

# UNOFFICIAL COPY



## PREPARED BY AND WHEN RECORDED RETURN TO:

Gary Axelrod  
Latham & Watkins LLP  
330 N. Wabash Ave., Suite 2800  
Chicago, Illinois 60611

Doc#: 1518716068 Fee: \$50.00  
RHSP Fee: \$9.00 RPRF Fee: \$1.00  
Karen A. Yarbrough  
Cook County Recorder of Deeds  
Date: 07/06/2015 03:41 PM Pg: 1 of 7

(Space Above For Recording Use)

## MEMORANDUM OF MASTER LEASE

This memorandum of Master Lease ("**Memorandum**"), dated as of July 2, 2015, is made by and between 39 CHICAGO BUILDING LLC, a Delaware limited liability company ("**Master Landlord**") and 39 CHICAGO MASTER TENANT LLC ("**Master Tenant**").

## RECITALS

A. KHP III 39 Chicago LLC a Delaware limited liability company ("**Sublandlord**") is the lessee under that certain Ground Lease dated as of January 9, 2014 (the "**Ground Lease**") pursuant to which Sublandlord leases the land commonly known as 39 South LaSalle Street and more fully described in Exhibit A attached hereto (the "**Land**").

B. An amended and restated memorandum of the Ground Lease was recorded on July 8, 2004, in the office of the Cook County, Illinois, Recorder of Deeds as Document No. 0419027073, which amended and restated memorandum was subsequently amended by an amended memorandum of ground lease dated January 9, 2014 and recorded on January 10, 2014 in the office of the Cook County, Illinois, Recorder of Deeds as Document No. 1401022121.

C. Sublandlord and Master Landlord have entered into that certain Ground Sublease dated as of July 2, 2015 (the "**Ground Sublease**"), pursuant to which Sublandlord has agreed to lease to Master Landlord the Land upon the terms and conditions set forth in the Ground Sublease.

D. Master Landlord and Master Tenant have entered into that certain Master Lease dated as of July 2, 2015 (the "**Master Lease**"), pursuant to which Master Landlord has agreed to sublease to Master Tenant the Land upon the terms and conditions set forth in the Master Lease.

E. Master Landlord and Master Tenant desire to set forth certain terms and provisions contained in the Master Lease in this Memorandum for recording purposes.

**NOW, THEREFORE**, for and in consideration of the rents reserved and the covenants and conditions set forth in the Master Lease, Master Landlord and Master Tenant do hereby covenant, promise and agree as follows:

8977930, -1, -2  
CT  
287  
NW

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1. **Definitions.** Capitalized terms used herein which are not otherwise defined herein shall have the respective meanings ascribed to them in the Master Lease.

2. **Grant of Lease.** Pursuant to the Master Lease and this Memorandum, Master Landlord hereby demises and subleases to Master Tenant and Master Tenant hereby subleases from Master Landlord the Land upon the terms and conditions set forth herein and in the Master Lease.

3. **Term.** The term of the Master Lease commences on the day prior to the first date on which any portion of the Land is "placed in service" for historic tax credit purposes (the "**Commencement Date**"). The initial term of the Master Lease began on the Commencement Date and shall end on the day preceding the thirty-second (32nd) anniversary of the date of the Commencement Date. Master Tenant holds no options to extend or renew the term of the Master Lease.

4. **Master Lease Not Amended.** The terms and conditions of the Master Lease shall not be deemed modified by this Memorandum, which is intended to be recorded.

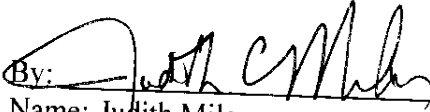
(Signature page follows)

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IN WITNESS WHEREOF, the parties have caused this Memorandum of Master Lease to be duly executed as of the date set forth above.

**MASTER LANDLORD:**

39 CHICAGO BUILDING LLC,  
a Delaware limited liability company

By:   
Name: Judith Miles  
Title: Secretary

STATE OF ILLINOIS )  
                                  )  
COUNTY OF COOK

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 2015, by \_\_\_\_\_ of 39 CHICAGO BUILDING LLC, a Delaware limited liability company, for and on behalf of the company.

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

My Commission Expires: \_\_\_\_\_

[Additional Signature Page Follows]

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## CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

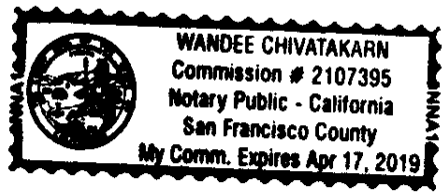
State of California )  
County of San Francisco )

On June 24, 2015 before me, Wandee Chivatakarn, Notary Public  
Date Here Insert Name and Title of the Officer

personally appeared Judith C. Miles  
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) 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.



Signature Wandee Chivatakarn  
Signature of Notary Public

Place Notary Seal Above

### OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

#### Description of Attached Document

Title or Type of Document: \_\_\_\_\_ Document Date: \_\_\_\_\_  
Number of Pages: \_\_\_\_\_ Signer(s) Other Than Named Above: \_\_\_\_\_

#### Capacity(ies) Claimed by Signer(s)

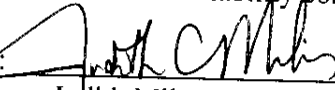
Signer's Name: \_\_\_\_\_  
 Corporate Officer — Title(s): \_\_\_\_\_  
 Partner —  Limited  General  
 Individual  Attorney in Fact  
 Trustee  Guardian or Conservator  
 Other: \_\_\_\_\_  
Signer Is Representing: \_\_\_\_\_

Signer's Name: \_\_\_\_\_  
 Corporate Officer — Title(s): \_\_\_\_\_  
 Partner —  Limited  General  
 Individual  Attorney in Fact  
 Trustee  Guardian or Conservator  
 Other: \_\_\_\_\_  
Signer Is Representing: \_\_\_\_\_

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**MASTER TENANT:**

39 CHICAGO MASTER TENANT LLC,  
a Delaware limited liability company

By:   
Name: Judith Miles  
Title: Secretary

STATE OF ILLINOIS     )  
  )  
COUNTY OF COOK     )

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 2015, by \_\_\_\_\_ of 39 CHICAGO MASTER TENANT LLC, a Delaware limited liability company, for and on behalf of the company.

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

My Commission Expires: \_\_\_\_\_

Property of Cook County Clerk's Office

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## CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

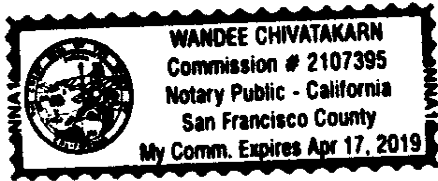
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California )  
 County of San Francisco )  
 On June 24, 2015 before me, Wandee Chivatakarn, Notary Public,  
Date Here Insert Name and Title of the Officer  
 personally appeared Judith C. Miles  
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) 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.



Signature Wandee Chivatakarn  
Signature of Notary Public

Place Notary Seal Above

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#### Capacity(ies) Claimed by Signer(s)

Signer's Name: \_\_\_\_\_  
 Corporate Officer — Title(s): \_\_\_\_\_  
 Partner —  Limited  General  
 Individual  Attorney in Fact  
 Trustee  Guardian or Conservator  
 Other: \_\_\_\_\_  
 Signer Is Representing: \_\_\_\_\_

Signer's Name: \_\_\_\_\_  
 Corporate Officer — Title(s): \_\_\_\_\_  
 Partner —  Limited  General  
 Individual  Attorney in Fact  
 Trustee  Guardian or Conservator  
 Other: \_\_\_\_\_  
 Signer Is Representing: \_\_\_\_\_

**UNOFFICIAL COPY**L&W Draft  
6.18.15**EXHIBIT A**

## Legal Description

(PARCEL 1):

THE SOUTH 80.00 FEET OF LOTS 6, 7 AND 8 (EXCEPT THAT PART OF LOT 8 TAKEN AND USED FOR LASALLE STREET) IN BLOCK 118 IN SCHOOL SECTION ADDITION TO CHICAGO IN SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

(PARCEL 2):

THE VACATED PUBLIC ALLEY, LYING NORTH OF AND ADJOINING LOTS 21 TO 28, BOTH INCLUSIVE; LYING SOUTH OF AND ADJOINING LOTS 29, 31, 32, AND 33; LYING EAST OF THE EAST LINE OF SOUTH LASALLE STREET, AS WIDENED, AND LYING WEST OF AND ADJOINING LOTS 18 AND 19 IN ASSESSOR'S DIVISION OF BLOCK 118 IN SCHOOL SECTION ADDITION TO CHICAGO OF THE EAST 1/2 OF THE NORTHEAST 1/4 OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF LOT 28 AFORESAID; THENCE EAST ALONG THE NORTH LINE OF LOTS 28, 27, 26, 25, 24, 23, 22 AND 21 AFORESAID TO THE NORTHEAST CORNER OF LOT 21 AFORESAID; THENCE NORTH ALONG THE WEST LINE OF LOTS 18 AND 19 TO THE SOUTHEAST CORNER OF LOT 31 AFORESAID; THENCE WEST ALONG THE SOUTH LINE OF LOTS 33, 32 AND 31 AND PART OF LOT 29 TO A POINT 45.10 FEET EAST OF THE WEST LINE OF SAID LOT 29; THENCE SOUTH PARALLEL WITH SAID WEST LINE, A DISTANCE OF 8.00 FEET; THENCE WEST ALONG THE SOUTH LINE OF SAID LOT 29 TO THE SOUTHWEST CORNER OF LOT 29, BEING ALSO THE EAST LINE OF SOUTH LASALLE STREET, AS WIDENED, THENCE SOUTH ALONG SAID EAST LINE OF SOUTH LASALLE STREET, AS WIDENED, TO THE POINT OF BEGINNING, EXCLUDING THEREFROM THE EAST 22.75 FEET THEREOF, ALL IN COOK COUNTY, ILLINOIS

PIN #: 17-16-204-024-0000, 17-16-204-005-0000

Property Address: 39 S LaSalle St, Chicago, IL 60603