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AMENDMENT TO LEASEHOLD MORTGAGE, SECURITY AGREEMENT AND FINANCING STATEMENT

THIS AMENDMENT TO LEASEHOLD MORTGAGE, SECURITY AGREEMENT AND FINANCING STATEMENT is made this 1st day of October, 1986, by and between J.G. INDUSTRIES, INC. (formerly known as Goldblatt Bros., Inc.) ("Mortgagor"), with its chief executive office and principal place of business at 1615 W. Chicago Avenue, Chicago, Illinois 60622 and FOCUS FINANCIAL GROUP, a Delaware corporation, with offices at 200 W. Madison, Suite 3000, Chicago, Illinois 60606 ("Mortgagee")

W I T N E S S E T H:

WHEREAS, J.G. Investments, Inc. made a loan (the "Loan") in the original principal amount of \$3,000,000 to Mortgagor, which is evidenced by a promissory note dated October 14, 1983 (the "Note"), and is secured by, among other things, a Leasehold Mortgage, Security Agreement and Financing Statement dated October 14, 1983 (the "Mortgage"), encumbering the premises (the "Premises") described on Exhibit "A" hereto, which Mortgage was recorded in the office of the Recorder of Deeds of Cook County, Illinois (the "Recorder") on October 14, 1983 as Document 26822092; and

WHEREAS, such Loan was assigned to Abacus Mortgage Investment Company, which was merged into Heller Financial, Inc. ("Abacus") and in connection with such assignment, the Mortgage was assigned to Abacus Mortgage Investment Company, by instrument recorded on October 14, 1983 as Document 26822095; and

WHEREAS, Mortgagee has agreed to purchase the Loan from Abacus, upon the condition that certain changes are made in the documents evidencing and securing the Loan, including the Mortgage, and concurrently herewith the Mortgage has been assigned to Mortgagee, by an Assignment dated October 1, 1986, and recorded with the Recorder as Document No. ~~26822092~~ 2675477;

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree that the Mortgage shall be, and hereby is, amended in the following respects:

1. The Note as defined in the Mortgage shall mean that certain promissory note in the original principal amount of \$3,000,000, dated October 14, 1983, as subsequently amended on October 1, 1986. As so amended, the Note provides for interest payments monthly at a rate of interest equal to the Prime Rate announced from time to time by the First National Bank of Chicago plus two and one-half percent (2.5%), quarterly principal payments of \$60,000, and a final payment of principal and all accrued but unpaid interest on October 1, 1991.

2. Mortgagor shall be entitled to transfer the Premises to Goldblatt's Departments Stores, Inc., (the "Subsidiary"), an Illinois corporation and wholly-owned subsidiary of Mortgagor, provided such transfer occurs on or before November 1, 1986, Mortgagor provides Mortgagee with tax and judgment searches covering the Subsidiary and such other documents as Mortgagee shall require, and Subsidiary executes such financing statements and other documents and instruments required by Mortgagee. Such transfer shall not constitute a violation of the "Due on Sale" clause of the Mortgage, nor shall Mortgagor or Subsidiary be required to make any payment to Mortgagee for the consent to such

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EXHIBIT "A"

PARCEL 1 (SCOTTSDALE)

1. THE LEASEHOLD ESTATE CREATED BY THE INSTRUMENT EXECUTED BY SCOTT CONSTRUCTION COMPANY, INC., A CORPORATION OF ILLINOIS, LESSOR, TO LYNN REALTY COMPANY, A CORPORATION OF ILLINOIS, AS LESSEE, AS DISCLOSED BY MEMORANDUM OF LEASE DATED MAY 4, 1954, RECORDED JULY 26, 1954 AS DOCUMENT NUMBER 15-970-057, AS AMENDED FROM TIME TO TIME, DEMISING PARCEL A FOR A TERM OF YEARS BEGINNING OCTOBER 19, 1955 AND ENDING ON JANUARY 31, 1986.
2. THE LEASEHOLD ESTATE CREATED BY THE INSTRUMENT EXECUTED BY EXCHANGE NATIONAL BANK OF CHICAGO, A NATIONAL BANKING ASSOCIATION, AS TRUSTEE UNDER TRUST AGREEMENT KNOWN AS TRUST NUMBER 16786, LESSOR, AND GOLDBLATT BROS., INC., LESSEE, DATED JULY 24, 1969 DEMISING PARCEL B FOR A TERM OF YEARS ENDING JANUARY 25, 1986.
3. THE LEASEHOLD ESTATE CREATED BY THE INSTRUMENT EXECUTED BY EXCHANGE NATIONAL BANK OF CHICAGO, A NATIONAL BANKING ASSOCIATION, AS TRUSTEE UNDER TRUST AGREEMENT KNOWN AS TRUST NUMBER 36180, LESSOR, AND GOLDBLATT BROS., INC., LESSEE, DATED AUGUST 31, 1982 AS AMENDED BY AMENDMENT TO LEASE DATED SEPTEMBER 1, 1983 DEMISING PARCEL C FOR A TERM OF YEARS ENDING JANUARY 30, 1986.

PARCEL A:

THAT PART OF LOT 'A' IN SCOTTSDALE, FOURTH ADDITION BEING RAYMOND L. LUTGERT'S RESUBDIVISION IN THE NORTH WEST 1/4 OF THE NORTH WEST 1/4 OF SECTION 34, TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT ON THE SOUTH LINE OF SAID LOT 'A' BEING ALSO THE NORTH LINE OF WEST 81ST STREET, 145.00 FEET WEST OF THE SOUTH EAST CORNER OF SAID LOT 'A'; AND RUNNING THENCE NORTH ALONG A STRAIGHT LINE, BEING THE WEST FACE OF AN EXISTING ONE STORY BRICK BUILDING, A DISTANCE OF 234.56 FEET, TO A NORTHWESTERLY CORNER OF SAID BUILDING; THENCE NORTHEASTWARDLY ALONG THE NORTHWESTERLY FACE OF SAID BUILDING AND ALONG THE NORTHWESTERLY FACE OF AN ADJOINING ONE STORY BRICK BUILDING, BEING A STRAIGHT LINE FORMING AN ANGLE OF 43 DEGREES, 59 MINUTES 55 SECONDS, FROM NORTH TO NORTH EAST, WITH THE PROLONGATION OF LAST DESCRIBED COURSE, A DISTANCE OF 419.39 FEET TO THE SOUTHWESTERLY FACE OF A BRICK WALL, BEING THE POINT OF BEGINNING FOR THAT PART OF LOT 'A' HEREINAFTER DESCRIBED; THENCE CONTINUING NORTHEASTWARDLY ALONG SAID LAST DESCRIBED LINE, A DISTANCE OF 75.12 FEET TO THE SOUTHWESTERLY FACE OF A TWO STORY BRICK BUILDING; THENCE NORTHWESTWARDLY ALONG SAID SOUTHWESTERLY FACE, BEING A STRAIGHT LINE WHICH FORMS AN ANGLE OF 76 DEGREES 00 MINUTES 56 SECONDS FROM NORTH EAST TO NORTH WEST WITH A PROLONGATION OF LAST DESCRIBED COURSE, A DISTANCE OF 77.54 FEET; THENCE NORTHERLY ALONG THE WESTERLY FACE OF SAID BUILDING, BEING HERE THE ARC OF A CIRCLE CONVEX TO THE WEST, TANGENT TO LAST DESCRIBED COURSE AND HAVING A RADIUS OF 18.00 FEET, A DISTANCE OF 28.27 FEET, TO A POINT ON THE NORTHWESTERLY FACE OF SAID TWO STORY BRICK BUILDING; THENCE NORTHEASTWARDLY ALONG SAID NORTHWESTERLY FACE OF SAID BUILDING, BEING A STRAIGHT LINE, PERPENDICULAR TO THE AFORESAID SOUTHWESTERLY FACE, A DISTANCE OF 77.51 FEET, TO THE SOUTHWESTERLY FACE OF AN ADJOINING ONE STORY BRICK BUILDING; THENCE NORTHWESTWARDLY ALONG SAID SOUTHWESTERLY FACE OF THE ONE STORY BRICK BUILDING AND ALONG ITS EXTENSION THEREOF, WHICH FORMS AN ANGLE OF 77 DEGREES 59 MINUTES 04 SECONDS FROM NORTH EAST TO NORTH WEST WITH A PROLONGATION OF LAST DESCRIBED COURSE, A DISTANCE OF 74.93 FEET; THENCE NORTHEASTWARDLY ALONG A LINE PERPENDICULAR TO LAST DESCRIBED COURSE, BEING THE NORTHERLY FACE AND SAID NORTHERLY FACE EXTENDED WESTERLY OF SAID ONE STORY BRICK BUILDING, A DISTANCE OF 202.34 FEET TO THE MOST NORTHERLY CORNER OF SAID BUILDING; THENCE SOUTHEASTWARDLY ALONG THE NORTHEASTERLY FACE OF SAID ONE STORY BRICK BUILDING WHICH FORMS AN ANGLE OF 102 DEGREES 00 MINUTES, 56 SECONDS

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FROM SOUTH WEST TO SOUTH EAST WITH SAID NORTHERLY FACE, A DISTANCE OF 31.18 FEET TO THE NORTHWESTERLY FACE OF THE AFOREMENTIONED TWO STORY BRICK BUILDING; THENCE NORTHEASTWARDLY ALONG THE NORTHWESTERLY FACE OF SAID TWO STORY BRICK BUILDING, PERPENDICULAR TO SAID LAST DESCRIBED COURSE, A DISTANCE OF 5.05 FEET TO THE MOST NORTHERLY CORNER OF SAID TWO STORY BRICK BUILDING; THENCE SOUTHEASTWARDLY ALONG THE NORTHEASTERLY FACE OF SAID TWO STORY BRICK BUILDING, PERPENDICULAR TO THE AFORESAID NORTHWESTERLY FACE OF SAID BUILDING, A DISTANCE OF 95.53 FEET TO THE NORTHWESTERLY FACE OF A BRICK WALL TO THE ADJOINING ONE STORY BRICK BUILDING; THENCE NORTHEASTWARDLY ALONG THE NORTHWESTERLY FACE OF SAID BRICK WALL, PERPENDICULAR TO LAST DESCRIBED COURSE, A DISTANCE OF 12.96 FEET TO THE MOST NORTHERLY CORNER OF SAID ONE STORY BRICK BUILDING; THENCE SOUTHEASTWARDLY ALONG THE NORTHEASTERLY FACE OF SAID ONE STORY BRICK BUILDING, PERPENDICULAR TO SAID NORTHWESTERLY FACE, A DISTANCE OF 65.36 FEET; THENCE SOUTHWARDLY ALONG THE EASTERLY FACE OF SAID BUILDING, BEING HERE THE ARC OF A CIRCLE, CONVEX TO THE EAST TANGENT TO LAST DESCRIBED COURSE, AND HAVING A RADIUS OF 20.50 FEET, A DISTANCE OF 24.84 FEET; TO A POINT ON THE SOUTHEASTERLY FACE OF SAID BUILDING; THENCE SOUTHWESTWARDLY ALONG THE SOUTHEASTERLY FACE OF SAID ONE STORY BRICK BUILDING, BEING A STRAIGHT LINE WHICH FORMS AN ANGLE OF 59 DEGREES, 24 MINUTES, 44 SECONDS FROM SOUTH EAST TO SOUTH WEST WITH THE AFORESAID EASTERLY FACE, A DISTANCE OF 55.19 FEET; THENCE WESTWARDLY ALONG THE SOUTHERLY FACE OF SAID ONE STORY BRICK BUILDING, BEING HERE THE ARC OF A CIRCLE TANGENT TO LAST DESCRIBED COURSE, HAVING A RADIUS OF 25.00 FEET, A DISTANCE OF 28.54 FEET TO A POINT ON A SOUTHWESTERLY FACE OF SAID BUILDING; THENCE NORTHWESTWARDLY ALONG SAID SOUTHWESTERLY FACE WHICH FORMS AN ANGLE OF 114 DEGREES 24 MINUTES 56 SECONDS FROM NORTH EAST TO NORTH WEST WITH LAST DESCRIBED COURSE, A DISTANCE OF 41.62 FEET TO A SOUTHEASTERLY FACE OF SAID BUILDING; THENCE SOUTHWARDLY ALONG SAID SOUTHEASTERLY FACE, PERPENDICULAR TO LAST DESCRIBED COURSE, A DISTANCE OF 114.08 FEET TO A CORNER IN SAID SOUTHEASTERLY FACE OF THE ONE STORY BRICK BUILDING; THENCE SOUTHWESTWARDLY ALONG SAID SOUTHEASTERLY FACE, FORMING AN ANGLE OF 45 DEGREES, 00 MINUTES, 14 SECONDS FROM SOUTH TO SOUTH WEST WITH LAST DESCRIBED COURSE A DISTANCE OF 29.03 FEET TO THE NORTHEASTERLY FACE OF A BRICK WALL TO THE AFOREMENTIONED TWO STORY BRICK BUILDING; THENCE SOUTHEASTWARDLY ALONG THE NORTHEASTERLY FACE OF SAID BRICK WALL, PERPENDICULAR TO LAST DESCRIBED COURSE, A DISTANCE OF 1 FOOT TO THE SOUTHEASTERLY CORNER OF SAID TWO STORY BRICK BUILDING; THENCE SOUTHWESTWARDLY ALONG THE SOUTHEASTERLY FACE OF SAID BUILDING, PERPENDICULAR TO LAST DESCRIBED COURSE, A DISTANCE OF 96.50 FEET TO THE MOST SOUTHERLY CORNER OF SAID TWO STORY BRICK BUILDING; THENCE NORTHWESTWARDLY ALONG THE SOUTHWESTERLY FACE OF SAID BUILDING, PERPENDICULAR TO SAID SOUTHEASTERLY FACE, A DISTANCE OF 7.38 FEET TO THE SOUTHEASTERLY FACE OF THE ADJOINING ONE STORY BRICK BUILDING; THENCE SOUTHWESTWARDLY ALONG SAID SOUTHEASTERLY FACE OF THE ONE STORY BRICK BUILDING, WHICH FORMS AN ANGLE OF 78 DEGREES 00 MINUTES, 56 SECONDS FROM SOUTH EAST TO SOUTH WEST WITH LAST DESCRIBED COURSE, A DISTANCE OF 45.39 FEET TO THE SOUTHWESTERLY FACE OF A BRICK WALL TO SAID ONE STORY BRICK BUILDING, AND THENCE NORTHWESTWARDLY ALONG SAID SOUTHWESTERLY FACE OF THE BRICK WALL, PERPENDICULAR TO LAST DESCRIBED COURSE, A DISTANCE OF 140.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS; EXCEPTING THEREFROM THAT PART LYING ABOVE THE HORIZONTAL PLANE AT THE UPPER SURFACE OF THE GROUND FLOOR OF THE ONE STORY BRICK BUILDING ADJOINING THE NORTHWESTERLY FACE OF THE AFORESAID TWO STORY BRICK BUILDING, WHICH PART IS BOUNDED AND DESCRIBED AS FOLLOWS:

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~~17-07-203-008-010~~
20-07-207-001-002 (P2)
26-06-402-003-008 (P3)
16-26-405-001-008 (P4)

BEGINNING AT THE INTERSECTION OF THE NORTHWESTERLY FACE OF SAID TWO STORY BRICK BUILDING WITH THE SOUTHWESTERLY FACE OF SAID ONE STORY BRICK BUILDING; AND RUNNING THENCE NORTHWESTWARDLY ALONG SAID SOUTHWESTERLY FACE OF THE ONE STORY BRICK BUILDING AND ALONG ITS EXTENSION THEREOF, WHICH FORMS AN ANGLE OF 77 DEGREES, 59 MINUTES 04 SECONDS FROM NORTH EAST TO NORTH WEST WITH SAID NORTHWESTERLY FACE OF THE TWO STORY BRICK BUILDING, A DISTANCE OF 74.93 FEET; THENCE NORTHEASTWARDLY ALONG A LINE PERPENDICULAR TO LAST DESCRIBED COURSE, BEING THE NORTHERLY FACE AND SAID NORTHERLY FACE EXTENDED WESTERLY OF SAID ONE STORY BRICK BUILDING, A DISTANCE OF 158.73 FEET; THENCE SOUTHEASTWARDLY ALONG A STRAIGHT LINE PERPENDICULAR TO SAID LAST DESCRIBED COURSE, BEING THE EASTERLY FACE OF AN INTERIOR WALL IN SAID ONE STORY BRICK BUILDING, A DISTANCE OF 18.05 FEET; THENCE CONTINUING ALONG SAID INTERIOR WALL BEING STRAIGHT LINES PARALLEL WITH AND PERPENDICULAR TO THE NORTHWESTERLY FACE OF SAID ONE STORY BRICK BUILDING, THE FOLLOWING COURSES AND DISTANCES, RESPECTIVELY; SOUTHWESTWARDLY 15.13 FEET; SOUTHEASTWARDLY 10.20 FEET; SOUTHWESTWARDLY 6.00 FEET; SOUTHEASTWARDLY 17.41 FEET TO THE NORTHWESTERLY FACE OF AFORESAID TWO STORY BRICK BUILDING, AND THENCE SOUTHWESTWARDLY ALONG SAID NORTHWESTERLY FACE OF THE TWO STORY BRICK BUILDING, A DISTANCE OF 140.66 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS;

PARCEL B:

THAT PART OF LOT 'A' IN SCOTTSDALE, FOURTH ADDITION, BEING RAYMOND L. LUTGERT'S RESUBDIVISION IN THE NORTH WEST 1/4 OF THE NORTH WEST 1/4 OF SECTION 34, TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT ON THE SOUTH LINE OF SAID LOT "A", BEING ALSO THE NORTH LINE OF WEST 81ST STREET, 145.00 FEET WEST OF THE SOUTH EAST CORNER OF SAID LOT 'A' AND RUNNING; THENCE NORTH ALONG A STRAIGHT LINE, BEING THE WEST FACE OF AN EXISTING ONE STORY BRICK BUILDING, A DISTANCE OF 234.56 FEET, TO A NORTHWESTERLY CORNER OF SAID BUILDING; THENCE NORTHEASTWARDLY ALONG THE NORTHWESTERLY FACE OF SAID BUILDING AND ALONG THE NORTHWESTERLY FACE OF AN ADJOINING ONE STORY BRICK BUILDING, BEING A STRAIGHT LINE FORMING AN ANGLE OF 43 DEGREES, 59 MINUTES, 55 SECONDS, FROM NORTH TO NORTH EAST, WITH THE PROLONGATION OF LAST DESCRIBED COURSE, A DISTANCE OF 393.37 FEET; THENCE NORTHWESTWARDLY ALONG A STRAIGHT LINE, PERPENDICULAR TO LAST DESCRIBED COURSE, A DISTANCE OF 33.20 FEET TO THE POINT OF BEGINNING FOR THAT PART OF LOT 'A' HEREINAFTER DESCRIBED; THENCE CONTINUING NORTHWESTWARDLY ALONG SAID LAST DESCRIBED STRAIGHT LINE, BEING THE SOUTHWESTERLY FACE OF AN EXISTING ONE STORY BRICK BUILDING A DISTANCE OF 50.40 FEET, TO THE MOST WESTERLY CORNER OF SAID BUILDING; THENCE NORTHEASTWARDLY ALONG A STRAIGHT LINE, PERPENDICULAR TO LAST DESCRIBED COURSE, A DISTANCE OF 79.66 FEET; THENCE SOUTHEASTWARDLY ALONG A STRAIGHT LINE PERPENDICULAR TO LAST DESCRIBED COURSE AND BEING THE NORTHEASTERLY FACE OF SAID ONE STORY BRICK BUILDING, A DISTANCE OF 50.40 FEET TO THE MOST EASTERLY CORNER OF SAID BUILDING AND; THENCE SOUTHWESTWARDLY ALONG A STRAIGHT LINE, PERPENDICULAR TO LAST DESCRIBED LINE, A DISTANCE OF 79.66 FEET, TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS;

PARCEL C:

THAT PART OF LOT 'A' IN SCOTTSDALE, FOURTH ADDITION, BEING RAYMOND L. LUTGERT'S RESUBDIVISION IN THE NORTH WEST 1/4 OF THE NORTH WEST 1/4 OF SECTION 34, TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED AND DESCRIBED AS FOLLOWS: BEGINNING AT A POINT ON THE SOUTH LINE OF SAID LOT 'A' BEING ALSO THE NORTH LINE OF WEST 81ST STREET, 99.00 FEET WEST OF THE SOUTH EAST CORNER OF SAID LOT 'A' AND RUNNING; THENCE WEST ALONG SAID SOUTH LINE OF LOT 'A', A DISTANCE OF 46.00 FEET; THENCE NORTH ALONG A STRAIGHT LINE, BEING THE WEST FACE OF AN EXISTING ONE STORY BRICK BUILDING, A DISTANCE OF 91.58 FEET; THENCE EAST ON A STRAIGHT LINE, PERPENDICULAR TO SAID LAST DESCRIBED COURSE, ALONG THE SOUTH FACE OF AN INTERIOR WALL TO SAID ONE STORY BRICK BUILDING, A DISTANCE OF 46.00 FEET; AND THENCE SOUTH ALONG A STRAIGHT LINE, PERPENDICULAR TO LAST DESCRIBED COURSE, A DISTANCE OF 91.70 FEET, TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS

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