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**PREPARED BY AND WHEN RECORDED
RETURN TO:**

Pamela Cash
Deputy General Counsel
Chicago Housing Authority
60 East Van Buren Street
12th Floor
Chicago, Illinois 60605


2303313130
Doc# 2303313130 Fee \$63.00
RHSP FEE:\$9.00 RPRF FEE: \$1.00
KAREN A. YARBROUGH
COOK COUNTY CLERK
DATE: 02/02/2023 02:33 PM PG: 1 OF 7

CHI 210504640 KK (23)

Recorder's Stamp

**AGREEMENT TO SUBORDINATE TO RENTAL ASSISTANCE DEMONSTRATION
USE AGREEMENT**

OGDEN COMMONS A-1 RESIDENTIAL

This Agreement to Subordinate to Rental Assistance Demonstration Use Agreements (this "Subordination") is entered into this January 31, 2023, by **OGDEN TALMAN A1 RESIDENTIAL LP**, a Delaware limited partnership, (the "Owner") and **GENERATIONS HOUSING INITIATIVES**, an Illinois not-for-profit corporation ("Lender"), collectively, the "Parties."

WHEREAS, the Owner executed that certain Junior Leasehold Mortgage, Assignment of Rents and Security Agreement (Seller Financing) dated January 31, 2023 and recorded on February 2, 2023 in the Office of the Cook County Clerk as document number 2363313120 (the "Seller Financing Mortgage"); and

WHEREAS, the Owner executed that certain Leasehold Mortgage, Assignment of Rents and Security Agreement (CAHGP Sponsor Mortgage) dated January 31, 2023 and recorded on February 2, 2023 in the Office of the Cook County Clerk as document number 2363313129 (the "Sponsor Mortgage"); and

WHEREAS, the Owner executed those certain Promissory Notes and certain other documents executed in connection with the transaction contemplated thereby that, together with the Seller Financing Mortgage and Sponsor Mortgage collectively constitute (the "Subordinate Documents"); and

WHEREAS, HUD has authorized the Transfer of Assistance associated with units at Altgeld Gardens to a portion of Lawndale Complex and the associated RAD conversion of a portion of Lawndale Complex located upon the real property described on Exhibit A attached hereto; and

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WHEREAS, as a condition of the RAD conversion, the Owner executed a Rental Assistance Demonstration Use Agreement dated and recorded as of substantially even date herewith (the "RAD Use Agreement") for the benefit of HUD; and

WHEREAS, HUD requires as a condition of the RAD conversion that the Parties agree to subordinate the Subordinate Documents to the RAD Use Agreement;

NOW THEREFORE, let it be known to all interested parties, that for good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned do hereby agree:

1. So long as the RAD Use Agreement, and all extensions thereto, be in effect, the Subordinate Documents shall in all respects be subordinate to the RAD Use Agreement.
2. This Subordination extends to and continues in effect with respect to any future amendment, extension, renewal, or any other modification of the RAD Use Agreement or the Subordinate Documents.
3. In the event of conflict among the Subordinate Documents and the RAD Use Agreement, the RAD Use Agreement controls.
4. The following amendments to the Subordinate Documents require the prior written consent of HUD: Any amendment to any HUD-required provisions in the Subordinate Documents, an increase in the interest rate, an increase of the total indebtedness, an acceleration of the amortization or payment schedule, and any changes that would preclude or impair a reasonable opportunity to cure any defaults by the Owner under the Subordinate Documents.
5. This Subordination will survive bankruptcy and foreclosure.
6. This Subordination may be signed in counterparts.
7. The invalidity, in whole or in part, of any of the provisions set forth in this Subordination, shall not affect or invalidate any remaining provisions.
8. This Subordination and every covenant hereof shall be binding upon the Parties and their respective successors and assigns. This Subordination shall not be modified or amended except by a written instrument executed by all Parties hereto and approved in writing by HUD.
9. This Agreement is made under and shall be governed by the laws of the State of Illinois.

[SIGNATURE PAGE(S) TO FOLLOW]

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In witness whereof, the parties have executed this Subordination as of the date first written above.

LENDER:

GENERATIONS HOUSING INITIATIVES

an Illinois not-for-profit corporation

By: *Cristina Vera*
Cristina Vera
Executive Director

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, the undersigned, a Notary Public in and for the county and State aforesaid, do hereby certify that Cristina Vera, personally known to me to be the Executive Director of Generations Housing Initiatives, an Illinois not for profit corporation ("Generations"), and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such officer, she signed and delivered the said instrument, pursuant to authority given by Generations as the free and voluntary act of such person, and as the free and voluntary act and deed of Generations, for the uses and purposes therein set forth.

Given under my hand and official seal this 21 day of January, 2023



Bridget A. White
Notary Public

Property of [Faint Watermark]
Notary's Office

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STATE OF ILLINOIS)
)
 COUNTY OF COOK)

SS

I, the undersigned, a Notary Public in and for the county and State aforesaid, do hereby certify that Matthew G. Fiascone, personally known to me to be the President of The Habitat Company LLC, an Illinois limited liability company ("Habitat"), the sole member of Habitat Acquisitions Company LLC, an Illinois limited liability company, the manager of Habitat Ogden Commons LLC, an Illinois limited liability company, the manager of Ogden Commons JV LLC, a Delaware limited liability company, the manager of Ogden Talman A1 Residential LLC, an Illinois limited liability company (the "General Partner"), the general partner of Ogden Talman A1 Residential LP (the "Partnership"), a Delaware limited partnership, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such President of Habitat, he signed and delivered the said instrument, pursuant to authority given by the members of the General Partner as his free and voluntary act, and as the free and voluntary act and deed of the General Partner and the Partnership, for the uses and purposes therein set forth.

Given under my hand and official seal this 30 day of January, 2023

(Seal)

Bridget A. White (Notary Public)

My commission expires July 22, 2024.



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EXHIBIT A LEGAL DESCRIPTION

PARCEL 1A:

THE LEASEHOLD ESTATE (SAID LEASEHOLD ESTATE BEING DEFINED IN PARAGRAPH 1.C OF THE ALTA LEASEHOLD ENDORSEMENT(S) ATTACHED HERETO), CREATED BY THE INSTRUMENT HEREIN REFERRED TO AS THE LEASE, EXECUTED BY: CHICAGO HOUSING AUTHORITY, AN ILLINOIS MUNICIPAL CORPORATION AS LESSOR, AND GENERATIONS HOUSING INITIATIVES, (INITIAL TENANT) TOGETHER WITH ODGEN TALMAN A1 RESIDENTIAL LP, A DELAWARE LIMITED PARTNERSHIP, AS SUCCESSOR PURSUANT TO ASSIGNMENT, ASSUMPTION AND AMENDMENT OF GROUND LEASE RECORDED AS DOCUMENT NO: 2303313119, AS LESSEE DATED JANUARY 31, 2023 WHICH LEASE WAS RECORDED February 2, 2023 AS DOCUMENT NO. 2303313108 WHICH DEMISES THE FOLLOWING DESCRIBED LAND FOR A TERM OF 75 YEARS BEGINNING JANUARY 31, 2023 AND ENDING JANUARY 30, 2098:

THAT PART OF LOTS 21, 22 AND 43, IN POPE'S SUBDIVISION OF LOTS 11, 14, 15, 18, 19, 22, 23 AND 26 IN BLOCK 1 OF COOK AND ANDERSON'S SUBDIVISION OF THE WEST HALF OF THE NORTHEAST QUARTER OF SECTION 24, TOWNSHIP 39 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED MARCH 5, 1869, IN BOOK 168 PAGE 111, AND ALSO THE 16 FOOT VACATED ALLEY RUNNING FROM THE NORTH LINE OF SAID LOT 21 EXTENDED TO THE NORTH LINE OF SAID LOT 43, SOUTH TO THE NORTH LINE OF 13TH PLACE, BETWEEN S. WASHTENAW AVENUE AND SOUTH TALMAN AVENUE, AS VACATED BY ORDINANCE PASSED DECEMBER 12, 1967, RECORDED DECEMBER 26, 1967 AS DOCUMENT NUMBER 20363509, AND ALSO LOTS 7 THROUGH 13, BOTH INCLUSIVE IN LUNNEY'S SUBDIVISION OF A 100 FOOT STRIP OF LAND THROUGH THE WEST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 24, ACCORDING TO THE PLAT THEREOF RECORDED NOVEMBER 4, 1882 AS DOCUMENT NUMBER 430507, AND ALSO LOTS 1 THROUGH 7, BOTH INCLUDED, IN CARSON'S SUBDIVISION OF LOT 6 IN BLOCK 4, LOT 12 IN BLOCK 5, LOT 4 IN BLOCK 7, LOTS 16, 17 AND 18 IN BLOCK 7 AND LOT 5 IN BLOCK 8, ALL IN COOK AND ANDERSON'S SUBDIVISION OF THE WEST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 24, ACCORDING TO THE PLAT THEREOF RECORDED MAY 2, 1883 AS DOCUMENT NUMBER 464677, AND ALSO LOTS 20 THROUGH 25, BOTH INCLUDED IN THE SUBDIVISION OF LOTS 1 TO 5 AND LOT 7 IN BLOCK 4 AND LOTS 1 TO 6 AND LOT 11 TO 14 IN BLOCK 3 AND LOTS 3, 4 AND 5 IN BLOCK 5 IN COOK AND ANDERSON'S SUBDIVISION OF THE WEST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 24, ACCORDING TO THE PLAT THEREOF RECORDED APRIL 4, 1882 AS DOCUMENT NUMBER 385416, MORE PARTICULARLY DESCRIBED AS FOLLOWS;

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BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT 23 IN THE SUBDIVISION OF LOTS 1 TO 5 AND LOT 7 IN BLOCK 4 AND LOTS 1 TO 6 AND LOT 11 TO 14 IN BLOCK 3 AND LOTS 3, 4 AND 5 IN BLOCK 5 IN COOK AND ANDERSON'S SUBDIVISION OF THE WEST HALF OF THE NORTHEAST QUARTER OF SAID SECTION 24, ACCORDING TO THE PLAT THEREOF RECORDED APRIL 4, 1882 AS DOCUMENT NUMBER 385416; THENCE NORTH 00 DEGREES 00 MINUTES 50 SECONDS EAST ALONG THE WEST LINE OF SAID SUBDIVISIONS 299.00 FEET TO A POINT ON THE WEST LINE OF SAID POPE'S SUBDIVISION; THENCE SOUTH 89 DEGREES 34 MINUTES 55 SECONDS EAST 266.20 FEET TO THE EAST LINE OF SAID POPE'S SUBDIVISION; THENCE SOUTH 00 DEGREES 00 MINUTES 21 SECONDS EAST ALONG SAID EAST LINE 45.34 FEET TO THE SOUTHEAST CORNER OF SAID LOT 22 IN POPE'S SUBDIVISION; THENCE SOUTH 82 DEGREES 28 MINUTES 48 SECONDS EAST ALONG THE NORTH LINE OF SAID LOT 7 IN LUNNEY'S SUBDIVISION 16.69 FEET TO THE NORTHEAST CORNER OF SAID LOT 7; THENCE SOUTH 60 DEGREES 02 MINUTES 52 SECONDS WEST ALONG THE EAST LINE OF SAID LUNNEY'S SUBDIVISION 31.55 FEET; THENCE NORTH 89 DEGREES 58 MINUTES 58 SECONDS WEST 57.19 FEET; THENCE SOUTH 00 DEGREES 01 MINUTES 33 SECONDS WEST 218.27 FEET TO THE SOUTH LINE OF SAID LOT 22 IN THE SUBDIVISION OF LOTS 1 TO 5 AND LOT 7 IN BLOCK 4 AND LOTS 1 TO 6 AND LOT 11 TO 14 IN BLOCK 3 AND LOTS 3, 4 AND 5 IN BLOCK 5 IN COOK AND ANDERSON'S SUBDIVISION; THENCE NORTH 89 DEGREES 55 MINUTES 12 SECONDS WEST ALONG THE SOUTH LINE OF SAID SUBDIVISION 282.60 FEET TO THE POINT OF BEGINNING, ALL IN COOK COUNTY, ILLINOIS.

PARCEL 1B:

OWNERSHIP, SUBJECT TO ARTICLES 5, 10 AND 14 OF THE AFORESAID GROUND LEASE AGREEMENT, OF THE IMPROVEMENTS NOW LOCATED ON, OR HEREAFTER ERECTED ON, PARCEL 1A.

COMMON ADDRESS: 1325 S. WASHTENAW AVENUE, CHICAGO, IL 60608

PINS: 16-24-208-072-0000

16-24-208-073-0000

16-24-208-075-0000

16-24-208-076-0000

16-24-208-077-0000

16-24-208-078-0000

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