



Doc#: 1408415028 Fee: \$46.00
RHSP Fee: \$9.00 RPRF Fee: \$1.00
Karen A. Yarbrough
Cook County Recorder of Deeds
Date: 03/25/2014 01:59 PM Pg: 1 of 5

This instrument was prepared by and after recording should be returned to:

Karl L. Marschel
Bryan Cave LLP
161 North Clark Street
Suite 4300
Chicago, Illinois 60601

MEMORANDUM

THIS MEMORANDUM is made by **MDE THERMAL TECHNOLOGIES INC.**, an Illinois corporation (the "Supplier"), and **GEMS Chicago, Inc.**, a Delaware corporation (the "Customer") as tenant under that certain lease between GEMCHI(IL) LLC, as landlord and Customer as tenant dated April 18, 2013. Reference is hereby made to that certain Chilled Water Service Agreement dated as of March 14, 2014 (the "Agreement"), between Supplier and Customer, pursuant to which Supplier, at Customer's request, has agreed to provide certain chilled water service to the property commonly known as GEMS World Academy Chicago Grades K-4 School 350 East South Water Street, Chicago, Illinois and legally described in the manner set forth on Exhibit A attached hereto (the "Property").

The purpose of this Memorandum is to provide notice of the Agreement and, in accordance therewith, Supplier and Customer hereby acknowledge and agree that notwithstanding the manner or method by which the Energy Transfer Station (as such term is hereinafter defined) is installed in the Property, (i) the Energy Transfer Station (or any part thereof) shall not be deemed to be a "fixture" attached to the Property subject to the lien of any mortgage or other encumbrance of the Property, and (ii) the Energy Transfer Station is the personal property of Supplier (subject to the terms and conditions of the Agreement) and is not to be deemed part of the collateral pledged to any lender or creditor of Customer as security for the repayment of any indebtedness of Customer.

As used herein, the term "Energy Transfer Station" shall mean the equipment and related piping and apparatus between Supplier's distribution piping and the Connection Equipment (as defined in the Agreement), including, without limitation, a plate frame heat exchanger assembly or equivalent device, piping, valves, metering equipment and controls and additional equipment, if any, described in the IOM Specifications (as defined in the Agreement) installed by Supplier on the Property pursuant to the terms of the Agreement for use in providing chilled water service to Customer, and all replacements and additions thereof. For informational purposes as of the date hereof it is anticipated that most elements of the Energy Transfer Station (but excluding, at a minimum, certain piping will be housed in the area of the Property depicted on Exhibit B attached hereto.

A

UNOFFICIAL COPY

Supplier shall look solely to Customer for the performance or satisfaction of any rights or obligations under the Agreement, other than those rights and obligations as have been or may be specifically consented to by the property owner.

This Memorandum shall expire upon the removal or abandonment of the Energy Transfer Station by Supplier pursuant to the terms of the Agreement.

[remainder of page blank]

Property of Cook County Clerk's Office

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MDE THERMAL TECHNOLOGIES INC., an Illinois corporation, an GEMS CHICAGO, INC., a Delaware corporation

By: James A. Pagnusat
Name: JAMES A. PAGNUSAT
Title: CFO

By: [Signature]
Title: DIRECTOR

By: [Signature]
Name: David Bump
Title: Pres, Cont and CEO

STATE OF ILLINOIS)

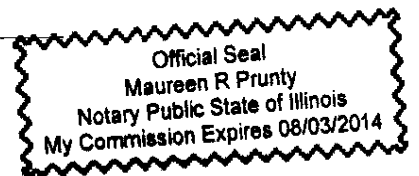
COUNTY OF COOK)

I, MAUREEN R. PRUNTY, a Notary Public in and for said County, in the State aforesaid, do hereby certify personally that David Bump and James Pagnusat known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered said instrument as a free and voluntary act, for the uses and purposes therein set forth, including the release and waiver of the right of homestead.

Given under my hand and Notarial Seal this 12th day of MARCH, 2014.

Maureen R Prunty
Notary Public

My commission expires: 8/3/14



STATE OF ~~ILLINOIS~~ New York)
COUNTY OF ~~COOK~~ New York)

I, Johanna Conde, a Notary Public in and for said County, in the State aforesaid, do hereby certify personally that Venkata Tate known to me to be the same person whose name subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he/she signed, sealed and delivered of said instrument as a free and voluntary act, for the uses and purposes therein set forth, including the release and waiver of the right of homestead.

Given under my hand and Notarial Seal this 18th day of March, 2014.

[Signature]
Notary Public

My commission expires: 01/29/2015



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EXHIBIT A

Legal Description

LOT 22 (EXCEPT THE EAST 2.00 FEET THEREOF) TOGETHER WITH THE EAST 41.60 FEET OF LOT 15 (AS MEASURED PERPENDICULARLY TO THE EAST LINE OF LOT 15, SAID EAST LINE BEING ALSO THE WEST LINE OF SAID LOT 22), ALL IN LAKESHORE EAST SUBDIVISION, BEING A SUBDIVISION OF PART OF THE LANDS LYING EAST OF AND ADJOINING FORT DEARBORN ADDITION TO CHICAGO, SAID ADDITION BEING IN THE SOUTHWEST FRACTIONAL QUARTER OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT OF SAID LAKESHORE EAST SUBDIVISION RECORDED MARCH 4, 2003 AS DOCUMENT 0030301045, IN COOK COUNTY, ILLINOIS.

Commonly known as: 350 East South Water Street, Chicago, IL

PIN# 17-10-318-061

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EXHIBIT B

Depiction of Proposed Heat Exchanger Room

