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THIS INSTRUMENT PREPARED BY,
RECORDING REQUESTED BY
AFTER RECORDATION MAIL TO: → Box 77

Lehndorff Chicago Ridge Venture
2501 Cedar Springs Road
Suite 340
Dallas, Texas 75201
Attn: Daniel L. Plumlee, Esq.

(Above Space for Recorder's Use Only)

MEMORANDUM OF SALE

This Memorandum of Sale is executed pursuant to that certain Agreement of Purchase and Sale ("Purchase Agreement"), dated as August 6, 1986, by and among LASALLE NATIONAL BANK, not personally but solely as Trustee under Trust Agreement dated March 1, 1979 and known as Trust No. 100388 ("Trustee") and KENNETH L. TUCKER, authorized agent for the co-owners of the beneficial interest pursuant to that certain Termination Agreement Relating to Chicago Ridge Venture and Operating Agreement Among Co-Owners dated June 30, 1986 ("Authorized Agent"), and U.S. INVESTOR'S SERVICES, INC., a Texas corporation. Trustee and Authorized Agent are sometimes referred to hereinafter collectively as "Seller". LEHNDORFF CHICAGO RIDGE VENTURE, a Texas joint venture ("Buyer") is the successor-in-interest to U.S. Investor's Services, Inc.

Seller agrees to sell to Buyer, and Buyer agrees to purchase from Seller, that certain improved real proeprty described in Exhibit "A" attached hereto ("Purchase Property"), upon the terms and conditions set forth in the Purchase Agreement.

Buyer hereby grants to Seller the option to sell that certain real property described in Exhibit "B" attached hereto ("Option Property") and to cause Buyer or Buyer's successor, assignee or transferee to purchase said Option Property at a price, and upon the terms and conditions set forth in Paragraph 25 and Paragraph 29 (as applicable) of the Purchase Agreement. Seller hereby grants to Buyer and Buyer's successor, assignee or transferee has the option to purchase the Option Property and to cause Seller to sell said Option Property, at a price and upon the terms and conditions set forth in Paragraph 26 and Paragraph 30 (as applicable) of the Purchase Agreement.

Upon expiration or termination of the options described herein, Buyer and Seller, or their successors and assigns, shall record a notice of such termination or expiration in the Official Records, which notice shall constitute conclusive evidence that the option or options referenced in such notice have expired or terminated and may no longer be exercised.

This Memorandum of Sale is executed by LaSalle National Bank, a corporation duly organized and existing under the United States of America and duly authorized to accept and execute trusts within the State of Illinois, not personally but solely as Trustee under the provisions of the Trust Agreement dated March 1, 1979, known as Trust No. 100388, pursuant to the power and authority conferred upon it under and by virtue of the terms and provisions of the said Trust Agreement, and the covenants and

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ss:10/20/86
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undertakings herein made and entered into by La Salle National Bank are solely for the purpose of binding the Trust Estate, and it is expressly agreed by the parties hereto and by all persons claiming by, through or under them that no personal liability is assumed by or shall at any time arise or be asserted or forced against LaSalle National Bank in its individual capacity, either express or implied, all such liability, if any, being expressly waived and released by Buyer, and by all persons claiming by, through or under Buyer, and that recourse hereunder, if any, by Buyer, its successors and assigns, shall not be made against the assets of the LaSalle National Bank.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Sale as of the 29 day of OCT, 1986.

"Buyer"

LEHNDORFF CHICAGO RIDGE VENTURE, A Texas joint venture

By: Lehndorff Capital Resources, Inc., a Texas corporation

By: _____

Its: VP

By: _____

Its: VICE PRESIDENT & SECRETARY

"Seller"

LASALLE NATIONAL BANK, not personally, but as Trustee as aforesaid

By: _____

Its: ASSISTANT VICE PRESIDENT

By: _____

Its: ASSISTANT SECRETARY

KENNETH L. TUCKER, duly authorized agent for the Co-owners, successors-in-interest to Chicago Ridge Venture

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STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

I, Marilyn A. Borghans, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY, that KENNETH L. TUCKER, personally known to me to be the authorized agent for the Co-Owners, successors-in-interest in Chicago Ridge Venture, an Illinois 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 acknowledged that he signed and delivered the said instrument as his own free and voluntary act of said Co-Owners, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 29th day of October, A.D., 1986.

Marilyn A. Borghans
Notary Public in and for said State

My Commission Expires:

3-24-89

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STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

I, KAREN DOYLE, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY, that Marci A. Fagan, Vice President of LEHNDORFF CAPITAL RESOURCES, INC., a Texas corporation, and Daniel L. Plumlee, Vice President & Secretary of said Corporation, who are personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such Vice President and Vice President & Secretary, respectively, appeared before me this day in person and acknowledged that they signed and delivered the said instrument as their own free and voluntary act and as the free and voluntary act of said Corporation, for the uses and purposes therein set forth; which corporation is the general partner of LEHNDORFF CHICAGO RIDGE VENTURE, the Texas joint venture therein named, and the said Vice President & Secretary then and there acknowledged that as Custodian of the Seal of said Corporation he/she did affix said Seal to said instrument as his/her own free and voluntary act and as the free and voluntary act of said Corporation, for the uses and purposes therein set forth and as such general partner of said joint venture.

GIVEN under my hand and Notarial Seal this 29 day of October, A.D., 1986.

Karen Doyle
Notary Public in and for said State

My Commission Expires:

MARCH 7, 1988

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STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

I, HELEN PASIONEK, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY, that JAMES A. CLARK, ASSISTANT VICE President, of LA SALLE NATIONAL BANK, and William H. Dillon Assistant, Secretary of said Bank, who are personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such ASSISTANT VICE PRESIDENT and Secretary, respectively, appeared before me this day in person and acknowledged that they signed and delivered the said instrument as their own free and voluntary act and as the free and voluntary act of said Bank, as Trustee as aforesaid, for the uses and purposes therein set forth; and the said Secretary then and there acknowledged that as Custodian of the Seal of said Bank he/she did affix said Seal to said instrument as his/her own free and voluntary act and as the free and voluntary act of said Bank as Trustee as aforesaid, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 29th day of October, A.D., 1986.

Helen Pasionek
Notary Public in and for said State

My Commission Expires:

3/5/89

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0429V(5) L4971-002

EXHIBIT A

LEGAL DESCRIPTION OF REAL PROPERTY

(INTENTIONALLY OMITTED FOR RECORDING PURPOSES)

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EXHIBIT B

CARSON PIRIE, SCOTT SITE

PARCEL 1:

That part of Lot 1 in Chicago Ridge Mall Resubdivision Lot 6, being a resubdivision of Lot 6 in Chicago Ridge Mall Subdivision of part of the East Half of the Northeast Quarter of Section 7, Township 37 North, Range 13 East of the Third Principal Meridian, according to the Plat of said resubdivision recorded January 18, 1984 as Document No. 26933207, described as follows: Beginning at the Southwest corner of said Lot 1 (said point being on the North line of 99th Street as dedicated) thence North 0°00'03" West 272.60 feet; thence North 2°00'50" East 95.63 feet; thence North 1°17'31" West 183.95 feet; thence East 2.99 feet to a place of beginning; thence continuing East 353.15 feet along the South line of the Mall Building and Mall Building extended; thence South 323.00 feet; thence West 353.15 feet; thence North 323.00 feet to the place of beginning, all in Cook County, Illinois.

PARCEL 2:

Perpetual non-exclusive easement for the benefit of, and appurtenant to, Parcel 1 for: ingress and egress, delivery, parking of vehicles, passage and accommodation of pedestrians; use and operation of the common area; use of and abutment to the mall; the right of self-help performing certain obligations required of adjoining owners, the right to repair structures on adjoining parcels: the use of the "ring road"; the right to create certain encroachments on adjoining buildings and the installation, operation, maintenance, repair, replacement, relocation, and removal of utility lines, lights, sign and protective devices, created by that certain Chicago Ridge Operating Agreement (CROA) dated May 1, 1980 recorded in the Office of the Recorder of Deeds of Cook County, Illinois, on June 12, 1980 as Document Number 25484410 which CROA was amended by that certain Amended and restated Operating Agreement dated December 19, 1983 and recorded on January 25, 1984 as Document Number 26944026, all in, over, across and under the land described in Exhibit A-1, Parts I, II, III and IV, attached to and forming a part of said CROA and amended and restated Operating Agreement recorded as aforesaid, except that portion of the land described in exhibit A-1, aforesaid, falling in Parcel 1 herein.

PARCEL 3:

Perpetual non-exclusive easement for the benefit of, and appurtenant to, Parcel 1 for ingress and egress and to use parking areas over, upon and across Lot 3 in Chicago Ridge Mall Subdivision, being a Subdivision of part of the East 1/2 of the North East 1/4 of Section 7, Township 37 North, Range 13, dated December 28, 1981 and recorded January 12, 1982 as Document Number 26109859.

PARCEL 4:

Perpetual non-exclusive easement for the benefit of, and appurtenant to, Parcel 1 for ingress and egress and to use parking areas over, upon and across Lot 4 in Chicago Ridge Mall Subdivision, being a Subdivision of part of the East 1/2 of the North East 1/4 of Section 7, Township 37 North, Range 13, dated as of October 23, 1986 and recorded October 27, 1986 as Document Number 86501882.

Permanent Index Number: 24-07-216-028

Common Address: Southwest corner, 95th Street and Ridgeland Avenue, Chicago Ridge, Illinois.

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EXHIBIT B

MADIGANS SITE

PARCEL 1:

Commencing at the Northeast corner of Lot 1 of Chicago Ridge Mall Resubdivision of Lots 1, 2 and 4, being a subdivision in the East Half of the Northeast Quarter of Section 7, Township 37 North, Range 13 East of the Third Principal Meridian; thence South 89°59'57" West along the North line of said Lot 1, 338.27 feet to the face of an existing building; thence South along said building face 50.35 feet; thence East along said building face 6.99 feet; thence South along said building face 6.54 feet; thence East along said building face 6.51 feet; thence South along said building face 39.22 feet; thence West along said building face 6.50 feet; thence South along said building face 6.54 feet; thence West along said building face 6.98 feet; thence South along said building face 139.84 feet to the place of beginning; thence East 257.83 feet; thence South 298.33 feet; thence West 59.88 feet; thence South 19.00 feet; thence West 88.00 feet; thence North 19.00 feet; thence West 80.00 feet to the face of an existing building wall; thence North along said building face 0.67 feet; thence West along said building face 59.95 feet; thence North along said building face 297.00 feet; thence East along said building face 30.00 feet; thence North along said building face 0.67 feet to the place of beginning, all in Cook County, Illinois.

PARCEL 2:

Perpetual non-exclusive easement for the benefit of, and appurtenant to, Parcel 1 for: ingress and egress, delivery, parking of vehicles, passage and accommodation of pedestrians; use and operation of the common area; use of and abutment to the mall; the right of self-help performing certain obligations required of adjoining owners, the right to repair structures on adjoining parcels: the use of the "ring road"; the right to create certain encroachments on adjoining buildings and the installation, operation, maintenance, repair, replacement, relocation, and removal of utility lines, lights, sign and protective devices, created by that certain Chicago Ridge Operating Agreement (CROA) dated May 1, 1980 recorded in the Office of the Recorder of Deeds of Cook County, Illinois, on June 12, 1980 as Document Number 25484410 which CROA was amended by that certain amended and restated Operating Agreement dated December 19, 1983 and recorded on January 25, 1984 as Document Number 26944026, all in, over, across and under the land described in Exhibit A-1, Parts I, II, III and IV, attached to and forming a part of said CROA and amended and restated Operating Agreement recorded as aforesaid, except that portion of the land described in exhibit A-1, aforesaid, falling in Parcel 1 herein.

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Permanent Index Number: 24-07-216-028

Common Address: Southwest corner, 95th Street and Ridgeland Avenue, Chicago Ridge, Illinois.

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