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This Instrument Prepared by:
Taylor English Duma, LLP
1600 Parkwood Circle, Suite 400
Atlanta, GA 30339

After Recording Return to:
Resort Title Agency, Inc.
4960 Conference Way North, Suite 100
Boca Raton, FL 33431

Send Subsequent Tax Bills to:
Association Accounting
4960 Conference Way North, Suite 100
Boca Raton, FL 33431

**Permanent Real Estate Index
Numbers:**

17-16-245-022-1001, 17-16-245-022-1002, 17-16-245-022-1003,
17-16-245-022-1004, 17-16-245-022-1005, 17-16-245-022-1006,
17-16-245-022-1007, 17-16-245-022-1008, 17-16-245-022-1009,
17-16-245-022-1010, 17-16-245-022-1011, 17-16-245-022-1012

Doc#: 1606249265 Fee: \$56.00
Karen A. Yarbrough
Cook County Recorder of Deeds
Date: 03/02/2016 01:48 PM Pg: 1 of 5

This space reserved for Recorder's use only.

Address of Property:
500 South Dearborn Street
Chicago, Illinois 60605

PLEDGE AND ASSIGNMENT OF NOTES RECEIVABLE AND TIMESHARE INTEREST MORTGAGES

KNOW ALL MEN BY THESE PRESENTS that in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, **SECOND CITY RESORTS, LLC**, an Illinois limited liability company (the "Borrower"), the ("Assignor"), the address of which is 255 E. Brown Street, Suite 300, Birmingham, Michigan 48009, hereby grants, assigns, and transfers to and in favor of **CAPITAL ONE, NATIONAL ASSOCIATION**, a national banking association ("Assignee"), having an office located at 4445 Willard Avenue, 6th Floor, Chevy Chase, Maryland 20815, all of the Assignor's right, title and interest as mortgagee under those certain hereinafter described timeshare interest mortgage(s) (the "**Mortgage(s)**") and all powers, covenants and provisions therein contained, together with the promissory note(s) secured by such Mortgage(s) (the "**Note(s)**"), all monies due and to become due on account of such Mortgage(s) and Note(s), and all rights, if multiple Mortgages, accrued or to accrue under such Mortgages and Notes.

Description of Mortgages and Notes assigned hereby:

The applicable Timeshare Interest of an undivided fee simple common ownership interest as tenant-in-common in the applicable Timeshare Unit, in the applicable Week, according to and as defined in the Declaration of Condominium for the Hotel Blake, a Condominium recorded August 23, 2013, in the records of the Cook County Recorder of Deeds as Document No. 1323519050, as amended and supplemented ("**Condominium Declaration**") and that certain Declaration of Timeshare Plan for The Hotel Blake Timeshare Plan recorded August 23, 2013, in the records of the Cook County Recorder of Deeds as Document No. 1323519052, as amended and supplemented from time to time ("**Timeshare Declaration**," and together with the Condominium Declaration, collectively the "**Declarations**"); less and except all oil, gas and mineral rights, more particularly described on Exhibit "A" attached hereto and made a part hereof. Section 16, Township 39N, Range 14.

The Mortgage(s) constitutes a lien on the property and timeshare interest(s) as described therein. The property, the timeshare interest(s) and unit(s) described in the Mortgage(s) refer to specific interests of the mortgagor in the Resort, which are fee simple interests in real property located in the County of Cook, Illinois.

This Pledge and Assignment of Notes Receivable and Timeshare Interest Mortgages has been made and delivered pursuant to the provisions of a Loan and Security Agreement, dated as of February 18, 2014, among the Assignor, the financial institutions party thereto from time to time as lenders (collectively, the "**Lenders**"), and

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Assignee, as agent on behalf of the Lenders (together with its successors and assigns in such capacity), as it may from time to time be amended.

IN WITNESS WHEREOF, the Assignor has executed this Pledge and Assignment of Notes Receivable and Timeshare Interest Mortgages, effective as of NOVEMBER 30, 2015.

EXECUTED IN THE PRESENCE OF:

SECOND CITY RESORTS, LLC
an Illinois limited liability company

Myles Doremus
Signature

By: **BMKG, LLC**,
a Michigan limited liability company,
its sole member

Myles Doremus
Printed Name

Maria Kennedy
Signature

By: Mariela Montgomery
Name: **Mariela Montgomery**
Title: **Authorized Agent**

Maria Kennedy
Printed Name

STATE OF Florida
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 30 day of NOVEMBER, 2015, by MARIELA MONTGOMERY as Authorized Agent of **Second City Resorts, LLC**, an Illinois limited liability company, on behalf of the **BMKG, LLC**, a Michigan limited liability company. He/She is known to me or who has produced identification satisfactory to me.



CHRISTIAN ZARZUELA
MY COMMISSION # FF 063315
EXPIRES: October 15, 2017
Bonded Thru Budget Notary Services

(Notary Seal)

Christian Zarzuela
Printed Name: **CHRISTIAN ZARZUELA**
Notary Public - State of Florida
My Commission Expires: OCTOBER 15, 2017
My Serial Number is: FF 063315

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Exhibit A
DESCRIPTION OF NOTES RECEIVABLE AND
TIMESHARE INTEREST MORTGAGES

Contract #	Loan #	Mortgagor 1 Last Name	Mortgagor 1 First Name	Mortgagor 2 Last Name	Mortgagor 2 First Name	Timeshare Unit	Timeshare Period	Timeshare Interest	Original Principal Amount of Note Secured by Mortgage
942350	622794	Sellers	Kelly Renee	Sellers	Steven David	609M	23	O	\$9,270.00
943035	622796	Strickland	Billy Parker	Morgan	Jennifer Lynn	612W	36	F	\$10,350.00
942516	622797	Hartmann	Janet L	Hartmann	Bryan Lee	613W; 613S	30; 29	F; F	\$16,200.00
943061	622798	Estep	Darrell A	Estep	Christina B	613W; 613M; 613W	5; 6; 4	F; F; F	\$12,950.00
942655	622799	Fowler	Almee Nicole	Fowler Jr	Bruce Dswain	613W	12	F	\$14,040.00
942301	622800	Garcia	Anthony Xavier	Stevenson	Ebonie Michelle	613W; 613W	32; 21	F; F	\$13,320.00
940147	622807	Blevins	Brian K	Blevins	Jessica R	612W	21	F	\$9,990.00
942595	622828	Goodman Jr	Earl	Goodman	Josie Elaine	613M; 613S; 612S	11; 7; 37	F; F; F	\$22,350.00
942594	622829	Nelson	Renae Michelle	Nelson	Airon Eugene	613S; 613M	6; 10	F; F	\$11,920.00
942462	622830	Neumiller	Bradley David	Neumiller	Dorothy Lorraine	613W	16	F	\$11,040.00
942597	622831	Cornett	Olis Lee	Cornett	Carolyn Rose	613W	37	O	\$3,150.00
942707	622874	Simon Jr	Bruce Arthur	Simon	Heather Renae	613W; 612M	40; 13	O; O	\$12,600.00
942447	622913	Jernigan	Tonya Bradley	Moening	Shane M	609M	31	O	\$7,920.00
942266	622915	Moening	Trish M	Moening	Faye Smith	613W	22	F	\$10,350.00
936133	622946	Simmons	Reginald Sylvester	Simmons	Jennifer D	905W	31	F	\$11,590.25
942407	622955	Godwin	Terrance J	Henry	Rebecca M	613M	28	O	\$9,129.00
942489	622957	Waterfield	Lewis D	Waterfield	Elizabeth	613M; 613M	43; 42	F; F	\$12,350.00
942581	622958	Lepe	Alfredo	Lopez	Nelly A	613W; 613S	34; 15	O; O	\$11,686.50
942490	622959	Antiooco	Ronald H	Otero	Jessica N	613W; 613S	29; 28	F; F	\$13,300.00
942542	622962	Arnold	Judah	Arnold	Lisa Taisha	718S	34	O	\$7,800.00
942639	623001	Smith	Will Lino	Smith	Milvia W	613M; 613M	15; 14	O; O	\$10,800.00
942600	623005	Sari	Samuel	Sari	Kevin M	613M; 605S	7; 41	F; F	\$14,850.00
942610	623007	Keene	Robbie H	Keene	Patricia Ann	613W; 613S	35; 16	O; O	\$11,655.00
942305	623042	Perkins	Russell E	Perkins	613W; 613M	613W; 613M	13; 18	F; F	\$14,767.50
942429	623044	Eghiaurnihe	Fabian	Smith	Judy Tisdell	613S	22	F	\$13,246.00
942281	623045	Smith	Robert Wayne	Smith	Robin K	613W	23	F	\$10,310.40
943072	623056	Deibler	Christopher G	Deibler	612W; 605S	612W; 605S	28; 39	F; F	\$18,047.00

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942426	623057	Holt Jr	Noel O	Campbell	Natasha N	613W; 613M	9; 36	F; F	\$13,614.00
942497	623058	Allen	James	Allen	Eloise M	613M; 613M	44; 40	F; F	\$13,610.00
942260	623090	Satonica	Martin H	Satonica	Caroline	612M	27	O	\$8,011.00
942320	623091	Keith Jr	Craig A	Keith	Kimberly Ann	612M	29	O	\$9,576.50
942311	623143	Jones	Isaac Lenor	Jones	Jeannette Dawes	613M	22	O	\$8,415.00
942418	623144	Washington	Alma Nicholle	Chandler	Charles Leon	613M	29	O	\$8,190.00
935931	623184	Hay	Laura Schild	Hay	David Milton	609S	42	O	\$9,129.89
942388	623155	Cody Jr	Clinton Eugene	Cody	Kimberly Mahaley	611S	33	F	\$14,805.09
942404	623156	Thomas	Roy Travis	Thomas	Donnae Hebert	611S	3	F	\$8,551.00
942414	623158	Marshall	Kent Edward	Marshall	Myongsuk Hockenberry	613S	21	F	\$14,805.09
942439	623159	Dimmick	John Thomas	Dimmick	Elizabeth Ann	613S; 613S; 613S; 613S	24; 32; 33; 34; 23	F; F; F; F	\$38,796.00
942467	623191	Oneal	James Robert	Oneal	Sandra Pardee	613W	17	F	\$8,550.00
936295	623202	Nichols	Scott A	Grimes	Dawn M	610M; 608M	41; 13	E; E	\$11,430.00
942427	623203	Millisor	Daniel L	Millisor	Barbara J	613S; 613M	27; 32	F; F	\$17,955.00
943883	623208	Clavijo	Monica	Carmona	Albert	612M; 612M; 612M; 612M; 613M; 613M; 613M; 609M	26; 27; 28; 29; 25; 26; 27; 25	E; E; E; E; E; E; E; E	\$35,350.00
943575	623211	Arel	William Walter	Arel	Barbara Jean	613S; 613S; 613S; 613S; 612S	19; 20; 36; 37; 44	F; F; F; F; F	\$25,150.00
942661	623223	Burnett	Johnny L	Owens	Claudia Johns	613M; 612M	16; 4	O; O	\$5,617.50
940912	623226	Owens	Paul Edward	Owens	Matthew C	612M	40	F	\$11,350.39
936443	623254	Pate	Deavin M	Pate	Matthew C	609S	27	O	\$8,775.00
942619	623258	Lewis	Amy L	Hirsch	Courtney A	613M; 612M	12; 19	O; O	\$11,724.50
942636	623260	Hirsch	Timothy J	Hirsch	Nicole Lynn	611S	27	O	\$10,835.00
937064	623284	Viars	Vincent Wayne	Viars	Angel Sue	613W; 613S	1; 44	F; F	\$12,000.00
942632	623455	Clagett	Matthew Andrew	Clagett	Robert Joseph	613W; 613W; 612W	2; 3; 8	F; F	\$9,990.00
943055	623461	Andrews	Violette Annette	Fescharek				Total	\$656,476.61

PROPOSED
 CLERK'S OFFICE

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LEGAL DESCRIPTION

PARCEL 1:

THE NORTH ½ OF LOT 27 (EXCEPT THAT PART TAKEN FOR STREET) IN BLOCK 124 IN THE 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 SOUTH ½ OF LOT 27 AND ALL OF LOT 28 AND THE NORTH 10 FEET OF LOT 29 (EXCEPT THAT PART TAKEN FOR STREET) IN SUBDIVISION OF BLOCK 124 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 3:

LOT 6 (EXCEPT THAT PART TAKEN FOR STREET) IN KNIGHTS SUBDIVISION OF LOTS 30, 31 AND 32 IN OGDEN'S SUBDIVISION OF BLOCK 124 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 4:

THE SOUTH 30 FEET OF LOT 29 IN OGDEN'S SUBDIVISION OF BLOCK 124 AFORESAID (EXCEPT PARTS FROM BOTH TRACTS TAKEN FOR OPENING DEARBORN STREET), IN COOK COUNTY, ILLINOIS.

PARCEL 5:

LOTS 25 AND 26 (EXCEPT THE EAST 35 FEET THEREOF, MORE OR LESS, TAKEN FOR OPENING DEARBORN STREET AND EXCEPT THE NORTH 21 FEET OF LOT 25 TAKEN FOR CONGRESS STREET) IN OGDEN'S SUBDIVISION OF BLOCK 124 IN SCHOOL SECTION ADDITION TO CHICAGO OF SECTION 16, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

But excluding those portions of the property which have not been subjected to the Declaration of Condominium for Hotel Blake, a Condominium, and including only those portions of the property which are subject to and more particularly described in said Declaration of Condominium for Hotel Blake, a Condominium, recorded August 23, 2013 in the records of the Cook County Recorder of Deeds as Document No. 1323519050, as amended and supplemented from time to time, and in that certain Declaration of Timeshare Plan for The Hotel Blake Timeshare Plan recorded August 23, 2013 in the records of the Cook County Recorder of Deeds as Document No. 1323519052, as amended and supplemented from time to time.