

# UNOFFICIAL COPY

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Doc#: 1300335006 Fee: \$96.00  
Karen A. Yarbrough RHSP Fee: \$10.00  
Cook County Recorder of Deeds  
Date: 01/03/2013 09:37 AM Pg: 1 of 11

RECORDING REQUESTED BY  
AND WHEN RECORDED MAIL TO:

Kilpatrick Townsend & Stockton LLP  
Two Embarcadero Center, Eighth Floor  
San Francisco, CA 94111  
Attention: Real Estate Finance & Capital Markets

8881227 / 201264678 LDU

(Space Above For Recorder's Use)

## MEMORANDUM OF ASSUMPTION AGREEMENT

This Memorandum of Assumption Agreement ("**Agreement**") is dated as of December 20, 2012, by and among 6020 CICERO ASSOCIATES, LLC, a Delaware limited liability company ("**Buyer**"), with a mailing address at 15850 Crabbs Branch Way, Suite 380, Rockville, MD 20855, PC RETAIL, LLC, an Illinois limited liability company ("**Borrower**"), with a mailing address at 201 E. Ogden Avenue, Suite 26, Hinsdale, IL 60521, H. BRUCE MCCLAREN and HOWARD W. EDISON, each an individual (collectively, "**Guarantor**"), with a mailing address at 201 E. Ogden Avenue, Suite 26, Hinsdale, IL 60521, DIEGO SANINT, an individual, and MOONCROSS, S.A., a Panamanian corporation (collectively, "**New Guarantor**"), with a mailing address at 15850 Crabbs Branch Way, Suite 380, Rockville, MD 20855, and U.S. BANK NATIONAL ASSOCIATION, as Trustee, successor-in-interest to Bank of America, National Association, successor-by-merger to LaSalle Bank National Association, as Trustee for the registered holders of J.P. Morgan Chase Commercial Mortgage Securities Trust 2007-LDP11, Commercial Mortgage Pass-Through Certificates, Series 2007-LDP11 ("**Lender**"), with a mailing address at c/o Wells Fargo Bank, National Association, Commercial Mortgage Servicing, 1901 Harrison Street, 2<sup>nd</sup> Floor, Oakland, CA 94612. Buyer, Borrower, Guarantor, New Guarantor, and Lender are parties to that certain Assumption Agreement dated of even date herewith ("**Assumption Agreement**"), which Assumption Agreement has been consented to by Mortgage Electronic Registration Systems, Inc., a Delaware corporation ("**MERS**"), with a mailing address at MERS Commercial, P.O. Box 2300, Flint, Michigan 48501-2300.

The undersigned parties agree that all obligations under that certain Promissory Note (the "**Note**") dated May 24, 2007, in the original principal amount of \$9,446,000.00, secured by that certain Mortgage, Assignment of Leases and Rents and Security Agreement (the "**Security Instrument**") recorded on June 1, 2007, as Document No. 0715231056 in the Official Records of Cook County, Illinois (the "**Official Records**"). MERS is the named "Beneficiary" in the Security Instrument as mortgagee of record and secured party solely as nominee, in an administrative capacity, for the Lender and its successors and assigns and MERS only holds legal title to the interest granted, assigned, and transferred pursuant to the Security Instrument.

The Assumption Agreement is by this reference incorporated herein and made a part hereof. This Memorandum of Assumption Agreement may be executed in any number of counterparts, each of which when executed and delivered will be deemed an original and all of which taken together will be deemed to be one and the same instrument.

COOK COUNTY

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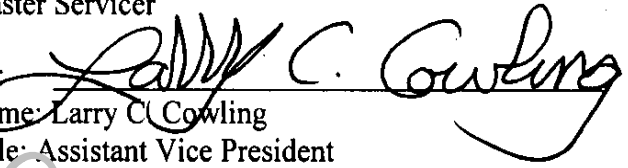
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IN WITNESS WHEREOF, Lender, Buyer, Guarantor, New Guarantor and Borrower have caused this Agreement to be duly executed as of the date first above written.

**LENDER:**

U.S. BANK NATIONAL ASSOCIATION, as Trustee, successor-in-interest to Bank of America, National Association, successor-by-merger to LaSalle Bank National Association, as Trustee for the registered holders of J.P. Morgan Chase Commercial Mortgage Securities Trust 2007-LDP11, Commercial Mortgage Pass-Through Certificates, Series 2007-LDP11

By: Wells Fargo Bank, National Association, as Master Servicer

By:   
Name: Larry C. Cowling  
Title: Assistant Vice President

STATE OF CALIFORNIA

)

) ss:

COUNTY OF ALAMEDA

)

On \_\_\_\_\_, 2012, before me, \_\_\_\_\_, Notary Public, personally appeared Larry C. Cowling, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person 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.

\_\_\_\_\_  
Notary Public

[Seal]

**[SIGNATURES CONTINUED ON NEXT PAGE]**

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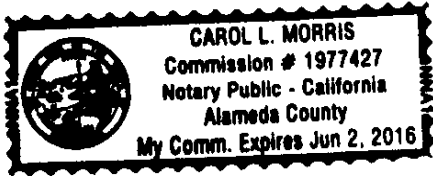
## CALIFORNIA NOTARY ACKNOWLEDGEMENT

State of California            )  
   )ss  
 County of Alameda            )

On December 18, 2012, before me, Carol L. Morris, Notary Public, personally appeared Larry C. Cowling, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person 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.



*[Handwritten Signature]*

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Cook County Clerk's Office

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MORTGAGE ELECTRONIC REGISTRATION  
SYSTEMS, INC., a Delaware corporation

By: *Larry C. Cowling*  
Name: LARRY C. COWLING  
Title: ASSISTANT SECRETARY

STATE OF CALIFORNIA )  
 ) ss:  
COUNTY OF ALAMEDA )

On \_\_\_\_\_, 2012, before me, \_\_\_\_\_, Notary Public,  
personally appeared \_\_\_\_\_, who proved to me on the basis of  
satisfactory evidence to be the person whose name is subscribed to the within instrument and  
acknowledged to me that he/she executed the same in his/her authorized capacity, and that by  
his/her signature on the instrument the person, or the entity upon behalf of which the person  
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.

\_\_\_\_\_  
Notary Public

[Seal]

**[SIGNATURES CONTINUED ON NEXT PAGE]**

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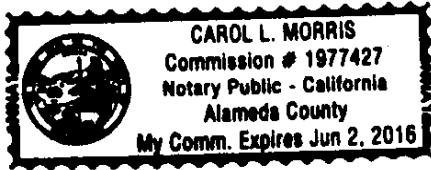
## CALIFORNIA NOTARY ACKNOWLEDGEMENT

State of California             )  
  )ss  
County of Alameda             )

On December 18, 2012, before me, Carol L. Morris, Notary Public, personally appeared Larry C. Cowling, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person 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.



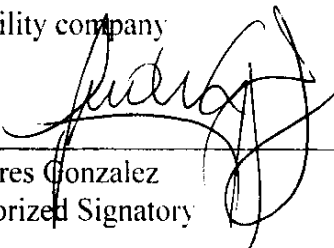
  
\_\_\_\_\_

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**BUYER:**

6020 CICERO ASSOCIATES, LLC, a Delaware limited liability company


By:   
 Name: Andres Gonzalez  
 Title: Authorized Signatory

STATE OF MARYLAND )  
 ) SS  
 COUNTY OF MONTGOMERY )

I, ANNA MARTINEZ, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT ANDRES GONZALEZ, the AUTHORIZED SIGNATORY of 6020 CICERO ASSOCIATES LLC was - of -, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such AUTHORIZED SIGNATORY, appeared before me this day in person and acknowledged that he/she signed and delivered said instrument as his/her own free and voluntary act and as the free and voluntary act of said bank for said uses and purposes.

GIVEN under my hand and notarial seal this 17th day of DECEMBER, 2012.

\_\_\_\_\_  
 Notary Public

  
**Anna Martinez**  
 Notary Public  
 Montgomery County, MD  
 My Commission Exp. 11/9/2013

My Commission Expires:

NOV 9 2013

**[SIGNATURES CONTINUED ON NEXT PAGE]**

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### BORROWER:

PC RETAIL, LLC, an Illinois limited liability company

PCWF, Inc., an Illinois corporation, its managing member

By: [Signature]  
Name: Howard W. Edison  
Title: Vice President / The Managing Member

Property of Cook County, Illinois

STATE OF Illinois )  
COUNTY OF Cook ) SS

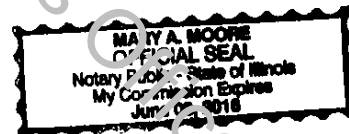
I, Mary A. Moore, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT Howard W. Edison, the Vice-President of The Managing Member of PC Retail, LLC, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Vice-President, appeared before me this day in person and acknowledged that he/she signed and delivered said instrument as his/her own free and voluntary act and as the free and voluntary act of said bank for said uses and purposes.

GIVEN under my hand and notarial seal this 12 day of December, 2012.

Mary A. Moore  
Notary Public

My Commission Expires:

6/8/12



[SIGNATURES CONTINUED ON NEXT PAGE]

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GUARANTOR:

By: H. Bruce McClaren  
H. BRUCE MCCLAREN, an individual

STATE OF Illinois )  
 ) SS  
COUNTY OF Cook )

I, Mary A. Moore, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT H. Bruce McClaren 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/she signed and delivered said instrument as his/her own free and voluntary act for said uses and purposes.

GIVEN under my hand and notarial seal this 12<sup>th</sup> day of December, 2012.

Mary A Moore  
Notary Public

My Commission Expires:

6/8/16



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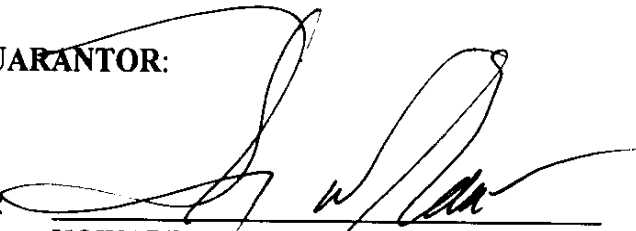
Property of Cook County Clerk's Office



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GUARANTOR:

By:



HOWARD W. EDISON, an individual

STATE OF Illinois )  
 ) SS  
COUNTY OF Cook )

I, Mary A. Moore, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT Howard W. Edison 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/she signed and delivered said instrument as his/her own free and voluntary act for said uses and purposes.

GIVEN under my hand and notarial seal this 12 day of December, 2012.

Mary A Moore  
Notary Public

My Commission Expires:

6/8/16



[SIGNATURES CONTINUED ON NEXT PAGE]

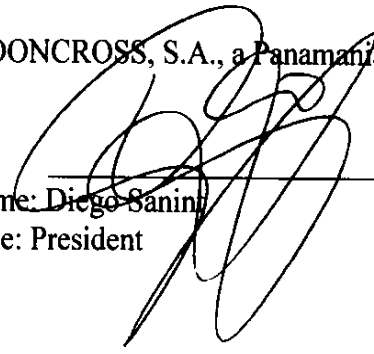
FRODO BAGGINS  
County Clerk's Office

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**NEW GUARANTOR:**

MOONCROSS, S.A., a Panamanian corporation

By: \_\_\_\_\_  
Name: Diego Sanini  
Title: President



STATE OF MARYLAND )  
 ) SS  
COUNTY OF MONTGOMERY )

I, ANNA MARTINEZ, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT DIEGO SANINI, the PRESIDENT of MOONCROSS SA, as \_\_\_\_\_, of \_\_\_\_\_, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such PRESIDENT, appeared before me this day in person and acknowledged that he/she signed and delivered said instrument as his/her own free and voluntary act and as the free and voluntary act of said bank for said uses and purposes.

GIVEN under my hand and notarial seal this 11th day of DECEMBER, 2012.

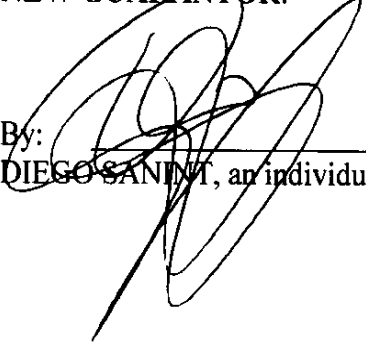
\_\_\_\_\_  
Notary Public *Notar: Anna Martinez*  
Notary Public  
Montgomery County, MD  
My Commission Expires: My Commission Exp. 11/9/2013  
Nov. 9, 2013

[SIGNATURES CONTINUED ON NEXT PAGE]

Property Clerk's Office

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NEW GUARANTOR:

By:   
 DIEGO SANINI, an individual

STATE OF MARYLAND )  
 ) SS  
 COUNTY OF MONTGOMERY )

I, ANNA MARTINEZ, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT DIEGO SANINI, 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/she signed and delivered said instrument as his/her own free and voluntary act for said uses and purposes.

GIVEN under my hand and notarial seal this 16th day of DECEMBER, 2012.

Anna Martinez  
 Notary Public **Anna Martinez**  
**Notary Public**  
**Montgomery County, MD**  
 My Commission Expires: **My Commission Exp. 11/9/2013**

Nov. 9, 2013