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ASSIGNMENT AND ASSUMPTION OF LEASE

2400.

THIS ASSIGNMENT AND ASSUMPTION OF LEASE (the "Assignment") is made and entered into as of the 3rd day of November, 1988, by and between FINE ARTS THEATRES INC., an Illinois corporation ("Assignor"), and LOEWS CHICAGO CINEMAS, INC., an Illinois corporation ("Assignee").

W I T N E S S E T H:

WHEREAS, Fine Arts Venture, sole beneficiary of LaSalle National Bank Trust No. 100870, created under Agreement dated April 1, 1979, as landlord ("Landlord"), and Assignor, as tenant, entered into a lease dated December 6, 1982 (the "World Playhouse Lease") and a lease dated December 6, 1982 (the "Studebaker Lease") as amended by Letter Agreement dated December 28, 1982, Agreement dated September 20, 1983, Agreement dated March 1984 and signed May 4, 1984, Agreement dated August 21, 1987, Agreement dated January, 1984, Agreement dated July 29, 1988, and Agreement dated August 8, 1988, (collectively the "Leases"), covering certain premises located at 410 South Michigan Avenue, Chicago, Illinois 60605, which premises are known as the Studebaker Theatre and delineated on the plot plan attached hereto as Exhibit A and as the World Playhouse Theatre as delineated on the plot plan attached hereto as Exhibit B (collectively the "Premises"), both of which are located in the

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building situated on the real estate which is legally described on Exhibit C attached hereto.

WHEREAS, a memorandum of the Leases dated November 3, 1988 was recorded in the Recorder's Office of Cook County, Illinois on November 3, 1988 as Document 88508083, and

WHEREAS, Assignor wishes to assign all of its right, title and interest in and to the Lease to Assignee, upon the terms and conditions as hereinafter set forth; and

WHEREAS, Assignee desires to take an assignment of the Lease, upon the terms and conditions as hereinafter set forth.

NOW, THEREFORE, in consideration of the mutual covenants and conditions set forth and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby covenant and agree as follows:

1. Assignment of Lease. Assignor hereby assigns, grants, conveys and quitclaims all of its right, title and interest in and to the Lease to Assignee, its successors and assigns from the date hereof for all of the remaining term of the Lease, including all renewals and extensions thereof and all options to purchase, if any. Assignor also irrevocably assigns to Assignee all of its right, title and interest in and to (i) any and all insurance or real estate tax impounds, credits and deposits and (ii) any and all security deposits held in escrow by Landlord or third parties pursuant to the Lease.

2. Assumption of Tenant's Obligations. Assignee hereby covenants and agrees to assume, be bound by and perform all of

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the terms, covenants, agreements, conditions and provisions of the Lease on the part of Assignor to be honored, observed and/or performed with respect to facts or events occurring after the date hereof.

3. Tenant's Address for Notices. As of the date hereof, Assignee's address for notices under the Lease shall be:

Loews Chicago Cinemas, Inc.  
c/o Columbia Pictures Entertainment, Inc.  
711 Fifth Avenue  
New York, New York 10022  
Attention: General Counsel

with a copy to:

Loews Theatre Management Corp.  
400 Plaza Drive  
Secaucus, New Jersey 07094  
Attention: Seymour Smith, Esq.

and

Columbia Pictures Entertainment, Inc.  
711 Fifth Avenue  
New York, New York 10022  
Attention: General Counsel

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IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed under proper authority as of the day and year first written above.

ASSIGNOR:

FINE ARTS THEATRES, INC., an Illinois corporation

ATTEST: [Signature]  
Its: SECY  
Print Name: LOUIS HARKS

By: [Signature]  
Its: PRESIDENT  
Print Name: MARTIN ROSENFIELD

ASSIGNEE:

LOEWS CHICAGO CINEMAS, INC., an Illinois corporation

By: [Signature]  
Its: VICE PRESIDENT  
Print Name: WINSTON G. VAN BUITENON

PROPERTY OF COOK COUNTY Clerk's Office

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## ACKNOWLEDGMENT OF ASSIGNOR

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 MARTIN ROSENFIELD and LOUIS MARKS, personally known to me to be the \_\_\_\_\_ President and \_\_\_\_\_ Secretary, respectively, of FINE ARTS THEATRES INC., an Illinois corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such \_\_\_\_\_ President and \_\_\_\_\_ Secretary, they signed and delivered the said instrument and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority given by the Board of Directors of said corporation, as their free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and official seal this 31<sup>d</sup> day of November, 1988.

[Signature]  
 Notary Public

My Commission Expires 3-17-89.

Cook County Clerk's Office

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## ACKNOWLEDGMENT OF ASSIGNEE

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 Winston G. Van Buitenen and [redacted], personally known to me to be the Sr. Vice President and [redacted] Secretary, respectively, of LOEWS CHICAGO CINEMAS, INC., an Illinois corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such Sr. Vice President and [redacted] Secretary, they signed and delivered the said instrument and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority given by the Board of Directors of said corporation, as their free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and official seal this 3rd day of November, 1988.

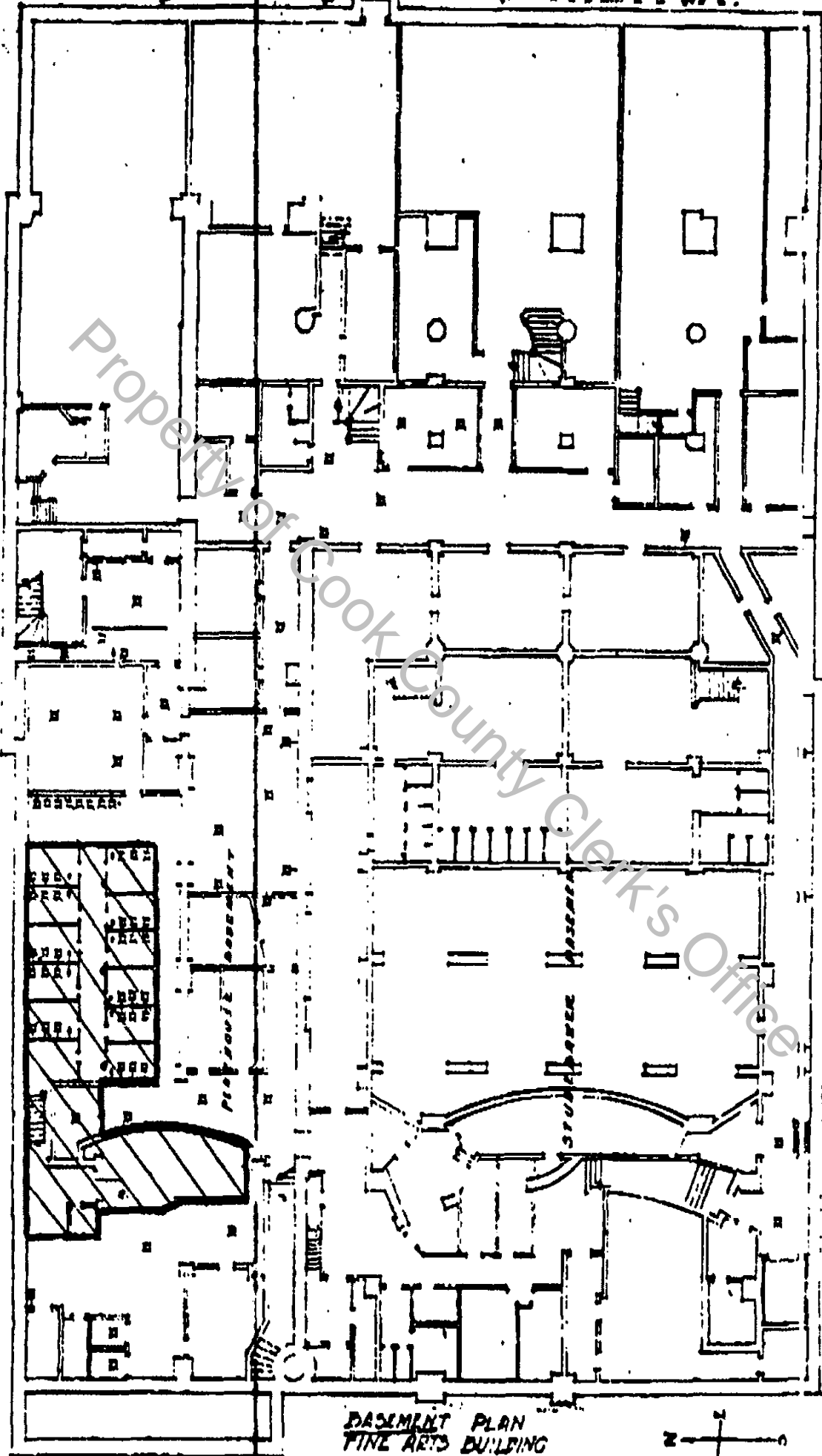
[Signature]  
Notary Public

My Commission Expires 3-19-89.

Seal of Cook County Clerk's Office

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EXHIBIT A.



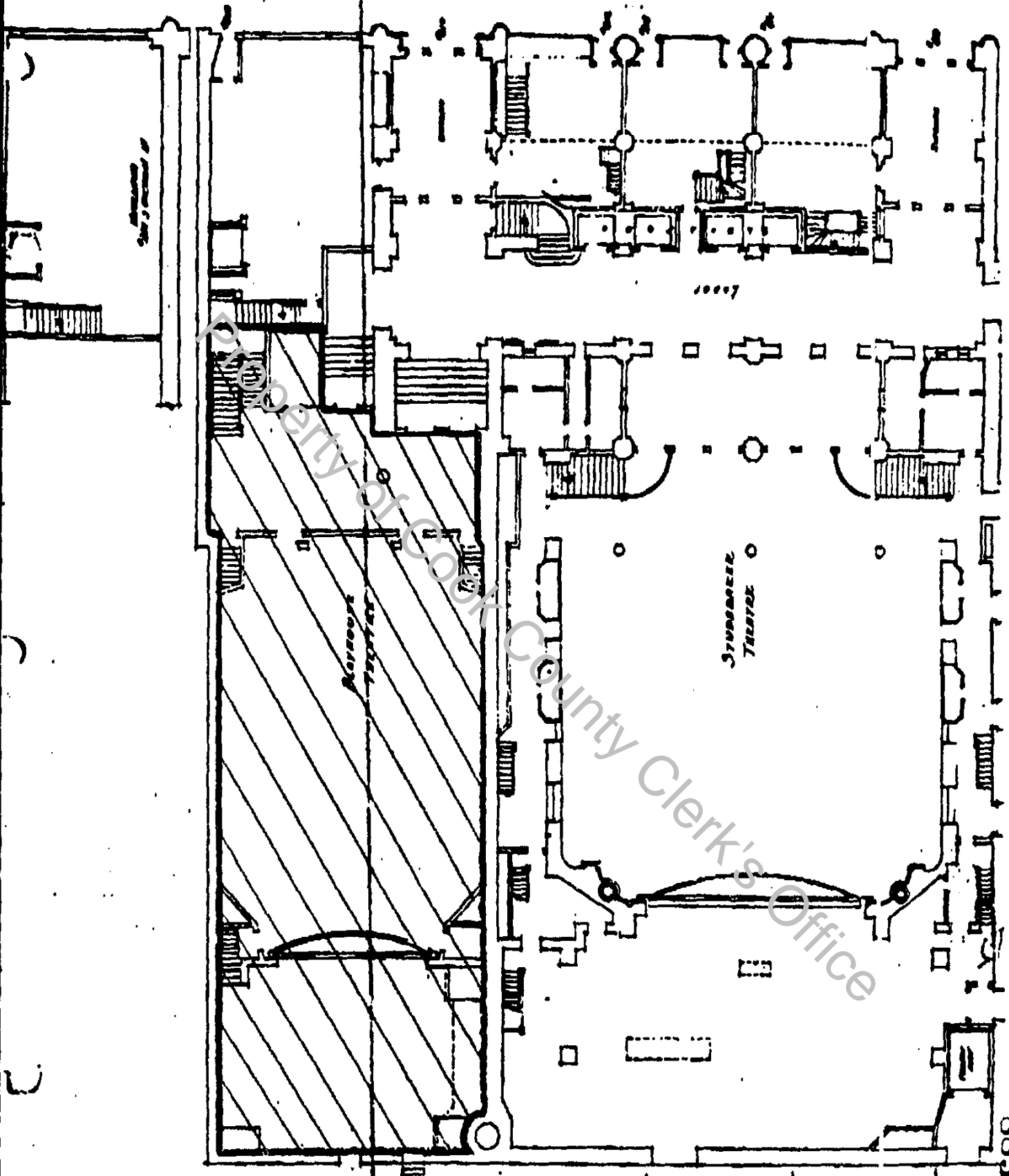
BASMENT PLAN  
FINE ARTS BUILDING

EXHIBIT "A" TO WORLD LEASE

Fine Arts (Partial)

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FIRST FLOOR PLAN  
FINE ARTS BUILDING.

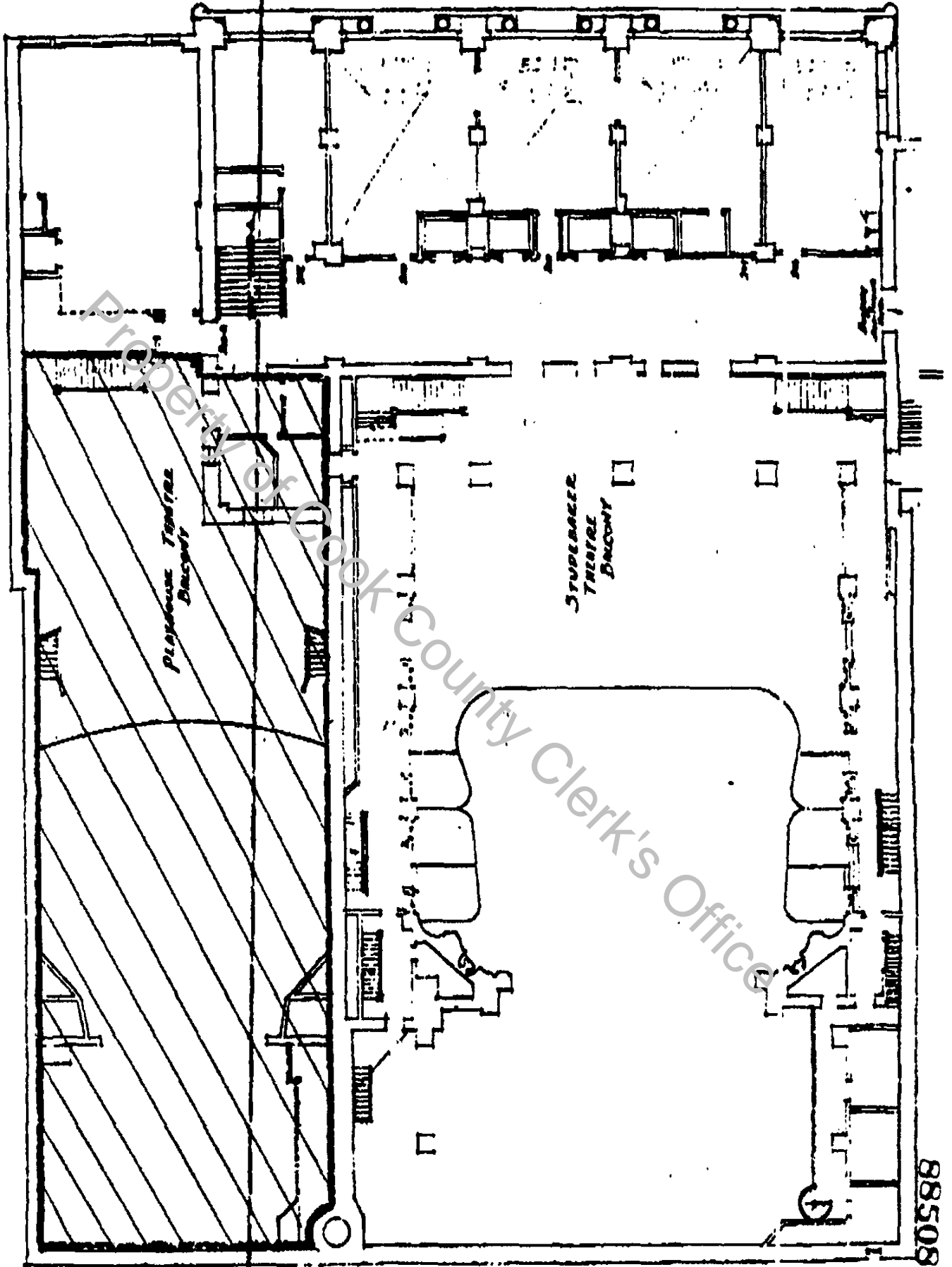
EXHIBIT "A" TO WORLD LEASE

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SECOND FLOOR PLAN  
FINE ARTS BUILDING



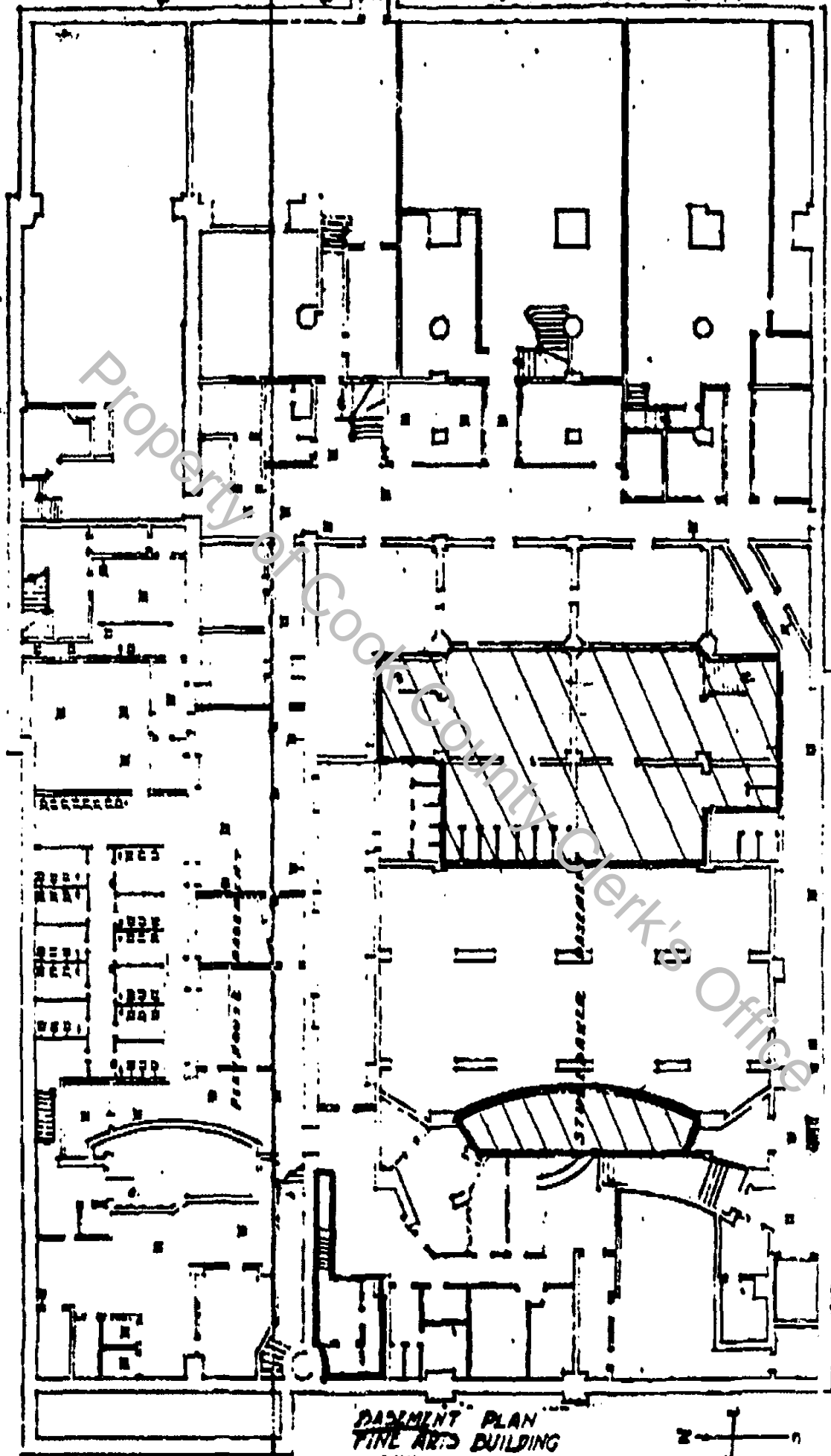
EXHIBIT "A" TO WORLD LEASE

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PARMENT PLAN  
FINE ARTS BUILDING



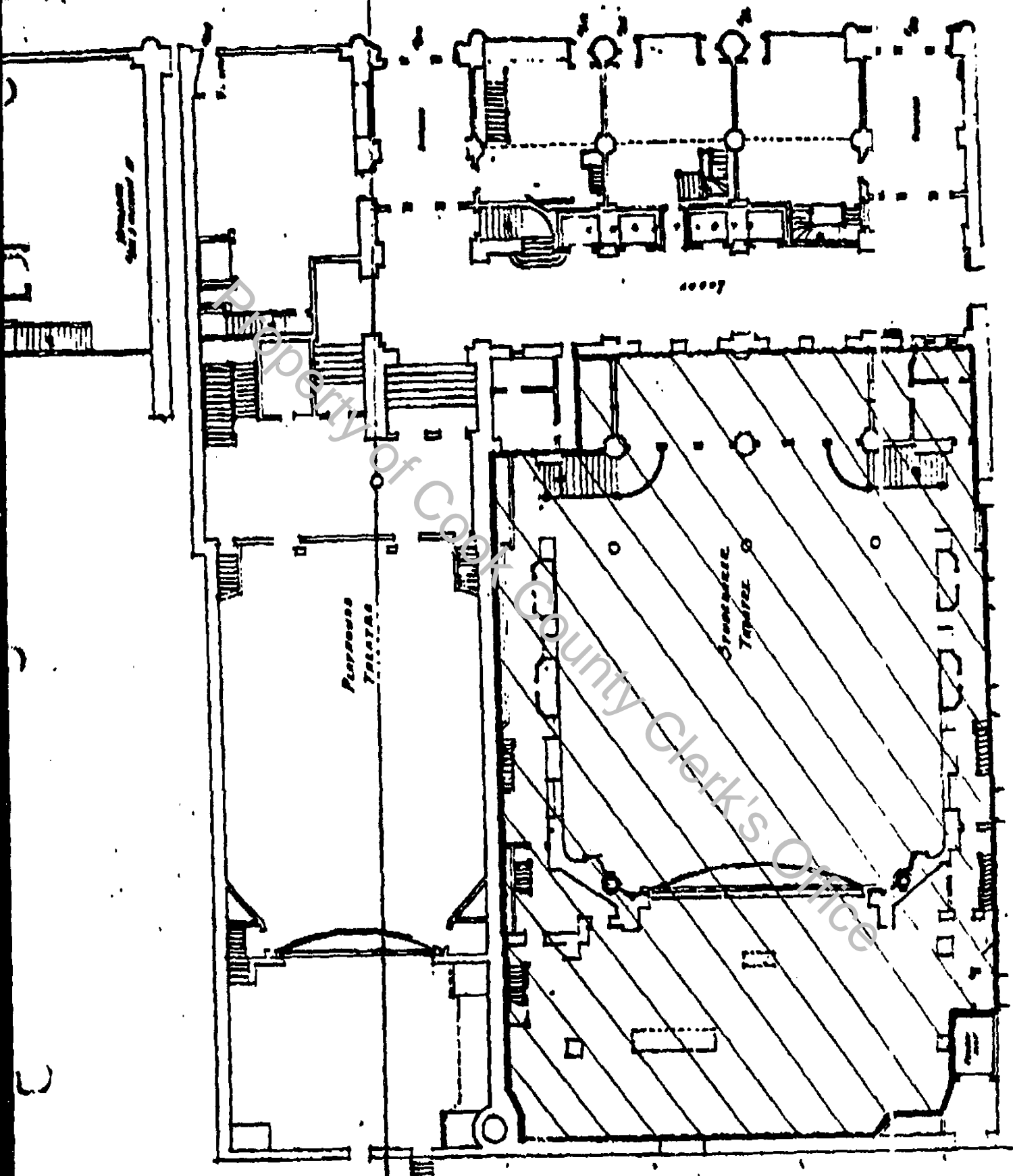
EXHIBIT "A" TO STUDEBAKER LEASE

Fine Art (Partial)

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EXHIBIT B (CONT'D)



FIRST FLOOR PLAN  
FINE ARTS BUILDING

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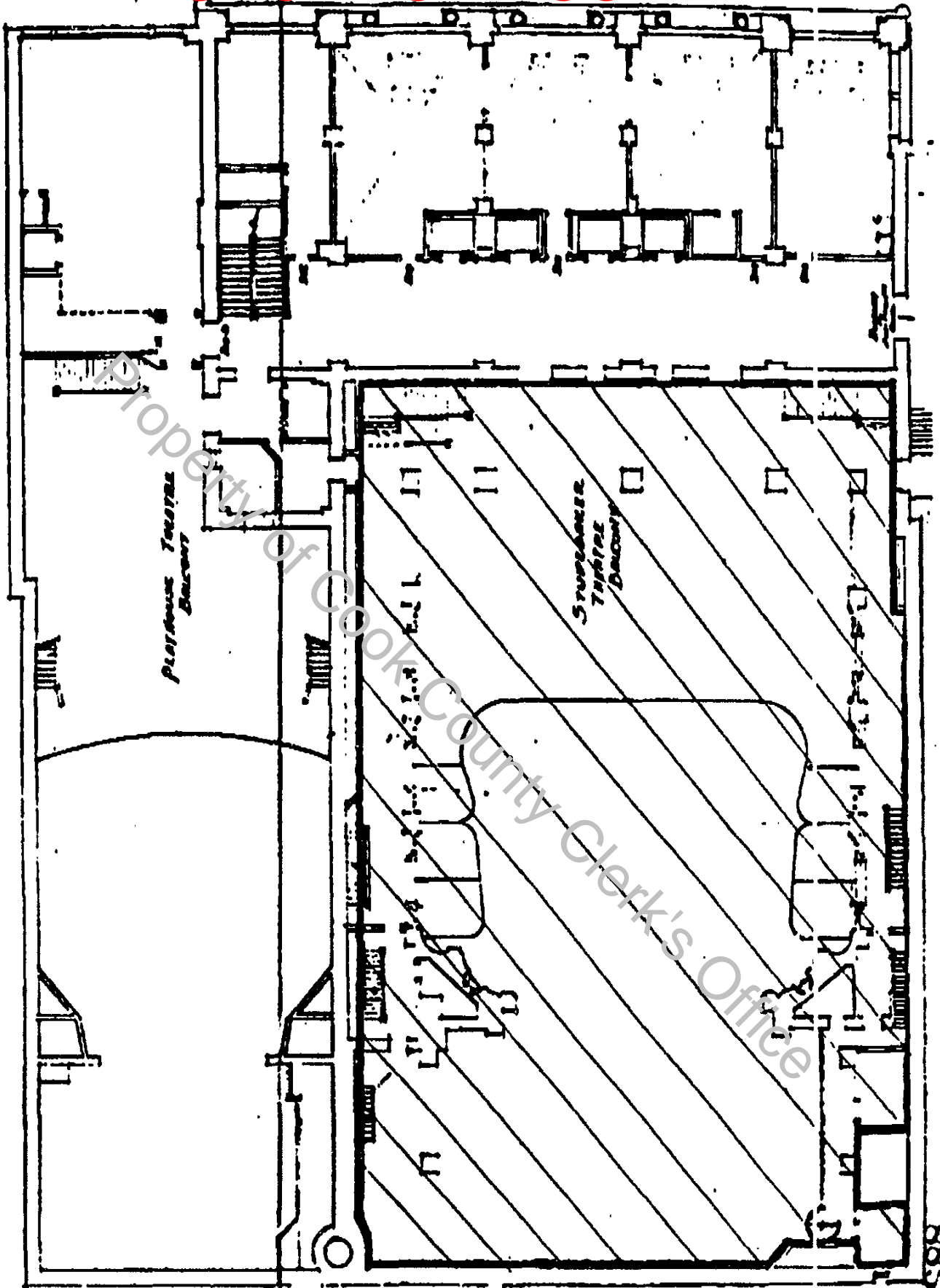
EXHIBIT "A" TO STUDEBAKER LEASE

Fine Arts (Partial)

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SECOND FLOOR PLAN  
FINE ARTS BUILDING

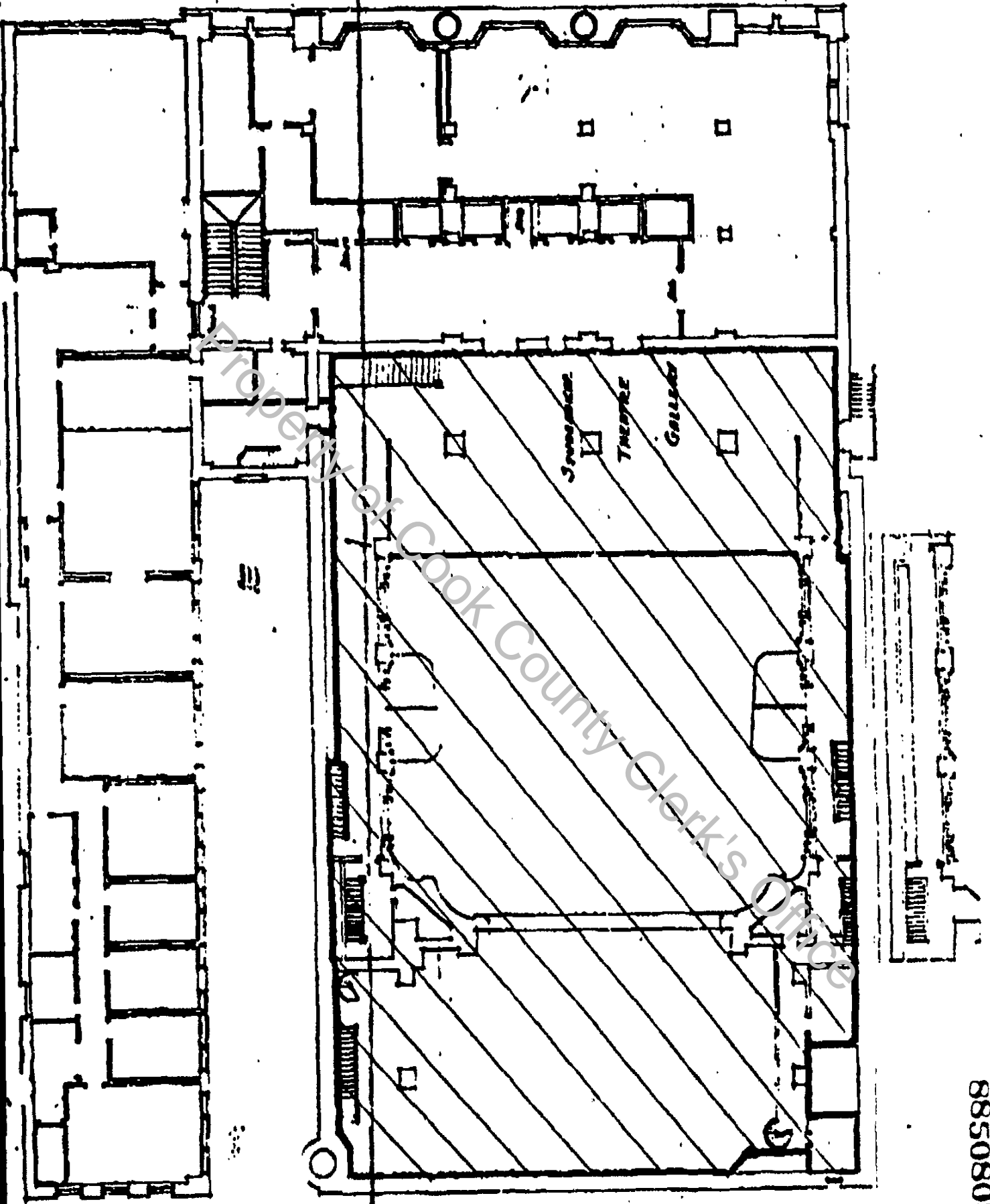
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EXHIBIT "A" TO STUDEBAKER LEASE

Fine Arts (Partial)

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THIRD FLOOR PLAN  
FINE ARTS BUILDING



EXHIBIT "A" TO STUDEBAKER LEASE

Fine Arts (Partial)

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## EXHIBIT C

### Legal Description

#### PARCEL 1:

LOTS 13, 14, 15, 16 AND 17 IN ASSESSOR'S DIVISION OF LOTS 1, 2, 3, 4, 5 AND 8 IN BLOCK 9 IN FRACTIONAL SECTION 15 ADDITION TO CHICAGO, IN TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

#### PARCEL 2:

AN EASEMENT FOR THE BENEFIT OF LOTS 14, 15, 16 AND 17 OF PARCEL 2 AND THE OWNERS THEREOF FOR INGRESS AND EGRESS ALONG AND OVER A PRIVATE ALLEY OR DRIVEWAY OVER THE NORTH 15 FEET OF LOTS 18 AND 19 (EXCEPT THAT PART OF LOT 19 LYING WEST OF THE EAST 169 FEET THEREOF) IN THE ASSESSOR'S DIVISION OF LOTS 1, 2, 3, 4, 5 AND 8 IN BLOCK 9 IN FRACTIONAL SECTION 15 ADDITION TO CHICAGO IN TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN HEREINAFTER REFERRED TO AS THE SERVIENT ESTATE INCLUDING THE RIGHT TO USE ALL ENTRANCES AND EXITS OF THE BUILDING MAINLY ON PARCEL 2 FOR INGRESS AND EGRESS FROM SAID BUILDING TO SAID ALLEY TOGETHER WITH THE RIGHT TO MAINTAIN ON THE SERVIENT ESTATE SUCH PART, IF ANY OF THE WALLS AND FOUNDATIONS, OF THE BUILDING LOCATED MAINLY ON PARCEL 2 AS MAY AT THE DATE HEREOF ENCROACH UPON THE SERVIENT ESTATE AS PROVIDED IN AN INSTRUMENT EXECUTED BY THE LA SALLE NATIONAL BANK, A NATIONAL BANKING ASSOCIATION, AS TRUSTEE UNDER TRUST AGREEMENT DATED MAY 17, 1945 AND KNOWN AS TRUST NUMBER 10693 AND THE ROOSEVELT COLLEGE OF CHICAGO, AN ILLINOIS CORPORATION DATED FEBRUARY 27, 1947 AND RECORDED AS DOCUMENT NO. 14005610 IN THE RECORDER'S OFFICE OF COOK COUNTY, ILLINOIS, ALL IN COOK COUNTY, ILLINOIS

P.I. NUMBER: 17-15-109-005, 17-15-109-010, 17-15-109-011  
STREET ADDRESS: 410 S. Michigan Avenue  
Chicago, Illinois 60605

This instrument was prepared by and after recording, mail to:  
Maureen A. Dowd  
Kirkland & Ellis  
200 East Randolph Drive  
Chicago, Illinois 60601

Box 289

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