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Cook County, IL
UCC-1



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

Doc#: 1616716073 Fee: \$48.00
RHSP Fee: \$9.00 RPRF Fee: \$1.00
Karen A. Yarbrough
Cook County Recorder of Deeds
Date: 06/15/2016 03:53 PM Pg: 1 of 6

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. E-MAIL CONTACT AT FILER (optional)

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

Polsinelli
ATTN: Marla Bell, Esq.
900 W. 45th Place, Suite 900
Kansas City, MO 64112
4007030 (40F4)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME
MILLENNIUM ON LASALLE LLC

OR

1b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
21500 Biscayne Boulevard, Suite 402 Aventura FL 33180 USA

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY). Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME
DELPHI CRE FUNDING LLC

OR

3b. INDIVIDUAL'S SURNAME FIRST PERSONAL NAME ADDITIONAL NAME(S)/INITIAL(S) SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
c/o ACORE Capital Mortgage, LP, 80 E. Sir Francis Drake Blvd., Suite 2A Larkspur CA 94939 USA

4. COLLATERAL: This financing statement covers the following collateral

See Schedule of Collateral attached hereto and incorporated herein.

5. Check only if applicable and check only one box: Collateral is held in a Trust (see UCC1Ad, item 17 and Instructions) being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:
 Public-Finance Transaction Manufactured-Home Transaction A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:
 Agricultural Lien Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): Lessee/Lessor Consignee/Consignor Seller/Buyer Bailee/Bailor Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:

File No.: 083471-543905

UNOFFICIAL COPY**UCC FINANCING STATEMENT ADDENDUM****FOLLOW INSTRUCTIONS**

9. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank

because Individual Debtor name did not fit, check here

9a. ORGANIZATION'S NAME MILLENNIUM ON LASALLE LLC	
OR	
9b. INDIVIDUAL'S SURNAME	
FIRST PERSONAL NAME	
ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c

10a. ORGANIZATION'S NAME	
OR	
10b. INDIVIDUAL'S SURNAME	
INDIVIDUAL'S FIRST PERSONAL NAME	
INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)	

10c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY USA
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11. ADDITIONAL SECURED PARTY'S NAME or ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

11a. ORGANIZATION'S NAME			
OR			
11b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

11c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY USA
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12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

13. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable)

14. This FINANCING STATEMENT:

 covers timber to be cut covers as-extracted collateral is filed as a fixture filing

15. Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest)

The University of Chicago
450 North Cityfront Plaza Drive, Suite 440
Chicago, IL 60611

16. Description of real estate:

Please see Exhibit "A" attached hereto
and made a part hereof.

17. MISCELLANEOUS:

File No.: 083471-543905

FILING OFFICE COPY — UCC FINANCING STATEMENT ADDENDUM (Form UCC1Ad) (Rev. 04/20/11)

International Association of Commercial Administrators (IACA)

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SCHEDULE OF COLLATERAL MILLENNIUM ON LASALLE LLC, AS DEBTOR DELPHI CRE FUNDING LLC, AS SECURED PARTY

All right, title and interest of Debtor in and to:

(a) Land. The leasehold estate in and to the real property described on Exhibit "A" attached hereto and made a part hereof (the "**Land**") created pursuant to that certain Second Amended and Restated Ground Lease dated January 9, 2014 between THE UNIVERSITY OF CHICAGO, an Illinois not-for-profit corporation, and ROC II LASALLE, LLC, a Delaware limited liability company ("**POC**"), as assigned to Debtor pursuant to that certain Ground Lease Assignment dated January 27, 2015 by and between ROC and Debtor (as amended from time to time in accordance with the Loan Documents, individually and collectively, the "**Ground Lease**"), TOGETHER WITH all of Debtor's right, title and interest in, to and under said Ground Lease, and all additional lands, estates and development rights hereafter acquired by Debtor for use in connection with the Land and all additional lands and estates therein which may, from time to time owned by Debtor;

(b) Improvements. The buildings, structures, fixtures, additions, enlargements, extensions, modifications, repairs, replacements and improvements now or hereafter erected or located on the Land (collectively, the "**Improvements**");

(c) Fixtures. All Equipment (as defined below) and other items attached to and/or related to the Land and/or the Improvements forming part of the Property that are deemed "fixtures" and/or "real property" under the law of the state where the Land is located (including, without limitation, all building or construction materials intended for construction, alteration, or repair of the Property (collectively, the "**Fixtures**")); it being understood and agreed that the Improvements and the Fixtures are part and parcel of the Land appropriated to the use thereof and, whether affixed or annexed to the Land or not, shall to the purposes of that certain Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement, and Fixture Filing be deemed conclusively to be real estate and encumbered hereby.

(d) Easements. All easements, rights-of-way or use, rights, strips and gores of land, streets, ways, alleys, passages, sewer rights, water, water courses, water rights and powers, air rights and development rights, and all estates, rights, titles, interests, privileges, liberties, servitudes, tenements, hereditaments and appurtenances of any nature whatsoever, in any way now or hereafter belonging, relating or pertaining to the Land and/or the Improvements and the reversions and remainders, and all land lying in the bed of any street, road or avenue, opened or proposed, in front of or adjoining the Land, to the center line thereof and all the estates, rights, titles, interests, dower and rights of dower, curtesy and rights of curtesy, property, possession, claim and demand whatsoever, both at law and in equity, of Debtor of, in and to the Land and the Improvements and every part and parcel thereof, with the appurtenances thereto (collectively, the "**Easements**");

(e) Equipment. All "equipment," as such term is defined in the UCC (as hereinafter defined), used or installed (or intended to be used or installed) at or in connection with the Improvements

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or the Land (wherever located) (including, but not limited to, all machinery, equipment, furnishings, furniture, tools, appliances, fittings, apparatuses, engines, devices, pumps, pipes, plumbing, conduits, tanks, structures, and any and all systems and related items for cleaning, sprinklers, fire extinguishing, heating, cooling, ventilating, laundry, incinerating, electrical, lighting, sound, pollution control, security, disposal, sewer, utilities, data transmission, communications, paging, internet, television, and all other structures, together with all accessions, appurtenances, additions, replacements, betterments and substitutions for any of the foregoing (collectively, the "**Equipment**");

(f) UCC Collateral. All personal property, intangibles, general intangibles, documents, instruments, chattel paper, and accounts, as such terms are defined in the UCC (including, without limitation, all furniture, furnishings, objects of art, Equipment, supplies, contract rights, entitlements, the Clearing Account, the Cash Management Account, the Reserve Accounts (and any sums, cash, checks, drafts, securities, certificates and instruments, if any, from time to time deposited or held therein or credited thereto), money, accounts receivable, credit card receivables, franchises, licenses, certificates, permits, claims, suits, choses, approvals, plans, specifications, drawings, surveys, reports, trademarks, trade names, servicemarks, logos, copyrights, goodwill, books and records, any interest rate cap agreements or other interest rate hedging contracts or products, and any other property or rights constituting to the full extent that the same may be subject to the UCC, now or hereafter owned by Debtor, whether used in connection with or relating to the Property or otherwise, together with all accessories, replacements and substitutions thereto (collectively, the "**UCC Collateral**");

(g) Leases and Rents. All Leases, together with all extensions and amendments thereto, all income, rents, fees, payments, revenues, issues profits, royalties bonuses and other amounts payable thereunder, all guaranties of the lessees' obligations thereunder, all security deposits (whether in cash, letter of credit, securities or otherwise) provided in connection therewith (collectively, the "**Rents**");

(h) Condemnation Awards. All Awards which may heretofore and hereafter be made with respect to the Property;

(i) Insurance Proceeds. All proceeds and other payments payable under or in respect of any insurance policies covering or relating to the Property;

(j) Tax Certiorari. All refunds, rebates or credits in connection with any reduction in Property Taxes or Other Charges charged against the Property;

(k) Conversion. All proceeds of the conversion, voluntary or involuntary, of any of the foregoing including, without limitation, Insurance Proceeds and Awards, into cash or liquidation claims;

(l) Rights. The right, in the name and on behalf of Debtor, to appear in and defend any action or proceeding brought with respect to the Property and to commence any action or proceeding to protect the interest of Secured Party in the Property;

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(m) Proceeds. All “proceeds” as such term is defined in the UCC of any of the foregoing, claims, suits, (collectively called the “*Intangibles*”);

(n) Historic Tax Credit Proceeds. All “proceeds” as such term is defined in the UCC of any historic preservation tax credit provided in Section 47 of the Internal Revenue Code of 1986, as amended, which may heretofore and hereafter be made with respect to the Property; and

(o) Other Rights. Any and all other rights of Debtor in and to the items set forth in Sections (a) through (n) above.

Property of Cook County Clerk's Office

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EXHIBIT "A"

LEGAL DESCRIPTION

PARCEL 1: THE LEASEHOLD ESTATE CREATED BY THE INSTRUMENT HEREIN REFERRED TO AS THE LEASE, EXECUTED BY: THE UNIVERSITY OF CHICAGO, A NOT FOR PROFIT CORPORATION OF ILLINOIS, AS LESSOR, AND 29/39 SOUTH LASALLE HOLDINGS, L.L.C., A DELAWARE CORPORATION, AS LESSEE, DATED JULY 8, 2004, AN AMENDED AND RESTATED MEMORANDUM OF LEASE WAS RECORDED JULY 8, 2004 AS DOCUMENT 0419027073; A SECOND AMENDED AND RESTATED GROUND LEASE WAS EXECUTED BETWEEN THE UNIVERSITY OF CHICAGO AND ROC II IL LASALLE, LLC, A DELAWARE LIMITED LIABILITY COMPANY AND AN AMENDED MEMORANDUM OF GROUND LEASE WAS RECORDED JANUARY 10, 2014 AS DOCUMENT NO. 1401022119; AND A GROUND LEASE ASSIGNMENT WAS RECORDED JANUARY 28, 2015 AS DOCUMENT NO. 1502818036, AS AFFECTED BY THE CONSENT, ESTOPPEL AND AGREEMENT OF GROUND LESSOR, GROUND LESSEE AND LEASEHOLD MORTGAGEE DATED AS OF 06-14, 2016 AND RECORDED 06-15, 2016 AS DOCUMENT NO. 1616716070, WHICH DEMISES THE FOLLOWING DESCRIBED LAND AND OTHER PROPERTY FOR A TERM OF YEARS BEGINNING JULY 1, 1962 AND JULY 8, 2004 AND ENDING JULY 7, 2103.

LOTS 29, 30, 31 AND 32 IN ASSESSOR'S DIVISION OF 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, EXCEPTING OWNERSHIP OF THE BUILDINGS AND IMPROVEMENTS LOCATED ON THE LAND.

PARCEL 2: EASEMENTS FOR ACCESS, STORM WATER RUNOFF, GARBAGE RECEPTACLE STORAGE, CONSTRUCTION ACTIVITIES, EXISTING ENCROACHMENTS, UNDERGROUND UTILITY ACTIVITIES AS DEFINED THEREIN, MOVING ACTIVITIES, UNICOM FACILITIES, USE OF CONCRETE PADS, ACCESS TO UNDERGROUND VAULTS AND FOR LIGHT AND AIR, ALL AS CREATED AND DEFINED IN SECTIONS 3.1 AND 3.6 OF THE DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR 29-39 SOUTH LASALLE STREET, DATED AS JANUARY 9, 2014 AND RECORDED JANUARY 10, 2014 AS DOCUMENT NO. 1401022118, AS AMENDED BY THE FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS DATED AS OF JANUARY 27, 2015 AND RECORDED JANUARY 28, 2015 AS DOCUMENT NO. 1502818035, EXECUTED BY THE UNIVERSITY OF CHICAGO, AN ILLINOIS NOT-FOR-PROFIT- CORPORATION, KHP III 39 CHICAGO LLC, A DELAWARE LIMITED LIABILITY COMPANY, AND ROC II IL LASALLE, LLC, A DELAWARE LIMITED LIABILITY COMPANY, OVER AND ACROSS THE VACATED PUBLIC ALLEY DESCRIBED AS "THE ALLEY" IN EXHIBIT A TO SAID FIRST AMENDMENT.