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ASSIGNMENT AND ASSUMPTION OF LEASE AND CONSENT

THIS ASSIGNMENT AND ASSUMPTION OF LEASE AND CONSENT (the "Assignment") is made and entered into as of the 3rd day of November, 1988, by and between HYDE PARK THEATRES ASSOCIATES, an Illinois limited partnership, ~~successor in interest to Hyde Park Theatres, Inc.~~ ("Assignor"), LOEWS CHICAGO CINEMAS, INC., an Illinois corporation ("Assignee"), and HYDE PARK BANK & TRUST COMPANY, not personally but as Trustee under Trust No. 172 ("Landlord").

W I T N E S S E T H:

WHEREAS, Hyde Park Bank & Trust Company, as Trustee under Trust No. 172, as landlord ("Landlord"), and Assignor, as tenant, entered into an Amended and Restated Lease dated March 26, 1985, a memorandum of which was recorded August 2, 1985 as Document 85131843, Amendment to Amended and Restated Theatre Lease dated August 1, 1988 and Letter Agreement dated August 17, 1988 (collectively the "Lease"), covering certain premises located at 5238 South Harper, Chicago, Illinois 60615, which premises are legally described on Exhibits A and B attached hereto and includes the theatre auditorium, lobby, basement, projection booth, box office, and all other areas located in the theatre building at 5238 South Harper Avenue, Chicago, Illinois, that are an integral part of and necessary to the use and operation of a motion

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picture theatre, specifically including that portion of the Stage Area designated as "Theatre 4" and the Stage Basement as shown on the sketch annexed hereto as Exhibit C, but not including any part of the store and office building adjoining said premises to the south or that portion of the Stage Area or that portion of the Stage Area designated as "Theatre 5" or "Office" on the sketch attached hereto as Exhibit C. Further included in the Leased Premises is the areaway adjoining the Leased Premises to the north for construction of and use as a hallway providing access areas to Theatre 4 from the lobby. Lessee is further granted access to the areaway adjoining the premises to the south for emergency exit purposes.

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

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all renewals and extensions thereof and all options to purchase, if any.

2. Assumption of Tenant's Obligations. Assignee hereby covenants and agrees to assume, be bound by and perform all of the terms, covenants, agreements, conditions and provisions of the Lease on the part of Assignor to be honored, observed and/or performed by the Assignor from and 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

4. Landlord's Consent. In consideration of Assignee's agreements under Paragraph 2 above, Landlord hereby consents to the foregoing assignment of the Lease to Assignee. In addition, Landlord hereby consents to a future assignment of the Lease to a wholly-owned subsidiary of Assignee (the "LCC Subsidiary"); provided that (i) the LCC Subsidiary shall have agreed to assume,

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LANDLORD

This Assignment and Assumption of Lease and Consent is executed by HYDE PARK BANK AND TRUST COMPANY, not personally, but as Trustee in the exercise of the power and authority conferred upon and vested in it as such Trustee, and insofar as said Trustee is concerned no personal liability shall be asserted or be enforceable against the undersigned, as Trustee, because or in respect of this Assignment and Assumption of Lease and Consent, the making, issue or transfer thereof, all such personal liability of said Trustee, if any, being expressly waived in any manner.

Hyde Park Bank and Trust Company, as Trustee
U/T/A dated June 30, 1970 A/K/A Trust # 172
And Not Personally.

By: *Carl L. Radwan*
its: Trust Officer

ATTEST: *James H. [Signature]*
its: Assistant Secretary

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ACKNOWLEDGMENT OF ASSIGNEE

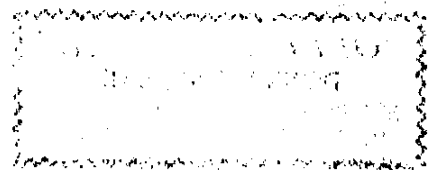
STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, the undersigned, a Notary Public, in and for the County and State aforesaid, do hereby certify that WINSTON G. VAN BUREN and SR. VICE ~~personally~~ known to me to be the President and Secretary, respectively, of

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ACKNOWLEDGMENT OF ASSIGNOR

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

I, the undersigned a notary public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that before me on this day personally appeared MARTIN ROSENFELD and LOUIS MARKS, known to me to be the President and Secretary, respectively, of HYDE PARK THEATRES, INC., an Illinois corporation, that executed the foregoing instrument, and acknowledged to me that the said corporation is the general partner of HYDE PARK THEATRES ASSOCIATES, an Illinois limited partnership, and acknowledged further the said instrument to be the free and voluntary act and deed of said corporation and partnership, for the uses and purposes therein mentioned, and on oath stated that they are authorized to execute the said instrument on behalf of said corporation and partnership.

Given under my hand and official seal this 31 day of November, 1988.

[Signature]
Notary Public

My commission expires: 3-19-89

CLERK OF COOK COUNTY
Clerk's Office

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EXHIBIT A

Legal Description

Lots 1, 2 and 3 in the resubdivision of Lots 7, 8 and 9 in Block 21 in Hyde Park, a subdivision in Sections 11, 12 and 14, Township 38 North, Range 14, East of the Third Principal Meridian in Cook County, Illinois

P.I. Number: 20-11-411-021
Address: 5238 S. Harper
Chicago, Illinois 60615

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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10/10/14

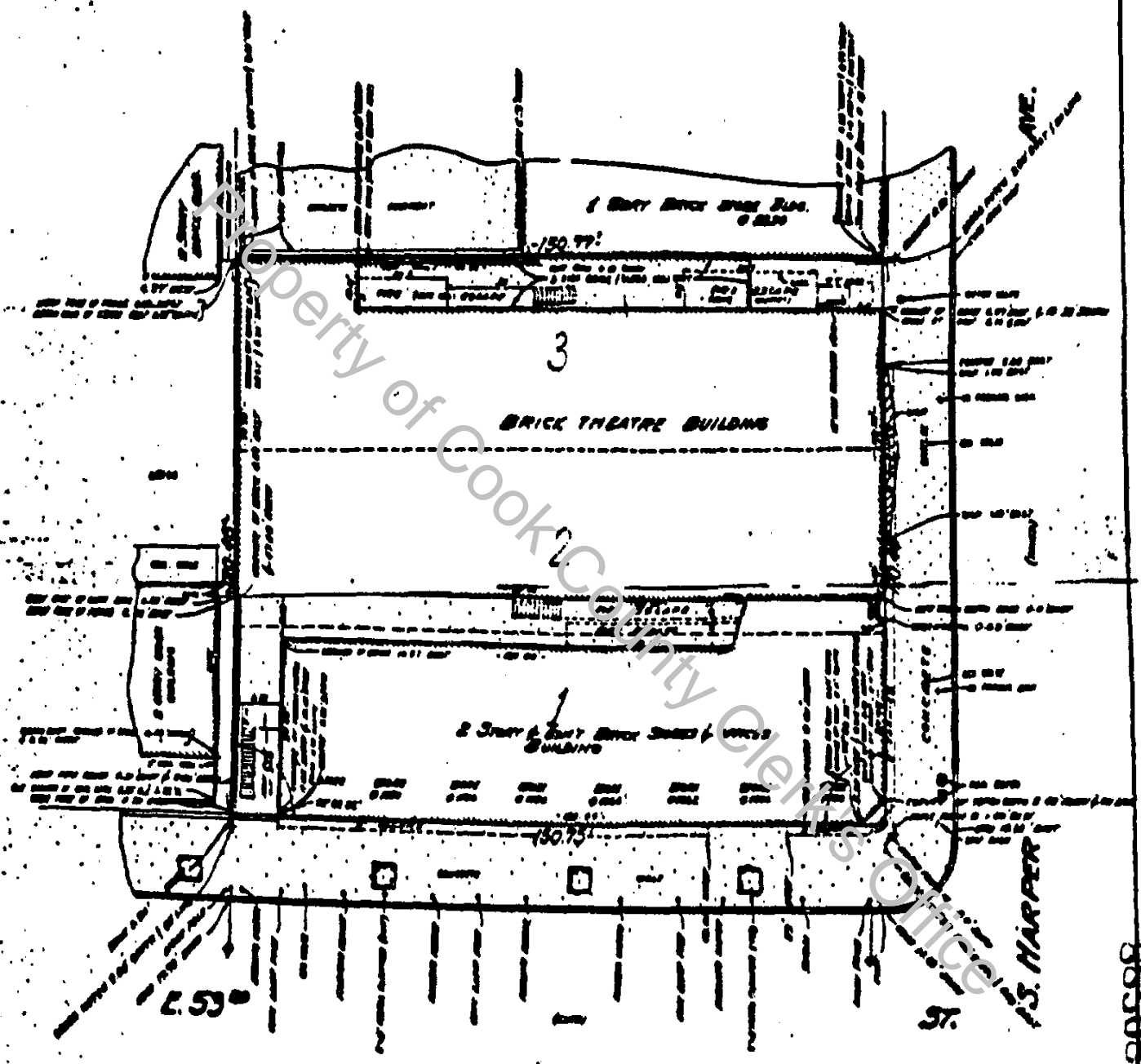
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NATIONAL SURVEY SERVICE, INC.

SURVEY NO. 0-2072 DATE APR 1, 1928

Plat of Survey

LOTS 2, 3 AND 4 TO THE DESCRIPTION OF LOTS 2, 3 AND 4 IN
SECTION 12, TOWNSHIP 36 NORTH, RANGE 14, EAST OF THE TOWN
OF CHICAGO, COOK COUNTY, ILLINOIS.
SURVEY BY: EDWARD A. HARPER AND COMPANY, CHICAGO, ILLINOIS.
CITY FOR: 2000, 2100, 2200 & 2300



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EDWARD A. HARPER AND COMPANY

CHICAGO, ILLINOIS

Survey No. 0-2072 Date APR 1, 1928

Be Lying Correctly as to the location of
the boundary lines of the property and other
lines and to the area and to the location of the
boundaries of the property of the
NATIONAL SURVEY SERVICE, INC.
CHICAGO, ILLINOIS

Julius J. ...

TO ALL WHOM THESE PRESENTS SHALL COME, I, EDWARD A. HARPER AND COMPANY, SURVEYORS, DO HEREBY CERTIFY THAT THIS IS A TRUE AND CORRECT COPY OF THE ORIGINAL SURVEY AS MADE BY US AND THAT THE SAME IS IN ACCORDANCE WITH THE STANDARD PRACTICES AND METHODS OF THE SURVEYING PROFESSION AND THAT THE SAME IS SUBJECT TO THE REVIEW AND APPROVAL OF THE BOARD OF SURVEYORS OF COOK COUNTY, ILLINOIS.

EDWARD A. HARPER AND COMPANY
CHICAGO, ILLINOIS

Julius J. ...

EXHIBIT B

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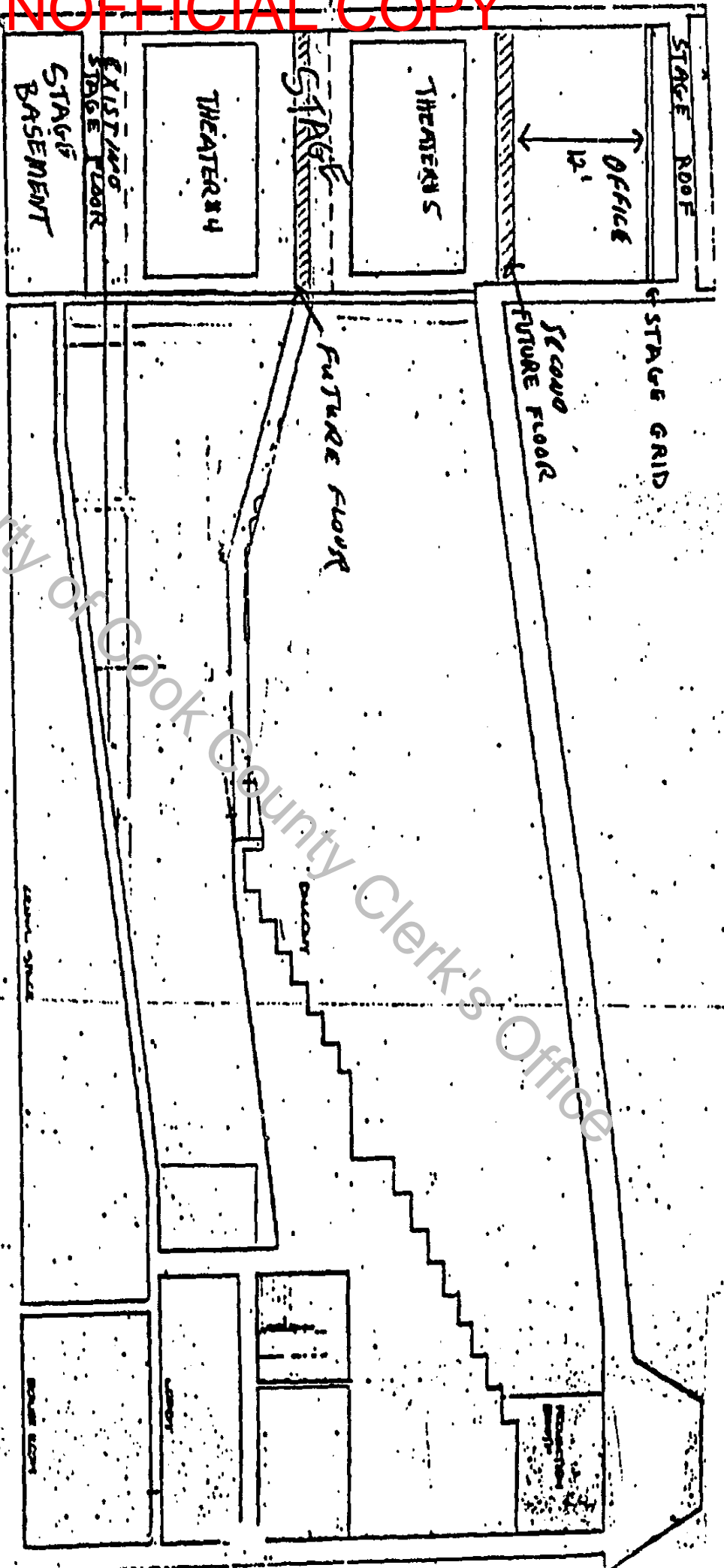


EXHIBIT C

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