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PREPARED BY:

John A. Bain,
Akin Gump Strauss Hauer & Feld LLP,
1700 Pacific Avenue, Suite 4100, Dallas, Texas 75201



WHEN RECORDED MAIL THIS DEED:

IL. & IN. RESTAURANT REALTY LLC,
P.O. Box 59470, Schaumburg, IL 60159

Doc#: 1526544061 Fee: \$48.00
RHSP Fee: \$9.00 HPRF Fee: \$1.00
Karen A. Yarbrough
Cook County Recorder of Deeds
Date: 09/22/2015 03:31 PM Pg: 1 of 6

SPACE ABOVE THIS LINE FOR RECORDER'S USE

SPECIAL WARRANTY DEED

This Special Warranty Deed (this "Deed"), dated as of September 21st, 2015, is made and entered into by and between LQ PROPERTIES L.L.C., a Delaware limited liability company ("Grantor"), whose address is 909 Hidden Ridge, Suite 600, Irving, Texas 75038 and IL. & IN. RESTAURANT REALTY LLC, an Illinois limited liability company ("Grantee"), whose address is P.O. Box 59470, Schaumburg, IL 60159.

WITNESSETH:

Grantor, for and in consideration of the sum of Seven Hundred Thousand and No/100 Dollars (\$700,000.00) and other good and valuable consideration paid by Grantee, the receipt and sufficiency of which are hereby acknowledged, does by these presents hereby grant, bargain and sell, release and confirm unto Grantee, that certain parcel of real property situated in the City of Schaumburg, County of Cook and State of Illinois, and described on Exhibit A attached hereto and incorporated herein (the "Land").

For the same consideration, Grantor does by these presents hereby grant, bargain and sell, release and confirm unto Grantee all buildings and improvements located on the Land, together with all and singular, Grantor's right, title and interest, if any, in and to adjacent streets, roads, alleys, rights-of-way, strips and gores, easements, rights of ingress and egress, tenements, hereditaments and appurtenances on the Land or in anywise appertaining thereto (the foregoing, together with the Land, being hereinafter collectively referred to as the "Property").

This conveyance is made and accepted subject to the matters set forth on Exhibit B attached hereto and made a part hereof for all purposes, to the extent, and only to the extent, such matters are now in force, valid, and affect title to the Property (but reference to same shall not operate to re-impose same), and further subject to all standby fees, general taxes, ad valorem taxes and assessments with respect to the Property for the current year and subsequent years, the payment of which Grantee assumes (hereinafter referred to as the "Permitted Exceptions").

REAL ESTATE TRANSFER TAX		23-Sep-2015
	COUNTY:	350.00
	ILLINOIS:	700.00
	TOTAL:	1,050.00
07-13-408-010-0000 20150901624879 1-359-306-624		

VILLAGE OF SCHAUMBURG REAL ESTATE TRANSFER TAX	
27701	\$ 700. ⁰⁰

CLERK REVIEWER

89-77682 1082 28921289

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TO HAVE AND TO HOLD the Property, together with all rights and appurtenances to the same belonging, unto Grantee and to the successors and assigns of Grantee forever. Grantor hereby covenants that it and its successors and assigns shall and will WARRANT AND DEFEND the title to the Property unto Grantee and Grantee's successors and assigns forever, against the lawful claims of all persons claiming an interest in the Property by, through or under Grantor, subject, however, to the Permitted Exceptions”).

SUBJECT, HOWEVER, to the restriction, which shall run with the land and be binding on Grantee and all future owners of all or any portion of the Property (including, without limitation, all successors and assigns of all or any portion of Grantee's interest in the Property), that the following activities and uses are expressly prohibited on or in the Property, or any portion thereof:

- (a) Hotels, Motels and Similar Uses. The establishment or operation of a hotel, motel, inn, motor inn, boarding house, lodge, resort, public house, hostel, hospice, shelter or other facility for transient guests.
- (b) Sexually-Oriented Businesses. The establishment or operation of a sexually-oriented business, which shall include, but not be limited to, any adult arcade, adult bookstore, adult video store, adult cabaret, adult night club, cabaret, gentlemen's club, go-go club or strip bar, adult motel or hotel, adult motion picture theater, adult novelty or device store, escort agency, massage parlor, nude entertainment business, nude model studio, sexually-oriented outcall service business, seminude dancing bar, seminude dancing agency, “breastaurant” or sexual encounter center.. The foregoing restriction is made for the benefit of Grantor, and Grantor's affiliates, successors and assigns.

[Signatures appear on following page]

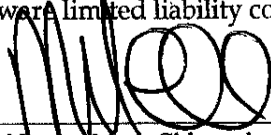
DeKalb County Clerk's Office

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IN WITNESS WHEREOF, Grantor has executed and delivered this Deed as of the day and year first above written.

"GRANTOR"

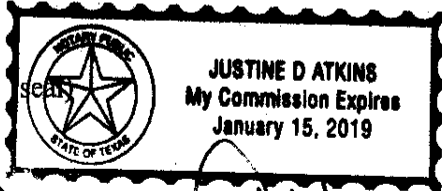
LQ PROPERTIES L.L.C.,
a Delaware limited liability company


By:  (SEAL)
Printed Name: Mark Chloupek
Title: Vice President

State of Texas

County of Dallas

This instrument was acknowledged before me on September 16, 2015 by Mark Chloupek as Vice President of LQ PROPERTIES L.L.C., a Delaware limited liability company.




Notary Public

[Grantor Signature Page of Special Warranty Deed]

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EXHIBIT A

LEGAL DESCRIPTION

Lot 2 in Judith Johnson Sixth Resubdivision, being a resubdivision of Lot 1 in Judith Johnson Fifth Resubdivision in the West ½ of the Southeast ¼ of Section 13, Township 41 North, Range 10 East of the Third Principal Meridian, According to the Plat thereof recorded April 10, 1981 as Document 25835316, in Cook County, Illinois.

Tax ID. 07-13-408-010-0000

Address: 1700 East Higgins Road, Schaumburg, Illinois 60173

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EXHIBIT B

PERMITTED EXCEPTIONS

1. TERMS AND CONDITIONS CONTAINED IN ENVIRONMENTAL LAND USE CONTROL RECORDED OCTOBER 2, 2007 AS DOCUMENT NUMBER 0727509049.
2. COVENANTS AND RESTRICTIONS CONTAINED IN DECLARATION MADE BY LA SALLE NATIONAL BANK, AS TRUSTEE UNDER TRUST AGREEMENT DATED NOVEMBER 25, 1964 AND KNOWN AS TRUST NUMBER 33071 DATED APRIL 12, 1972 AND RECORDED APRIL 13, 1972 AS DOCUMENT 21866634, RELATING TO USE, CONSTRUCTION, STORAGE, NOISE, PARKING SPACES.
3. COVENANTS, CONDITIONS AND RESTRICTIONS CONTAINED IN AGREEMENT DATED DECEMBER 27, 1978 AND RECORDED JANUARY 16, 1979 AS DOCUMENT 24804012 AND AMENDED BY DOCUMENT 24992176 MADE BY LA SALLE NATIONAL BANK, A NATIONAL BANKING ASSOCIATION, AS TRUSTEE UNDER TRUST NO. 47381, RELATING TO THE USE OF LAND
4. 28 FOOT BUILDING LINE OVER THE SOUTHERLY 28 FEET AS CREATED BY THE PLATS OF RESUBDIVISION RECORDED AS DOCUMENT NUMBER 24804010, 24804011 AND 25835316.
5. (A) TERMS, PROVISIONS, AND CONDITIONS RELATING TO THE EASEMENTS DESCRIBED AS PARCEL 2A, 2B, AND 3 CONTAINED IN THE INSTRUMENT CREATING SAID EASEMENT.
6. 10 FOOT UTILITY EASEMENTS AS SET FORTH ON THE PLAT OF JUDITH JOHNSON SIXTH RESUBDIVISION AFORESAID RECORDED AS DOCUMENT 25 835 316.
7. EASEMENT FOR INGRESS AN EGRESS AS SET FORTH ON THE PLAT OF JUDITH JOHNSON SIXTH RESUBDIVISION AFORESAID RECORDED AS DOCUMENT 25835316.
8. COVENANTS, CONDITIONS AND RESTRICTIONS CONTAINED IN EASEMENT AGREEMENT FOR UTILITIES DATED MARCH 11, 1981 AND RECORDED APRIL 29, 1981 AS DOCUMENT NUMBER 25853696.
9. TERMS, PROVISIONS AND CONDITIONS CONTAINED IN COMMON DRIVE MAINTENANCE AGREEMENT DATED NOVEMBER 14, 1997 AND RECORDED JANUARY 28, 1998 AS DOCUMENT NUMBER 98071088 BY AND BETWEEN WESTERN SPRINGS NATIONAL BANK AND TRUST, TRUSTEE UNDER TRUST AGREEMENT DATED FEBRUARY 25, 1997 AND KNOWN AS TRUST NUMBER 3575 AND DRURY INN-SCHAUMBURG, A LIMITED PARTNERSHIP.

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10. TERMS AND CONDITIONS CONTAINED IN EASEMENT AGREEMENT FOR RECIPROCAL ACCESS AND PARKING RECORDED OF EVEN DATE HERewith, BY AND BETWEEN GRANTOR AND GRANTEE.

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