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Doc#: 2022422089 Fee: \$98.00
Edward M. Moody
Cook County Recorder of Deeds
Date: 08/11/2020 11:49 AM Pg: 1 of 11

**Prepared By and Upon Recording
Return to:**

Vertical Bridge Towers III, LLC
Att: Daniel Marinberg, Esq.
750 Park of Commerce Drive, Suite 200
Boca Raton, Florida 33487
Attn: Legal Department

Parcel # 13-32-100-029

Site ID: US-IL-5132

(Above Space Reserved For Recorder's Use Only)

Commitment No.: 19867410

NOTE TO RECORDER: THIS INSTRUMENT TRANSFERS A LEASEHOLD INTEREST OR EASEMENT ESTATE FROM AND TO SEVERAL BUSINESS ENTITIES THAT ARE WHOLLY OWNED BY THE SAME PARENT ENTITY, NOT IN EXCHANGE FOR ANY OWNERSHIP INTERESTS IN SUCH BUSINESS ENTITY NOR FOR ANY MONETARY CONSIDERATION.

ASSIGNMENT AND ASSUMPTION OF LEASE

THIS ASSIGNMENT AND ASSUMPTION OF LEASE (this "**Assignment**") is entered into as of this 15th day of June, 2020 (the "**Transfer Date**"), by and between **VERTICAL BRIDGE TOWERS III, LLC**, a Delaware limited liability company, who has a mailing address of 750 Park of Commerce Drive, Suite 200, Boca Raton, FL 33487 ("**Assignor**"), and **VB-S1 ASSETS, LLC**, a Delaware limited liability company, who has a mailing address of 750 Park of Commerce Drive, Suite 200, Boca Raton, FL 33487 ("**Assignee**"), through mesne assignments as more particularly described below.

WITNESSETH

WHEREAS, Assignor and Assignee are wholly owned subsidiaries of the same parent company;

WHEREAS, as part of a corporate restructuring, Assignor wishes to assign to Assignee, and Assignee wishes to assume from Assignor, all of Assignor's right, title and interest as lessee in and to the real property lease agreement identified on **Exhibit A** attached hereto and incorporated herein (the "**Agreement**");

NOW, THEREFORE, in consideration of the mutual agreements and covenants hereinafter set forth, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:

1. **Assignment and Assumption**. Assignor hereby assigns and transfers all of Assignor's right, title and interest as lessee in, to and under the Agreement, effective as of the Transfer Date, **TO HAVE AND TO HOLD** the same unto Assignee, for and during all the rest, residue and remainder of the term of

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the Agreement and any extensions or renewals thereof, all as set forth in the Agreement, the provisions of which are by this reference thereto incorporated herein. Assignee accepts the transfer and assignment of the Agreement and expressly assumes and covenants in favor of Assignor to pay, discharge and perform, as and when due, all obligations of Assignor under the Agreement accruing, arising out of, or relating to events or occurrences on and after the Transfer Date.

2. Intermediate Distributions and Contributions. Assignor, Assignee and the Joinder Parties (as hereinafter defined) are wholly owned subsidiaries of the same parent company. Assignor, Assignee and the Joinder Parties (as hereinafter defined) acknowledge and agree that the direct assignment of the Agreement to Assignee by Assignor is being completed for the purpose of preventing a broken chain of leasehold title in the grantor/grantee index of the applicable public records; and as part of the corporate restructuring undertaken by Assignor, Assignee and the Joinder Parties' parent company, Assignor, Assignee, and the Joinder Parties acknowledge and agree that the Agreement is hereby deemed to have been distributed and contributed, as applicable, by Assignor and the Joinder Parties in the following manner: (i) Assignor distributed the Agreement to its direct parent company, Vertical Bridge Holdco, LLC, a Delaware limited liability company ("**VB Holdco**"), (ii) VB Holdco distributed the Agreement to its direct parent company, Vertical Bridge Holdco Parent, LLC, a Delaware limited liability company ("**VB Holdco Parent**"), (iii) VB Holdco Parent distributed the Agreement to its direct parent company, VB LPE, LLC, a Delaware limited liability company ("**VB LPE**"), (iv) VB LPE contributed the Agreement to its direct subsidiary, VB-S1 Parent, LLC, a Delaware limited liability company ("**VB-S1 Parent**"), (v) VB-S1 Parent contributed the Agreement to its direct subsidiary, VB-S1 Issuer, LLC, a Delaware limited liability company ("**VB-S1 Issuer**"), and (vi) VB-S1 Issuer contributed the Agreement to its direct subsidiary, Assignee. For the purposes of this Assignment, "**Joinder Parties**" shall mean VB Holdco, VB Holdco Parent, VB LPE, VB-S1 Parent and VB-S1 Issuer.

3. Severability. If any provision of this Assignment shall be invalid, illegal or unenforceable, the validity, legality or enforceability of the remaining provisions of this Assignment shall not in any way be affected or impaired thereby and shall continue in full force and effect.

4. Counterparts. This Assignment may be executed in counterparts, each of which shall be deemed to be an original, but which together shall constitute one and the same instrument.

5. Successors and Assigns. This Assignment shall be binding upon and inure to the benefit of the Parties hereto and their respective successors and assigns.

6. Further Assurances. The Parties agree that, from time to time, each of them will execute and deliver such further instruments of conveyance and transfer and take such other actions as may be reasonably necessary to carry out the purposes and intents of this Assignment and the transactions contemplated hereby.

[Remainder of page intentionally left blank; signature pages immediately following]

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[Assignor's Signature page to Assignment and Assumption of Lease]

IN WITNESS WHEREOF, the Parties hereto have executed and delivered this Assignment to be effective as of the date first above written.

Assignor:

Witness: _____

VERTICAL BRIDGE TOWERS III, LLC
a Delaware limited liability company

Witness: _____

By: _____

Name: Daniel Marinberg
Title: Senior Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 15th day of June, 2020, by Daniel Marinberg as Senior Vice President and General Counsel of Vertical Bridge Towers III, LLC, a Delaware limited liability company, on behalf of the company. He is personally known to me.

Renee Ann Winslow
Notary Public

Printed Name: Renee Ann Winslow

My Commission Expires: RENEAN WINSLOW
MY COMMISSION # FF 985610
EXPIRES: August 23, 2020
Borrowed Thru Notary Public Underwriters

Commission # _____

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[Assignee's Signature page to Assignment and Assumption of Lease]

Assignee:

Witness:

VB-S1 ASSETS, LLC,
a Delaware limited liability company

Witness:

By: _____

Name: Daniel Marinberg
Title: Senior Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

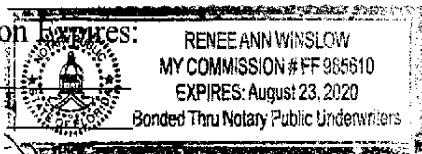
The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 15th day of June, 2020, by Daniel Marinberg as Senior Vice President and General Counsel of VB-S1 Assets, LLC, a Delaware limited liability company, on behalf of the company. He is personally known to me.

Renee Ann Winslow

Notary Public

Printed Name: Renee Ann Winslow

My Commission Expires:



Commission #

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[Joinder Parties' Signature Pages to Assignment and Assumption of Lease]

The Joinder Parties execute and deliver this Assignment for the purpose of memorializing their agreement with and consent to Section 2 of this Assignment and hereby agree to be fully bound by and subject to the terms and conditions set forth therein.

Witness:

Witness:

VB HOLDCO:

VERTICAL BRIDGE HOLDCO, LLC
a Delaware limited liability company

By: _____

Name: Daniel Marinberg
Title: Senior Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 15th day of June, 2020, by Daniel Marinberg as Senior Vice President and General Counsel of Vertical Bridge Holdco, LLC, a Delaware limited liability company, on behalf of the company. He is personally known to me.

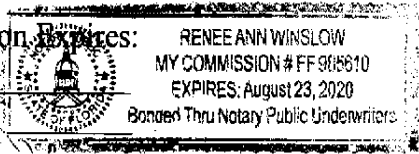
Renee Ann Winslow

Notary Public

Printed Name: Renee Ann Winslow

My Commission Expires:

Commission #



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VB HOLDCO PARENT:

Witness:

VERTICAL BRIDGE HOLDCO PARENT, LLC,
a Delaware limited liability company

Witness:

By: _____
Name: Daniel Marinberg
Title: Senior Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 1st day of June, 2020, by Daniel Marinberg as Senior Vice President and General Counsel of Vertical Bridge Holdco Parent, LLC, a Delaware limited liability company, on behalf of the company. He is personally known to me.

Renee Ann Winslow
Notary Public Renee Ann Winslow
Printed Name:

My Commission Expires August 23, 2020
Commission # FF 965610
Banded Thru Notary Public Underwriters

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VB LPE:

Witness:

VB LPE, LLC,
a Delaware limited liability company

Witness:

By: _____

Name: Daniel Marinberg

Title: Senior Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 1st day of June, 2020, by Daniel Marinberg as Senior Vice President and General Counsel of VB LPE, LLC, a Delaware limited liability company, on behalf of the company. He is personally known to me.

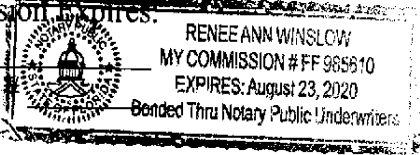
Renee Ann Winslow

Notary Public

Printed Name: Renee Ann Winslow

My Commission Expires:

Commission



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VB-S1 PARENT:

Witness:

VB-S1 PARENT, LLC,
a Delaware limited liability company

Witness:

By:

Name: Daniel Marinberg
Title: Senior Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

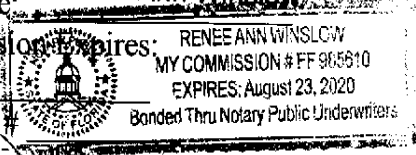
The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 1st day of June, 2020, by Daniel Marinberg as Senior Vice President and General Counsel of VB-S1 Parent, LLC, a Delaware limited liability company, on behalf of the company. He is personally known to me.

Renee Ann Winslow
Notary Public

Printed Name: Renee Ann Winslow

My Commission Expires: RENE AN WINSLOW
MY COMMISSION # FF 905610

Commission #



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VB-S1 ISSUER:

Witness:

VB-S1 ISSUER, LLC,
a Delaware limited liability company

Witness:

By: _____
Name: Daniel Marinberg
Title: Senior Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of physical presence or online notarization this 17 day of June, 2020, by Daniel Marinberg as Senior Vice President and General Counsel of VB-S1 Issuer, LLC, a Delaware limited liability company, on behalf of the company. He is personally known to me.

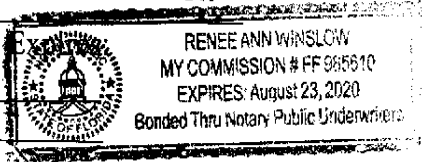
Renee Ann Winslow

Notary Public Renee Ann Winslow

Printed Name:

My Commission #

Commission #



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EXHIBIT A

Agreement

[PCS Site Agreement, dated January 31, 1996, between Michael P. Noonan and Vertical Bridge NTCF, LLC, a Delaware limited liability company, as successor in interest to VB MIDWEST I, LLC, as ultimate successor in interest to United States Cellular Operating Company of Chicago, LLC, as further assigned by Assignment and Assumption of Lease between Vertical Bridge NTCF, LLC, a Delaware limited liability company ("Assignor") and Vertical Bridge Towers III, LLC, a Delaware limited liability company ("Assignee") dated February 21, 2018, recorded April 16, 2018, in Doc#: 1810657005, Cook County, IL

Applicable legal Description: See EXHIBIT A-1

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EXHIBIT A-1

Legal Description

TOWER LEASE (AS CREATED)

THAT PART OF LOT 3 IN KEENEY INDUSTRIAL DISTRICT, BEING AN OWNER'S DIVISION IN THE SOUTHEAST 1/4 OF SECTION 32, TOWNSHIP 40 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF THE WEST LINE OF LOT 3 IN SAID KEENEY INDUSTRIAL DISTRICT, BEING THE EAST RIGHT OF WAY LINE OF NORTH MONITOR AVENUE, AND A LINE 503.78 FEET NORTH OF THE SOUTH LINE OF LOT 4 IN SAID KEENEY INDUSTRIAL DISTRICT; THENCE NORTH 88 DEGREES 40 MINUTES 58 SECONDS EAST ALONG SAID LINE WHICH IS 503.78 FEET NORTH OF SAID SOUTH LINE OF LOT 4, 358.00 FEET (DEED) TO THE WESTERLY LINE OF LAND CONVEYED TO THE CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY; THENCE SOUTH 28 DEGREES 25 MINUTES 33 SECONDS EAST ALONG SAID WESTERLY LINE, 1.21 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING SOUTH 28 DEGREES 25 MINUTES 33 SECONDS EAST ALONG SAID WESTERLY LINE, 60.00 FEET; THENCE SOUTH 61 DEGREES 34 MINUTES 27 SECONDS WEST, 20.00 FEET; THENCE NORTH 28 DEGREES 25 MINUTES 33 SECONDS WEST, 60.00 FEET; THENCE NORTH 61 DEGREES 34 MINUTES 27 SECONDS EAST, 20.00 FEET TO SAID POINT OF BEGINNING. TOWER LEASE CONTAINS 1200 SQUARE FEET (0.028 ACRES), MORE OR LESS.

NON-EXCLUSIVE ACCESS AND UTILITY EASEMENT (AS PROVIDED)

A 20 FOOT WIDE STRIP OF LAND RUNNING ALONG THE EASTERLY BOUNDARY LINES OF PARCELS A AND B, BEING WHOLELY CONTAINED WITHIN THE PLATTED RIGHT OF WAY OF THE CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY.