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MEMORANDUM OF AGREEMENTS

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This Memorandum of Agreements made this 10th day of September, 1987, between SHEDD AQUARIUM SOCIETY, an Illinois not for profit corporation (the "Corporation") and THE CHICAGO PARK DISTRICT, a municipal corporation (the "Park District").

WITNESSETH THAT:

This Memorandum of Agreements is given to memorialize the following:

1) An Agreement, dated September 18, 1925, between the Corporation and the South Park Commissioners, a municipal corporation (the "Commissioners"), pursuant to which the Commissioners allocated and furnished to the Corporation the property described in Exhibit A, on which the Shedd Aquarium Building is located (the "Property"), for purposes of constructing an aquarium (the "Original Agreement"). The term of the Original Agreement is perpetual provided the Corporation maintains and operates an aquarium on the Property.

2) An Act of the State of Illinois entitled "An Act in relation to the creation, maintenance, operation and improvement of the Chicago Park District," approved July 10, 1933, pursuant to which the Park District succeeded to the interest of the South Park Commissioners.

3) A Supplemental Agreement, dated July 28, 1970, between the Park District and the Corporation, amending the Original Agreement (the "First Supplemental Agreement").

4) A Second Supplemental Agreement, dated September 23, 1986, between the Park District and the Corporation, expanding the Property to the area described in Exhibit B

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(the "Expanded Property"), and amending the Original Agreement, as amended by the First Supplemental Agreement.

IN WITNESS WHEREOF this Agreement was executed on the 30th day of September, 1987.

SHEDD AQUARIUM SOCIETY

THE CHICAGO PARK DISTRICT

By: *W. B. Baker*

By: *James G. Macerini*

Its: Director

Its: Executive Vice President

This document was prepared by (and mail to) Susan E. Fink, Gardner, Carton & Douglas, Quaker Tower, 321 North Clark, Suite 3100, Chicago, Illinois 60610.

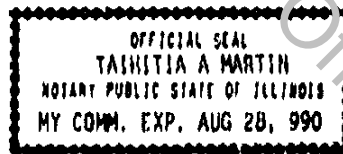
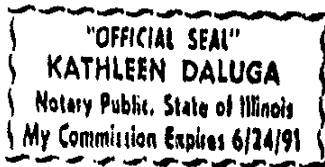
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Subscribed and sworn to before me this 16th day of September, 1987.

Kathleen Daluga
NOTARY PUBLIC

Subscribed and sworn to before me this 30th day of September, 1987.

Tahstia A. Martin
NOTARY PUBLIC



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Property of Cook County Clerk's Office

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EXHIBIT A

An area bounded by a circle having a radius of Two Hundred and Forty-three (243) feet, the center of which is twenty-six (26) feet South of a point on the Eastward extension of the North line of Section twenty-two (22), Township thirty-nine (39) North, Range fourteen (14), East of the Third Principal Meridian, Three thousand, six hundred and sixty-one (3661) feet East of the Northwest corner of said Section twenty-two (22).

17-22-110-003

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COOK COUNTY RECORDER

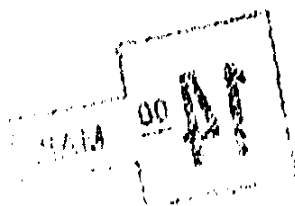


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EXHIBIT B

A TRACT OF LAND LYING WITHIN THE CITY OF CHICAGO, DESCRIBED AS FOLLOWS:

COMMENCING AT THE CENTER OF THE JOHN G. SHEDD AQUARIUM IN GRANT PARK, SAID CENTER POINT BEING 26 FEET SOUTH OF A POINT ON THE EASTWARD EXTENSION OF THE NORTH LINE OF SECTION 22, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, AND 3661 FEET EAST OF THE NORTHWEST CORNER OF SAID SECTION 22; THENCE NORTHERLY 287.75 FEET FOR A POINT OF BEGINNING; THENCE DEFLECTING AN ANGLE OF 90 DEGREES, 00 MINUTES, 00 SECONDS TO THE RIGHT FROM THE LAST DESCRIBED LINE EXTENDED AND PROCEEDING ALONG A LINE FOR 141.00 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE CONVEX EASTERLY AND HAVING A RADIUS OF 287.75 FEET FOR 704.80 FEET TO A POINT; THENCE DEFLECTING AN ANGLE OF 50 DEGREES, 19 MINUTES, 50 SECONDS TO THE LEFT FROM A LINE TANGENTIAL TO THE LAST DESCRIBED POINT AND PROCEEDING SOUTHERLY FOR 116.00 FEET TO A POINT 1 FOOT, NORTHERLY OF AN EXISTING ELECTRIC VAULT STRUCTURE; THENCE DEFLECTING AN ANGLE OF 90 DEGREES, 00 MINUTES, 00 SECONDS TO THE RIGHT FROM THE LAST DESCRIBED LINE EXTENDED AND PROCEEDING WESTERLY ALONG A LINE FOR 75.00 FEET TO A POINT 1 FOOT, WESTERLY OF THE EXISTING ELECTRIC VAULT STRUCTURE; THENCE DEFLECTING AN ANGLE OF 90 DEGREES, 00 MINUTES, 00 SECONDS TO THE LEFT FROM THE LAST DESCRIBED LINE EXTENDED AND PROCEEDING SOUTHERLY ALONG A LINE FOR 69.00 FEET TO A POINT 1 FOOT NORTHERLY OF THE EXISTING SIDEWALK; THENCE DEFLECTING AN ANGLE OF 90 DEGREES, 00 MINUTES, 00 SECONDS TO THE RIGHT FROM THE LAST DESCRIBED LINE EXTENDED AND PROCEEDING WESTERLY ALONG A LINE FOR 195.70 FEET TO A POINT; THENCE DEFLECTING AN ANGLE OF 44 DEGREES, 04 MINUTES, 28 SECONDS TO THE RIGHT FROM THE LAST DESCRIBED LINE EXTENDED AND PROCEEDING NORTHWESTERLY ALONG A LINE FOR 380.00 FEET TO A POINT OF CURVATURE; THENCE ALONG A CURVE CONVEX SOUTHWESTERLY AND HAVING A RADIUS OF 70.00 FEET FOR 56.00 FEET TO A POINT OF TANGENCY; THENCE NORTHERLY ALONG A TANGENTIAL LINE FOR A DISTANCE OF 250.00 FEET TO A POINT ON A CURVE; THENCE DEFLECTING AN ANGLE OF 33 DEGREES, 21 MINUTES, 10 SECONDS TO THE RIGHT FROM THE LAST DESCRIBED LINE EXTENDED AND PROCEEDING ALONG A CURVE CONVEX NORTHWESTERLY AND HAVING A RADIUS OF 287.75 FEET, FOR A DISTANCE OF 284.50 FEET TO SAID POINT OF BEGINNING IN COOK COUNTY, ILLINOIS

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