGAN CHASE BANK, N.A.,
a national banking association

By: _____
Robert Miller, a Manager

By: 
Name: Ryan Repp
Title: Regional VP Retail R.E.

[NOTARY PAGE(S) FOLLOW(S)]

Property of Cook County Clerk's Office

UNOFFICIAL COPY

STATE OF _____)
) SS
COUNTY OF _____)

I, the undersigned, a Notary Public in and for said County, in the State of Illinois, DO HEREBY CERTIFY that Robert Miller a Manager of MILLCO-9540 S. ROBERTS ROAD LLC, an Illinois limited liability company and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, for the uses and purposes set forth.

Given under my hand and notarial seal as of _____, 2012.

SEAL

Notary Public

STATE OF OHIO)
) SS
COUNTY OF DELAWARE

I, the undersigned, a Notary Public in and for said County, in the State of ^{Ohio} ~~Illinois~~, DO HEREBY CERTIFY that Luigi Repp the V.P. of JPMORGAN CHASE BANK, N.A., a national banking association and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, for the uses and purposes set forth.

Given under my hand and notarial seal as of November 14, 2012.

SEAL



JESSICA L. MANN
Notary Public, State of Ohio
My Comm. Expires Sept. 20, 2015

Jessica L. Mann
Notary Public

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EXHIBIT A

LEGAL DESCRIPTION

PARCEL 1:

LOT 6 IN HICKORY PALOS SQUARE SUBDIVISION, A SUBDIVISION OF PART OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SECTION 11, TOWNSHIP 37 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

ALL RIGHTS AND EASEMENTS BENEFITTING THE INSURED AND/OR PARCEL 1 AS CREATED BY THE GRANT OF EASEMENT DATED JANUARY 4, 1988 AND RECORDED JANUARY 5, 1988 AS DOCUMENT 88004866 FOR THE USE OF A RETENTION POND FOR THE RUNOFF OF WATER FROM THE SHOPPING CENTER LEGALLY DESCRIBED IN PARCEL 1, AFORESAID, INTO AND ON THE EASEMENT PREMISES; FOR RETAINING THE EXISTING PIPES, TUNNELS CONDUITS, DRAINAGE TILES, WATERWAYS AND OTHER DRAINAGE FACILITIES PRESENTLY LOCATED ON THE EASEMENT PREMISES; FOR THE MAINTENANCE REPAIR AND THE REPLACEMENT OF PIPES, TUNNELS, CONDUITS, DRAINAGE TILES AND OTHER PRESENTLY EXISTING DRAINAGE FACILITIES IN AND ON THE EASEMENT PREMISES, AND TO ENTER UPON THE EASEMENT PREMISES FOR THE PURPOSE OF SO MAINTAINING, REPAIRING AND REPLACING SAME OVER, UNDER, UPON AND ACROSS THE FOLLOWING DESCRIBED LAND:

COMMENCING AT THE NORTHEAST CORNER OF SECTION 11, TOWNSHIP 37 NORTH, RANGE 12, EAST OF THE THIRD PRINCIPAL MERIDIAN; THENCE SOUTH 00 DEGREES, 00 MINUTES, 47 SECONDS WEST ALONG THE EAST LINE OF SAID SECTION 11, A DISTANCE OF 1,322.29 FEET TO THE SOUTHEAST CORNER OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 11; THENCE NORTH 89 DEGREES, 39 MINUTES, 08 SECONDS WEST ALONG THE SOUTH LINE OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 11, A DISTANCE OF 378.83 FEET FOR A POINT OF BEGINNING; THENCE CONTINUING NORTH 89 DEGREES, 39 MINUTES, 08 SECONDS WEST, ALONG THE SOUTH LINE OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 11, A DISTANCE OF 427.53 FEET; THENCE NORTH 00 DEGREES, 00 MINUTES, 00 SECONDS EAST, A DISTANCE OF 280.16 FEET; THENCE NORTH 69 DEGREES, 59 MINUTES, 42 SECONDS EAST, A DISTANCE OF 81.00 FEET; THENCE SOUTH 48 DEGREES, 32 MINUTES, 24 SECONDS EAST, A DISTANCE OF 468.91 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS;

PARCEL 3:

ALL RIGHTS AND EASEMENTS BENEFITTING THE INSURED AND/OR PARCEL 1 FOR PERPETUAL NON-EXCLUSIVE EASEMENTS OVER THE SHOPPING CENTER PARCEL IN HICKORY PALOS SQUARE SUBDIVISION AFORESAID AS SET FORTH IN DECLARATION OF RECIPROCAL EASEMENTS AND OPERATING RESTRICTIONS RECORDED FEBRUARY 9, 1996 AS DOCUMENT 96113277, ALL IN COOK COUNTY, ILLINOIS.

Property Index Number: 23-11-201-026-0000

Address: 9540
9405 South Roberts Road, Hickory Hills, Illinois