

When recorded, return to:

PetSmart, Inc.
19601 N. 27th Avenue
Phoenix, AZ 85027
Attn: Sandi Thompson
Store No.: 2525 Chicago (Wrigleyville), IL
323622-2525

MEMORANDUM OF LEASE

Notice is hereby given that **HGV PROPERTIES LLC**, a Delaware limited liability company ("Landlord"), and **PETSMART, INC.**, a Delaware corporation ("Tenant"), have entered into a Lease ("Lease") dated May 27th, 2014, pertaining to certain premises shown on Exhibit A attached hereto and located within the real property described on Exhibit B attached hereto ("Shopping Center"). The Initial Term is 5 Lease Years, and Tenant has the option to extend such term for up to 3 Renewal Periods of 5 Lease Years each. Among other things, the Lease grants to Tenant the right along with Landlord and other tenants in the Shopping Center to use the Common Area shown on Exhibit A, including, but not limited to, roads, driveways, sidewalks and parking areas, and prohibits other Shopping Center occupants and tenants, except as permitted by existing leases, from engaging: (a) in the retail sale of: (i) pets (including, but not limited to, fish, birds, reptiles, dogs, cats and other small animals), (ii) pet food, pet accessories and other products relating to pets and animals (except on an Incidental Basis) and/or (iii) services related to pets and animals, such as grooming, boarding, pet day care, animal training and obedience classes, pet adoption and veterinary services; and/or (b) in any of the Prohibited Uses set forth on Exhibit C hereto. Undefined, capitalized terms not otherwise defined in this Memorandum of Lease have the meanings ascribed to same in the Lease.

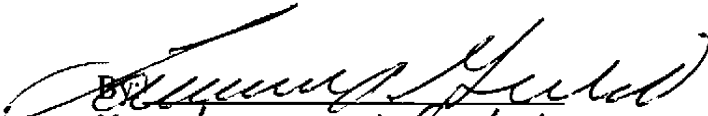
IN WITNESS WHEREOF, Landlord and Tenant have executed this Memorandum of Lease as of the 27th day of May, 2014.

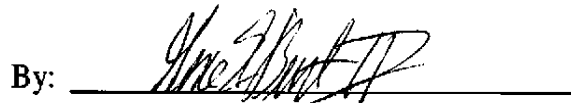
LANDLORD:

TENANT:

HGV PROPERTIES LLC,
a Delaware limited liability company

PETSMART, INC.,
a Delaware corporation

By: 
Name: Lawrence A. Gellach
Title: Vice President

By: 
Gene E. Burt II
Senior Vice President,
Real Estate and Development

UNOFFICIAL COPY

ACKNOWLEDGMENTS

STATE OF Illinois)
) ss:
COUNTY OF Cook)

The foregoing instrument was acknowledged before me this 27th day of May, 2014, by Lawrence A. Goslach as Vice President of **HGV PROPERTIES LLC**, a Delaware limited liability company on behalf of Landlord.

Bridget E Torres
Notary Public

My Commission expires:

3/24/2018



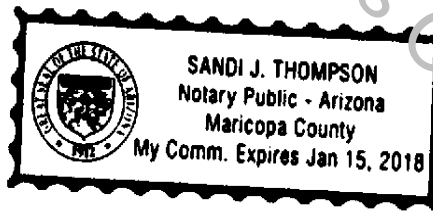
STATE OF ARIZONA)
) ss:
COUNTY OF MARICOPA)

The foregoing instrument was acknowledged before me this 21st day of May, 2014, by Gene E. Burt II, as Senior Vice President, Real Estate and Development of **PETSMART, INC.**, a Delaware corporation, on behalf of Tenant.

Sandi J. Thompson
Notary Public

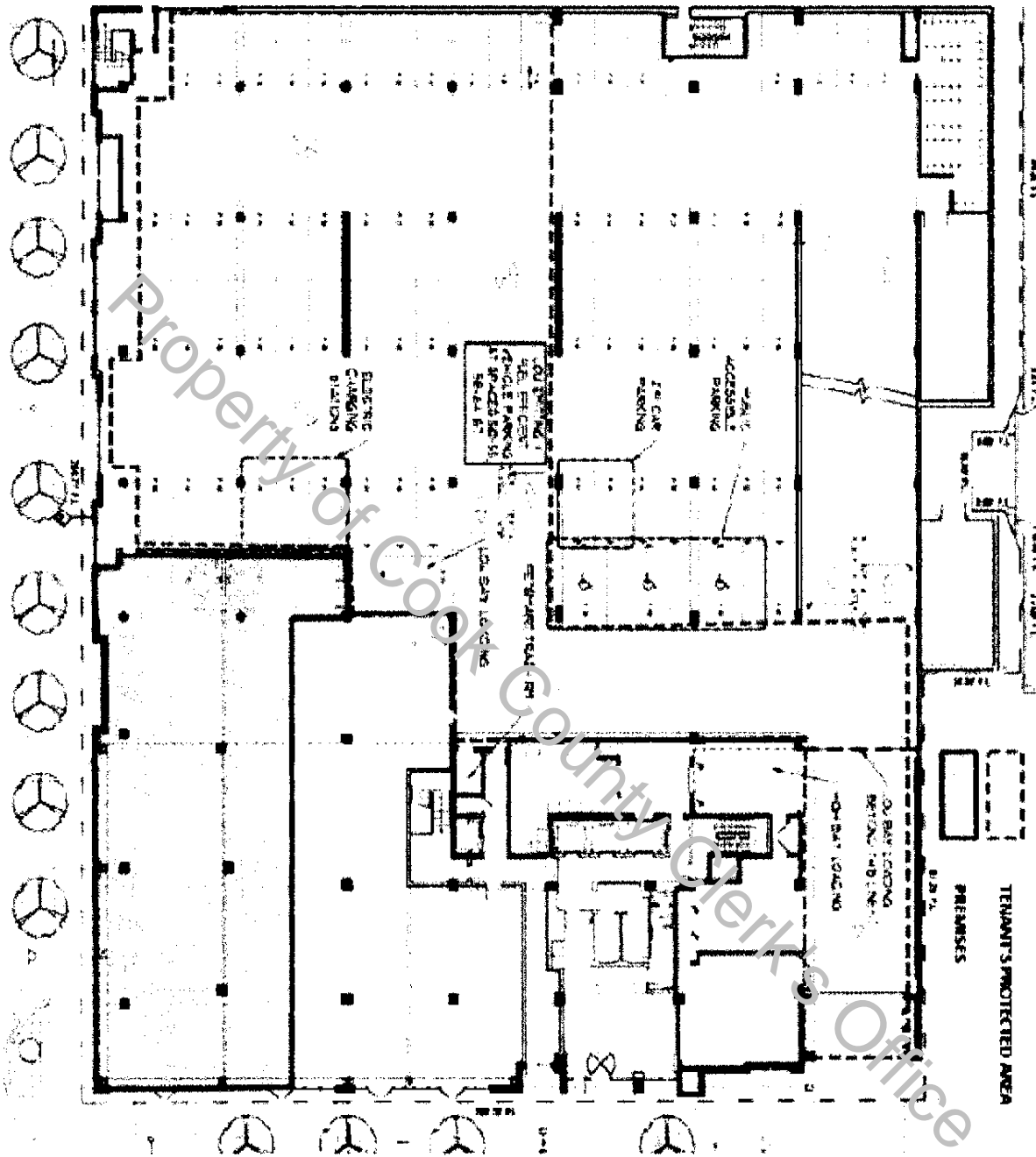
My Commission expires:

01/15/18



UNOFFICIAL COPY

EXHIBIT A



UNOFFICIAL COPY

EXHIBIT B

LEGAL DESCRIPTION

PARCEL 2: (PART OF P.I.N. 14-20-222-016-0000)

"PART OF DEVELOPMENT PARCEL (PARCELS 2 & 3)"

THAT PART OF LOT "A" IN BISMARCK GARDENS CONSOLIDATION OF LOTS 1 TO 6 INCLUSIVE IN BRADLEY AND OTHERS SUBDIVISION OF THE NORTH 174 ½ FEET OF BLOCK 9 IN LAFLIN SMITH AND DYERS SUBDIVISION OF THE NORTHEAST QUARTER (EXCEPT THE 1.28 ACRES IN THE NORTHEAST CORNER) OF SECTION 20, TOWNSHIP 40 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, AND OF LOTS 1 TO 8 INCLUSIVE AND LOT "A" AND A STRIP OF LAND 15 FEET WIDE LYING WEST OF AND ADJOINING SAID LOTS 1 TO 6 INCLUSIVE AND EAST OF AND ADJOINING LOT 7 IN BURLEYS SUBDIVISION OF LOT 2 (EXCEPT THE NORTH 16 ½ FEET) AND LOT 3 (EXCEPT THE SOUTH 30 FEET) IN BRADLEY, COOKSON AND BRADLEY'S SUBDIVISION OF BLOCK 9 AFORESAID WHICH IS DESCRIBED AS FOLLOWS: BEGINNING AT A POINT ON THE NORTH LINE OF SAID LOT "A" WHICH IS 129.33 FEET NORTH 90 DEGREES 00 MINUTES 00 SECONDS WEST OF THE NORTHEAST CORNER OF SAID LOT "A" (AND WHICH POINT IS ALSO 192.14 FEET EAST RECORD, 191.94' MEASURED, OF THE NORTHWEST CORNER OF SAID LOT "A") AND RUNNING THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 192.14 FEET RECORD, 191.94' MEASURED, TO THE WEST LINE OF SAID LOT "A"; THENCE SOUTH 00 DEGREES 04 MINUTES 13 SECONDS EAST ALONG THE WEST LINE OF SAID LOT "A" FOR A DISTANCE OF 174.68 FEET RECORD, 174.50 FEET MEASURED, TO THE CORNER OF SAID LOT "A"; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 227.51 FEET RECORD, 227.47 FEET MEASURED TO A POINT WHICH IS 94.00 FEET WEST OF THE EAST LINE OF SAID LOT "A"; THENCE NORTH 00 DEGREES 08 MINUTES 09 SECONDS WEST ALONG A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 55.40 FEET; THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 3.20 FEET; THENCE NORTH 00 DEGREES 08 MINUTES 09 SECONDS WEST ALONG A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 24.50 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 3.00 FEET; THENCE NORTH 00 DEGREES 08 MINUTES 09 SECONDS WEST ON A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 22.50 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 8.05 FEET; THENCE NORTH 00 DEGREE 08 MINUTES 09 SECONDS WEST ON A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 26.05 FEET; THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 43.79 FEET RECORD, 43.18 FEET MEASURED; THENCE NORTH 00 DEGREE 08 MINUTES 09 SECONDS WEST ON

UNOFFICIAL COPY

A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 46.12 FEET RECORD, 46.05 FEET MEASURED, TO THE NORTH LINE OF SAID LOT "A" AND THE PLACE OF BEGINNING, (EXCEPT THAT PART THEREOF DESCRIBED AS FOLLOWS: BEGINNING AT A POINT ON THE NORTH LINE OF SAID LOT "A" WHICH IS 129.33 FEET NORTH 90 DEGREES 00 MINUTES 00 SECONDS WEST OF THE NORTHEAST CORNER OF SAID LOT "A" (AND WHICH POINT IS ALSO 192.14 FEET EAST RECORD, 191.94' MEASURED, OF THE NORTHWEST CORNER OF SAID LOT "A") AND RUNNING THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 192.14 FEET RECORD, 191.94' MEASURED, TO THE WEST LINE OF SAID LOT "A"; THENCE SOUTH 00 DEGREES 04 MINUTES 13 SECONDS EAST ALONG THE WEST LINE OF SAID LOT "A" FOR A DISTANCE OF 174.68 FEET RECORD, 174.50 FEET MEASURED, TO THE CORNER OF SAID LOT "A"; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 47.00 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS WEST FOR A DISTANCE OF 58.00 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 20.00 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS WEST FOR A DISTANCE OF 21.50 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 94.00 FEET; THENCE SOUTH 65 DEGREES 21 MINUTES 19 SECONDS EAST FOR A DISTANCE OF 9.81 FEET; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 8.00 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 13.00 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS WEST FOR A DISTANCE OF 8.00 FEET; THENCE NORTH 66 DEGREES 26 MINUTES 44 SECONDS EAST FOR A DISTANCE OF 10.00 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 27.00 FEET TO A POINT IN A LINE 97.20 FEET WEST OF AND PARALLEL WITH THE EAST LINE OF SAID LOT "A"; THENCE NORTH 00 DEGREES 08 MINUTES 09 SECONDS WEST ALONG A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 0.50 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 3.00 FEET; THENCE NORTH 00 DEGREES 08 MINUTES 09 SECONDS WEST ON A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 22.50 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 8.05 FEET; THENCE NORTH 00 DEGREE 08 MINUTES 09 SECONDS WEST ON A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 26.05 FEET; THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST ON A STRAIGHT LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 43.79 FEET RECORD, 43.18 FEET MEASURED; THENCE NORTH 00 DEGREE 08 MINUTES 09 SECONDS WEST ON A STRAIGHT LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" FOR A DISTANCE OF 46.12 FEET RECORD, 46.05 FEET MEASURED, TO THE NORTH LINE OF SAID LOT "A" AND THE PLACE OF BEGINNING), ALL IN COOK COUNTY, ILLINOIS.

UNOFFICIAL COPY

PARCEL 3: (P.I.N. 14-20-222-017-0000)

"PART OF DEVELOPMENT PARCEL (PARCELS 2 & 3)

LOT "A" IN BISMARCK GARDENS CONSOLIDATION OF LOTS 1 TO 6 INCLUSIVE IN BRADLEY AND OTHERS SUBDIVISION OF THE NORTH 174 ½ FEET OF BLOCK 9 IN LAFLIN SMITH AND DYERS SUBDIVISION OF THE NORTHEAST QUARTER (EXCEPT THE 1.28 ACRES IN THE NORTHEAST CORNER) OF SECTION 20, TOWNSHIP 40 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, AND OF LOTS 1 TO 8 INCLUSIVE AND LOT "A" AND A STRIP OF LAND 15 FEET WIDE LYING WEST OF AND ADJOINING SAID LOTS 1 TO 6 INCLUSIVE AND EAST OF AND ADJOINING LOT 7 IN BURLEYS SUBDIVISION OF LOT 2 (EXCEPT THE NORTH 16 ½ FEET) AND LOT 3 (EXCEPT THE SOUTH 30 FEET) IN BRADLEY, COOKSON AND BRADLEY'S SUBDIVISION OF BLOCK 9 AFORESAID WHICH IS DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHEAST CORNER OF SAID LOT "A"; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS WEST FOR A DISTANCE OF 321.15 FEET RECORD, 321.27 FEET MEASURED, ALONG THE NORTH LINE OF SAID LOT "A" TO THE NORTHWEST CORNER THEREOF, THENCE SOUTH 00 DEGREES 04 MINUTES 13 SECONDS EAST ALONG THE WEST LINE OF SAID LOT "A" 174.68 FEET RECORD, 174.50 FEET MEASURED TO THE CORNER OF SAID LOT "A"; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST ALONG A LINE PARALLEL WITH THE NORTH LINE OF LOT "A" AFORESAID 56.87 FEET RECORD, 56.90 FEET MEASURED TO A POINT ON THE WEST LINE OF LOT 8 IN SAID BURLEYS SUBDIVISION; THENCE SOUTH 00 DEGREES 05 MINUTES 04 SECONDS EAST ON THE LAST DESCRIBED LINE FOR A DISTANCE OF 151.72 FEET RECORD, 151.90 FEET MEASURED TO A POINT ON THE SOUTH LINE OF SAID LOT "A"; THENCE SOUTH 89 DEGREES 47 MINUTES 17 SECONDS EAST ON THE SAID SOUTH LINE FOR A DISTANCE OF 264.54 FEET RECORD, 264.71 FEET MEASURED TO THE SOUTHEAST CORNER OF SAID LOT "A"; THENCE NORTH 00 DEGREES 08 MINUTES 09 SECONDS WEST ALONG THE EAST LINE OF LOT "A" AFORESAID FOR A DISTANCE OF 326.41 FEET RECORD, 327.28 FEET MEASURED TO THE NORTHEAST CORNER OF SAID LOT "A" AT THE PLACE OF BEGINNING; (EXCEPTING THEREFROM THAT PART OF SAID LOT "A", DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHEAST CORNER OF SAID LOT "A", THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS WEST FOR A DISTANCE OF 321.15 FEET RECORD, 321.27 FEET MEASURED ALONG THE NORTH LINE OF SAID LOT "A" TO THE NORTHWEST CORNER THEREOF; THENCE SOUTH 00 DEGREES 04 MINUTES 13 SECONDS EAST ALONG THE WEST LINE OF SAID LOT "A" 174.68 FEET RECORD, 174.50 FEET MEASURED TO THE CORNER OF SAID LOT "A", THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST ALONG A LINE PARALLEL WITH THE NORTH LINE OF SAID LOT "A" FOR A DISTANCE OF 227.51 FEET RECORD, 227.47 FEET MEASURED TO A POINT WHICH IS 94.00 FEET WEST OF THE EAST LINE OF SAID LOT "A"; THENCE NORTH 00 DEGREES 08 MINUTES 09 SECONDS WEST ALONG A LINE PARALLEL WITH THE EAST LINE OF SAID LOT "A" 55.40 FEET TO A POINT ON A LINE WHICH RUNS FROM A POINT ON THE EAST LINE OF SAID LOT "A" 119.00 FEET SOUTH OF THE NORTHEAST CORNER THEREOF TO A POINT 97.20 FEET WEST OF THE LAST SAID EAST LINE AND 119.10 FEET SOUTH OF THE NORTH LINE OF SAID LOT "A"; THENCE NORTH 89 DEGREES 56 MINUTES 20 SECONDS EAST ON THE ABOVE LAST DESCRIBED LINE FOR A DISTANCE OF 94.00

UNOFFICIAL COPY

FEET TO A POINT ON THE EAST LINE OF SAID LOT "A"; THENCE NORTH 00 DEGREES 08 MINUTES 09 SECONDS WEST ON SAID EAST LINE FOR A DISTANCE OF 119.00 FEET TO THE NORTHEAST CORNER OF SAID LOT "A" AT THE PLACE OF BEGINNING), IN COOK COUNTY, ILLINOIS.

STREET ADDRESS: 3736 N. HALSTED ST., CHICAGO, IL 60613-3910

PIN: PARCEL 2: (PART OF P.I.N. 14-20-222-016-0000)
PARCEL 3: (P.I.N. 14-20-222-017-0000)

Property of Cook County Clerk's Office

UNOFFICIAL COPY

EXHIBIT C

Prohibited Uses. The following uses (collectively, "Prohibited Uses") are prohibited in any portion of the Shopping Center:

- a. any use causing unreasonably loud noises (including any business using exterior loud speakers);
- b. manufacturing facility;
- c. dry cleaner (excluding [i] 1 dry cleaner which does not use perchloroethylene or any other Hazardous Substances and [ii] 1 facility for drop off and pick up of clothing cleaned at another location);
- d. any facility for the sale, lease or rental of automobiles, trucks, motorcycles, recreational vehicles, boats or other vehicles;
- e. automobile repair shop or service station or any facility storing or selling gasoline or diesel fuel in or from tanks;
- f. used clothing or thrift store or liquidation outlet;
- g. massage parlor (excluding 1 "Massage Envy" or similar therapeutic massage retailer operating in a first-class manner);
- h. adult book shop or adult movie house;
- i. mortuary or funeral parlor;
- j. coin operated laundry;
- k. cocktail lounge, bar or tavern or sale of alcoholic beverages, whether or not packaged (excluding the sale of alcohol in conjunction with the operation of a restaurant otherwise permitted under this Lease);
- l. night club;
- m. cinema or theater;
- n. spa (excluding 1 nail salon occupying no more than 2,500 square feet of Gross Floor Area);
- o. health club, gym or exercise facility (excluding 1, by way of example only, yoga studio or Anytime Fitness);
- p. bowling alley, children's recreational facility, pool hall, skating rink, amusement center, carnival, virtual reality, laser tag, jump/trampoline facility or game arcade;
- q. hotels or lodging facilities intended for human use;

UNOFFICIAL COPY

- r. church;
- s. gun range or shooting club;
- t. day-care facility, educational facility or School (defined below) (excluding 1 "Sylvan," "Kumon" or similar tenant operating in a first-class manner, provided such use may not be located within a 300 foot radius of the Premises, and further provided such use may not occupy more than 2,500 square feet of Gross Floor Area). "School" means a beauty school, barber college, reading room, place of instruction or any other operation serving primarily students or trainees rather than retail customers and specifically excludes animal training or obedience training classes associated with Tenant's Primary Business;
- u. drive-throughs;
- v. restaurants within a 500 foot radius of the Premises (excluding 1 fast casual style restaurant); and
- w. office, medical, and/or professional uses occupying, collectively, more than 10% of the Gross Floor Area of the Shopping Center.