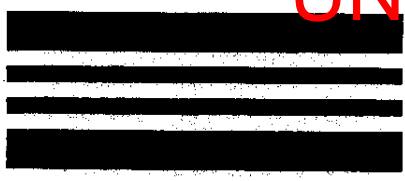


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## UCC FINANCING STATEMENT

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)

**LESLIE DOMINY  
 GREYSTONE FUNDING CORPORATION  
 419 BELLE AIR LANE  
 WARRENTON, VIRGINIA 20186**

Doc#: 1303016119 Fee: \$48.00  
 Karen A. Yarbrough RHSP Fee: \$10.00  
 Cook County Recorder of Deeds  
 Date: 01/30/2013 04:45 PM Pg: 1 of 6

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  
**CALIFORNIA GARDENS CORP.**

OR

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

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**7257 NORTH LINCOLN AVENUE LINCOLNWOOD IL 60712 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 5780698**  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  
**GREYSTONE FUNDING CORPORATION**

OR

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

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**419 BELLE AIR LANE WARRENTON VA 20186 USA**

4. This FINANCING STATEMENT covers the following collateral:

SEE EXHIBIT "B" ATTACHED HERETO AND MADE A PART HEREOF FOR A DESCRIPTION OF LESSEE 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 FEE) (optional) All Debtors  Debtor 1  Debtor 2

8. OPTIONAL FILER REFERENCE DATA  
**RECORD IN COOK COUNTY, ILLINOIS**

6pgs

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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

CALIFORNIA GARDENS CORP.

OR

9b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

### 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

### 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

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

451 SEVENTH STREET, SW, ROOM 6264

CITY

WASHINGTON

STATE

DC

POSTAL CODE

20410

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.

"CALIFORNIA GARDENS NURSING AND  
REHABILITATION CENTER"  
FHA PROJECT NO. 071-22231

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

CALIFORNIA GARDENS ASSOCIATES  
7257 NORTH LINCOLN AVENUE  
LINCOLNWOOD, ILLINOIS 60712

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 Estate

18. 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

\*\*\*THAT PART OF THE EAST 600.0 FEET OF THE WEST 883.0 FEET OF THE SOUTH 450.0 FEET OF THE NORTH 1633.0 FEET OF THE SOUTH EAST QUARTER OF SECTION 25, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 1183.0 FEET SOUTH OF THE NORTH LINE OF SAID SOUTH EAST QUARTER AND 283.0 FEET EAST OF THE WEST LINE OF SAID SOUTH EAST QUARTER (BEING ON THE EAST LINE OF SOUTH CALIFORNIA BOULEVARD), THENCE SOUTH ALONG A LINE DRAWN PARALLEL WITH SAID WEST LINE OF THE SOUTH EAST QUARTER (THE EAST LINE OF SOUTH CALIFORNIA BOULEVARD) A DISTANCE OF 450.0 FEET TO ITS INTERSECTION WITH A LINE DRAWN PARALLEL WITH AND 1633.0 FEET SOUTH OF THE NORTH LINE OF SAID SOUTH EAST QUARTER; THENCE EAST ALONG SAID PARALLEL LINE, A DISTANCE OF 600.0 FEET; THENCE NORTHWESTERLY ALONG A LINE DRAWN AT AN ANGLE OF 60 DEGREES WITH SAID PARALLEL LINE, (MEASURED FROM WEST TO NORTH) A DISTANCE OF 519.62 FEET TO ITS INTERSECTION WITH A LINE DRAWN PARALLEL WITH AND 1183.0 FEET SOUTH OF THE NORTH LINE OF SAID SOUTH EAST QUARTER; THENCE WEST ALONG SAID PARALLEL LINE, A DISTANCE OF 341.43 FEET TO THE POINT OF BEGINNING,

EXCEPTING THEREFROM THE FOLLOWING DESCRIBED PARCEL:

THAT PART OF THE SOUTH EAST QUARTER OF SECTION 25, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE SOUTH LINE OF NORTH 1183.00 FEET OF SAID SOUTH EAST QUARTER WITH THE EAST LINE OF WEST 283.00 FEET THEREOF; THENCE SOUTH 0 DEGREES 0 MINUTES 00 SECONDS EAST ON THE EAST LINE OF THE WEST 283.00 FEET OF SAID SOUTH EAST QUARTER 16.67 FEET; THENCE NORTH 82 DEGREES 00 MINUTES 00 SECONDS EAST 117.19 FEET TO THE SOUTH LINE OF THE NORTH 1183.00 FEET OF SAID SOUTH EAST QUARTER; THENCE NORTH 89 DEGREES 50 MINUTES 30 SECONDS WEST ON LAST DESCRIBED LINE TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

ALL OF THE ABOVE PROPERTY HAS BEEN SUBDIVIDED AND IS ALSO KNOWN AS:

LOT 3 IN CALIFORNIA HEALTH PARK, BEING A SUBDIVISION OF PART OF THE SOUTH EAST QUARTER OF SECTION 25, TOWNSHIP 39 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED SEPTEMBER 13, 1977 AS DOCUMENT NUMBER 24102200, IN COOK COUNTY, ILLINOIS. \*\*\*

Notes: PIN 16-25-401-015-0000, vol. 574

Address: 2829 S. California Ave., Chicago, Illinois

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## EXHIBIT "B" TO LESSEE SECURITY AGREEMENT AND FINANCING STATEMENTS

### DESCRIPTION OF LESSEE 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 Lessee Security Agreement and Financing Statements by and between **CALIFORNIA GARDENS CORP.**, an Illinois corporation, d/b/a CALIFORNIA GARDENS NURSING & REHABILITATION CENTER (for the purposes of this Exhibit, the "Debtor") and **GREYSTONE FUNDING CORPORATION**, a Virginia 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 skilled nursing facility known or to be known as "**California Gardens Nursing and Rehabilitation Center**", FHA Project No. 071-22231 (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, 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

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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 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;

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- (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.

Property of Cook County Clerk's Office