

UNOFFICIAL COPY

BOOK 333

Prepared by:
Gary R. Eisenman, Esq.
Cravath, Swaine & Moore
One Chase Manhattan Plaza
New York, N.Y. 10005

[Final--7/9/88]
[Master Form (Lessee)]
[Doc. 1]

88543010

Return to:
Kathleen Hanson Zavatky, Esq.
Federated Department Stores, Inc.
7 West Seventh Street
Cincinnati, Ohio 45202

File Number: 280004
Division: MainStreet

2300-

ASSIGNMENT AND ASSUMPTION OF LEASE

AGREEMENT, made as of November 17, 1988, between FEDERATED DEPARTMENT STORES, INC., a Delaware corporation, having an office at 7 West Seventh Street, Cincinnati, Ohio 45202 ("Assignor"), and MAINSTREET RETAIL STORES, INC., a Delaware corporation, having an office at 2345 North Waukegan Road, Bannockburn, Illinois 60015 ("Assignee").

W I T N E S S E T H :

WHEREAS, Assignor is the lessee of certain real property more fully described in attached Exhibit A (the "Premises"), pursuant to that certain lease which is the first document listed in attached Exhibit B, as the same may have been modified, amended or supplemented, directly or indirectly, by any document which in any manner affects the Premises, recorded or unrecorded, including but not limited to those other documents specified in attached Exhibit B (collectively, the "Lease"); and

WHEREAS, Assignor desires to assign, transfer and convey all of Assignor's right, title and interest in, to and under the Lease upon the terms hereinafter set forth, and

88543010

Property of Cook County Clerk's Office

71-55-464A

UNOFFICIAL COPY

WHEREAS, Assignee desires to accept the assignment of the Lease and to assume Assignor's obligations and liabilities thereunder.

NOW, THEREFORE, in consideration of One Dollar (\$1.00) in hand paid by Assignee to Assignor, and for other good and valuable consideration, the mutual receipt and legal sufficiency of which are hereby acknowledged, the parties hereto do hereby agree as follows:

1. Effective as of the date set forth above, Assignor hereby assigns, transfers and conveys to Assignee all of Assignor's right, title and interest in, to and under the Lease, and Assignor's right, title and interest, if any, in and to the improvements and fixtures erected or located at the premises to have and to hold the same unto Assignee, its successors and assigns, subject to the terms, covenants and conditions contained in the Lease.

2. Assignee hereby accepts the assignment of the Lease from Assignor and hereby assumes and agrees to observe and perform all the obligations, terms, covenants and conditions thereof to be observed or performed by Assignor thereunder from and after the date set forth above and hereby assumes all liabilities of Assignor to the extent arising out of or relating to the Lease or to acts or events occurring or conditions existing with respect to the Lease whether before or after the date set forth above.

3. Assignee acknowledges and agrees that the Lease has been assigned to Assignee on an "as is, where is" basis, and that no oral or written representations or warranties concerning the Lease have been made in connection with such assignment.

4. This Agreement shall be binding upon, and shall inure to the benefit of, the parties hereto and their respective successors and assigns.

5. All exhibits attached hereto are incorporated herein by reference.

88543010

UNOFFICIAL COPY

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

Signed, sealed and delivered in the presence of, as to Assignor:

Janet E. Finley
Witness:

Joseph P. Finney
Witness:

Assignor:

FEDERATED DEPARTMENT STORES, INC.,
a Delaware corporation

By: [Signature]
Name: Daryl K. Mangano
Title: Vice President

Attest: [Signature]
Name: Gwyneth G. Stewart
Title: Assistant Secretary

[Corporate Seal]

Signed, sealed and delivered in the presence of, as to Assignee:

Janet E. Finley
Witness:

Joseph P. Finney
Witness:

Assignee:

MAINSTREET RETAIL STORES, INC.,
a Delaware corporation

By: [Signature]
Name: Dennis Broderick
Title: Vice President

Attest: [Signature]
Name: Klaus M. Ziermaler
Title: Assistant Secretary

[Corporate Seal]

1988 NOV 25 PM 3:44

88543010

88543010

UNOFFICIAL COPY

ASSIGNOR

STATE OF OHIO)
) SS.:
COUNTY OF HAMILTON)

Subscribers:

Name: Daryl K. Mangano

Corporate office: Senior Vice President

Home residence: 2589 Willowbrook Drive, Cincinnati, Ohio 45237

Name: Gwyneth G. Stewart

Corporate office: Assistant Secretary

Home residence: 3337 Woodford Road, Cincinnati, Ohio 45213

Corporation: Federated Department Stores, Inc.

State of Incorporation: Delaware

Date of instrument: November 11, 1973

Before me, the below Notary Public in and for the above County and State, duly commissioned and sworn, personally appeared the Subscribers, to me personally well known and well known to me to hold the respective corporate offices indicated above in the Corporation named above which is the corporation named in and executing the within instrument bearing the date set forth above, which instrument was displayed to me in the County and State aforesaid, by the Subscribers who are known to me to be the identical persons who subscribed the name of the maker thereof to the foregoing instrument as its above indicated corporate officers, respectively, who, by me being duly sworn, did severally depose, say and acknowledge, on their several oaths, in the County and State aforesaid, that they respectively reside at the above-stated addresses, that they are respectively the above-stated corporate officers of said Corporation and that said Corporation executed the said instrument; that they know the seal of said Corporation; that the seal affixed to said instrument is the corporate seal of said Corporation; that they, being informed of the contents of the said instrument, signed and sealed said instrument as such officers and that they executed the same in the name and on behalf of said Corporation by order, authority and resolution of its Board of Directors and that they signed their names as such officers thereto by like order; that their signatures are in their own proper handwriting; that they executed said instrument as their free and voluntary act and deed and as the free and voluntary act and deed of said Corporation for the consideration,

88543010

UNOFFICIAL COPY

uses and purposes therein set forth and expressed and that they delivered the same as such.

IN WITNESS WHEREOF, I have herunto set my hand and affixed my official seal in the County and State aforesaid on November 11, 1988.

Joann K. Kern
Notary Public in and for said County
and State.

My commission expires

JOANN K. KERN
Notary Public, State of Ohio
My Commission Expires June 24, 1990

Property of Cook County Clerk's Office

88543010

UNOFFICIAL COPY

ASSIGNEE

STATE OF OHIO)
) ss.:
COUNTY OF HAMILTON)

Subscribers:

Name: Dennis J. Broderick

Corporate office: Vice President

Home residence: 8617 Twilight Tear Lane, Cincinnati, Ohio 45249

Name: Klaus M. Ziermaier

Corporate office: Assistant Secretary

Home residence: 1085 Fox Run Road, Milford, Ohio 45150

Corporation: MAINSTREET RETAIL STORES, INC.

State of incorporation: Delaware

Date of instrument: November 17, 1971

Before me, the below Notary Public in and for the above County and State, duly commissioned and sworn, personally appeared the Subscribers, to me personally well known and well known to me to hold the respective corporate offices indicated above in the Corporation named above which is the corporation named in and executing the within instrument bearing the date set forth above, which instrument was displayed to me in the County and State aforesaid, by the Subscribers who are known to me to be the identical persons who subscribed the name of the maker thereof to the foregoing instrument as its above indicated corporate officers, respectively, who, by me being duly sworn, did severally depose, say and acknowledge, on their several oaths, in the County and State aforesaid, that they respectively reside at the above-stated addresses, that they are respectively the above-stated corporate officers of said Corporation and that said Corporation executed the said instrument; that they know the seal of said Corporation; that the seal affixed to said instrument is the corporate seal of said Corporation; that they, being informed of the contents of the said instrument, signed and sealed said instrument as such officers and that they executed the same in the name and on behalf of said Corporation by order, authority and resolution of its Board of Directors and that they signed their names as such officers thereto by like order; that their signatures are in their own proper handwriting; that they executed said instrument as their free and voluntary act and deed and as the free and voluntary act and deed of said Corporation for the consideration,

88543010

UNOFFICIAL COPY

uses and purposes therein set forth and expressed and that they delivered the same as such.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid on April 17, 1988.

April 17, 1988
Notary Public in and for said County
and State.

My commission expires

JOANN K. KERR
Notary Public, State of Cook
My Commission Expires June 22, 1990

Property of Cook County Clerk's Office

88543010

UNOFFICIAL COPY

File Number: 280004
Division: Main Street
Type: Store
Location: Burbank, IL

EXHIBIT A

(Legal Description of Leased Premises)

The Leased Premises are configured as indicated on the Site Plan attached as Exhibit A-1 and are located on the following described property:

PARCEL 1

THAT PART OF THE SOUTHEAST 1/4 OF SECTION 28, TOWNSHIP 38 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS; BEGINNING AT THE INTERSECTION OF THE NORTH LINE OF SAID SOUTHEAST 1/4 WITH A LINE 575.0 FEET, AS MEASURED AT RIGHT ANGLES, WEST OF AND PARALLEL WITH THE EAST LINE OF SAID SOUTHEAST 1/4 (SAID EAST LINE OF THE SOUTHEAST 1/4 HAVING AN ASSUMED BEARING OF SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST FOR THIS LEGAL DESCRIPTION); THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG SAID LAST DESCRIBED PARALLEL LINE, 784.01 FEET TO AN INTERSECTION WITH A LINE 784.0 FEET, AS MEASURED AT RIGHT ANGLES, SOUTH OF AND PARALLEL WITH THE NORTH LINE OF SAID SOUTHEAST 1/4; THENCE SOUTH 89 DEGREES 39 MINUTES 32 SECONDS EAST ALONG SAID LAST DESCRIBED PARALLEL LINE, 326.0 FEET;
THENCE SOUTH 84 DEGREES 11 MINUTES 36 SECONDS EAST, 104.99 FEET;
" " 89 " " 39 " " 32 " " 83.0 " ;
" " 61 " " 31 " " 26 " " 13.15 " TO
A POINT ON THE WEST LINE OF SOUTH CICERO AVENUE, BEING A LINE 50.0 FEET, AS MEASURED AT RIGHT ANGLES, WEST OF AND PARALLEL WITH THE EAST LINE OF SAID SOUTHEAST 1/4, SAID POINT BEING 465.92 FEET SOUTH OF THE INTERSECTION OF SAID LAST DESCRIBED PARALLEL LINE WITH THE NORTH LINE OF THE SOUTH 1/2 OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SOUTHEAST 1/4; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG SAID WEST LINE OF SOUTH CICERO AVENUE, 230.54 FEET TO THE SOUTH LINE OF THE NORTH 2/12 OF THE SOUTH 60 ACRES OF THE EAST 1/2 OF SAID SOUTHEAST 1/4; THENCE NORTH 89 DEGREES 50 MINUTES 52 SECONDS WEST ALONG SAID LAST DESCRIBED LINE, 1153.71 FEET TO AN INTERSECTION WITH A LINE 120.0 FEET, AS MEASURED AT RIGHT ANGLES, EAST OF AND PARALLEL WITH THE WEST LINE OF THE NORTHEAST 1/4 OF SAID SOUTHEAST 1/4; THENCE NORTH 00 DEGREES 07 MINUTES 43 SECONDS EAST ALONG SAID LAST DESCRIBED PARALLEL LINE, 328.71 FEET TO THE NORTH LINE OF THE SOUTH 60 ACRES OF THE EAST 1/2 OF SAID SOUTHEAST 1/4; THENCE NORTH 89 DEGREES 50 MINUTES 52 SECONDS WEST ALONG SAID LAST DESCRIBED LINE, 120.0 FEET TO THE WEST LINE OF THE NORTHEAST 1/4 OF SAID SOUTHEAST 1/4; THENCE NORTH 00 DEGREES 07 MINUTES 43 SECONDS EAST ALONG SAID LAST DESCRIBED LINE, 36.61 FEET TO THE SOUTH LINE OF THE NORTHWEST 1/4 OF THE NORTHEAST 1/4 OF SAID SOUTHEAST 1/4; THENCE SOUTH 89 DEGREES 42 MINUTES 23 SECONDS EAST ALONG SAID LAST DESCRIBED LINE, 120.0 FEET TO AN INTERSECTION WITH A LINE 120.0 FEET, AS MEASURED AT RIGHT ANGLES, EAST OF AND PARALLEL WITH THE WEST LINE OF THE NORTHEAST 1/4 OF SAID SOUTHEAST 1/4;

88543010

UNOFFICIAL COPY

File Number: 280004
Division: Main Street
Type: Store
Location: Burbank, IL

EXHIBIT A

(Legal Description of Leased Premises)

THENCE NORTH 00 DEGREES 07 MINUTES 43 SECONDS EAST ALONG SAID LAST DESCRIBED PARALLEL LINE, 339.96 FEET TO THE SOUTH LINE OF THE NORTH 10 ACRES OF THE EAST 1/2 OF SAID SOUTHEAST 1/4; THENCE NORTH 89 DEGREES 39 MINUTES 32 SECONDS WEST ALONG SAID LAST DESCRIBED LINE, 36.94 FEET TO THE NORTHEASTERLY RIGHT OF WAY LINE OF THE COMMONWEALTH EDISON COMPANY, BEING A LINE 120.0 FEET AS MEASURED AT RIGHT ANGLES, NORTHEASTERLY OF AND PARALLEL WITH THE SOUTHWESTERLY RIGHT OF WAY LINE; THENCE NORTH 13 DEGREES 01 MINUTES 47 SECONDS WEST ALONG SAID NORTHEASTERLY RIGHT OF WAY LINE, 332.90 FEET TO THE CENTER LINE OF STATE ROAD; THENCE SOUTH 49 DEGREES 24 MINUTES 00 SECONDS WEST ALONG SAID LAST DESCRIBED CENTER LINE, 9.60 FEET TO THE WEST LINE OF THE NORTHEAST 1/4 OF SAID SOUTHEAST 1/4; THENCE NORTH 00 DEGREES 07 MINUTES 43 SECONDS EAST ALONG SAID LAST DESCRIBED LINE, 11.98 FEET TO THE NORTH LINE OF SAID SOUTHEAST 1/4; THENCE SOUTH 89 DEGREES 39 MINUTES 32 SECONDS EAST ALONG SAID LAST DESCRIBED LINE, 746.39 FEET TO THE PLACE OF BEGINNING, IN COOK COUNTY, ILLINOIS.

PARCEL 2

THAT PART OF THE SOUTHEAST 1/4 OF SECTION 28, TOWNSHIP 38 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN DESCRIBED AS FOLLOWS; BEGINNING AT THE INTERSECTION OF A LINE 575.0 FEET, AS MEASURED AT RIGHT ANGLES, WEST OF AND PARALLEL WITH THE EAST LINE OF SAID SOUTHEAST 1/4 WITH A LINE 769.0 FEET, AS MEASURED AT RIGHT ANGLES, SOUTH OF AND PARALLEL WITH THE NORTH LINE OF SAID SOUTHEAST 1/4; THENCE SOUTH 89 DEGREES 39 MINUTES 32 SECONDS EAST ALONG SAID LAST DESCRIBED PARALLEL LINE, 326.0 FEET;

THENCE SOUTH 86 DEGREES 55 MINUTES 09 SECONDS EAST, 104.60 FEET;
" " 89 " 39 " 32 " " 94.56 "

TO A POINT ON THE WEST LINE OF SOUTH CICERO AVENUE, BEING A LINE 50.0 FEET, AS MEASURED AT RIGHT ANGLES, WEST OF AND PARALLEL WITH THE EAST LINE OF SAID SOUTHEAST 1/4, SAID POINT BEING 439.72 FEET SOUTH OF THE INTERSECTION OF SAID LAST DESCRIBED PARALLEL LINE WITH THE NORTH LINE OF THE SOUTH 1/2 OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SOUTHEAST 1/4; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG SAID WEST LINE OF SOUTH CICERO AVENUE, 26.20 FEET;

THENCE NORTH 61 DEGREES 31 MINUTES 26 SECONDS WEST, 13.15 FEET;
" " 89 " 39 " 32 " " 83.0 "
" " 84 " 11 " 36 " " 104.99 " TO

AN INTERSECTION WITH A LINE 784.0 FEET, AS MEASURED AT RIGHT ANGLES, SOUTH OF AND PARALLEL WITH THE NORTH LINE OF SAID SOUTHEAST 1/4; THENCE NORTH 89 DEGREES 39 MINUTES 32 SECONDS WEST ALONG SAID LAST DESCRIBED PARALLEL LINE, 326.0 FEET TO AN INTERSECTION WITH A LINE 575.0 FEET, AS MEASURED AT RIGHT ANGLES, WEST OF AND PARALLEL WITH THE EAST LINE OF SAID SOUTHEAST 1/4; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST ALONG SAID LAST DESCRIBED PARALLEL LINE, 30.0 FEET TO THE PLACE OF BEGINNING, IN COOK COUNTY, ILLINOIS.

88543010

UNOFFICIAL COPY

File Number: 280004
Division: Main Street
Type: Store
Location: Burbank, IL

EXHIBIT A

(Legal Description of Leased Premises)

The portion of the above described property registered in Torrens:

The South 1/2 of the North West 1/4 of the North East 1/4 of the South East 1/4 of Section 28, Township 38 North, Range 13 East of the Third Principal Meridian (excepting therefrom the West 120 feet thereof), in Cook County, Illinois.

Together With

Storm Water Retention Easement Area

That part of the North 1/2 of the North 1/2 of the Southeast 1/4 of Section 28, Township 38 North, Range 13 East of the Third Principal Meridian, described as follows: Beginning at the intersection of the South line of the North 1/2 of the Northwest 1/4 of the Northeast 1/4 of said Southeast 1/4 and the West line of the East 1/2 of said Southeast 1/4; thence South along said West line, 166.97 feet; thence Northwesterly along a line which forms an angle of 13 degrees 09 minutes 30 seconds, (as measured from North to Northwest with the last described course), a distance of 420.50 feet to the center line of State Road; thence Northeasterly along said center line, 135.18 feet to a line which is 120 feet Northeasterly of and parallel with the heretofore described course, whose length was 420.50 feet; thence Southeasterly along said line, 339.61 feet to aforesaid South line of the North 1/2 of the Northwest 1/4 of the Northeast 1/4 of the Southeast 1/4 of Section 28, thence West along said line, 84.28 feet to the place of beginning, in Cook County, Illinois.

The West 120.00 feet of the South 1/2 of the Northwest 1/4 of the Northeast 1/4 of the Southeast 1/4 of Section 28, Township 38 North, Range 13 East of the Third Principal Meridian, in Cook County, Illinois.

UNOFFICIAL COPY

File Number: 280006

Division: Main Street

Type: Store

Location: Burbank, IL

EXHIBIT A

(Legal Description of Leased Premises)

The West 120.0 feet of the North 2/12 of the South 60 acres of the East 1/2 of the Southeast 1/4 of Section 28, Township 18 North, Range 13 East of the Third Principal Meridian, in Cook County, Illinois.

The North 32.0 feet of the West 130.0 feet of the South 1/3 of the North 1/17 of the South 60 acres of the East 1/2 of the Southeast 1/4 of Section 28, Township 18 North, Range 13 East of the Third Principal Meridian, in Cook County, Illinois.

PIN: 19-02-401-051

ADDRESS: 7605 O. W. CROSSI
BURBANK, IL 60459

88543010

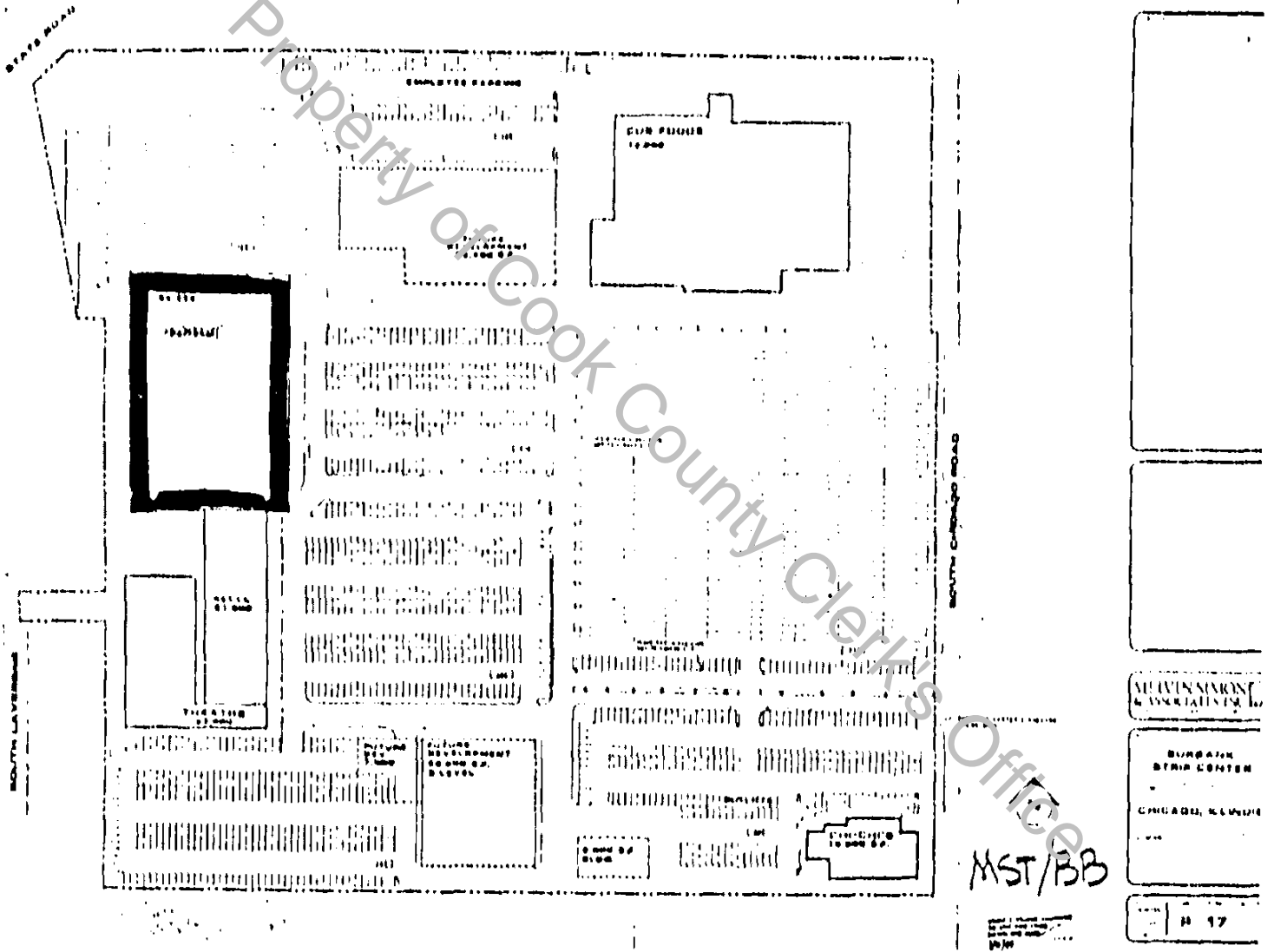
UNOFFICIAL COPY

File Number: 280004
Division: Mainstreet
Type: Store
Location: Burbank, IL

EXHIBIT A - 1

(Legal Description of Leased Premises)

Site Plan with Store outlined:



MILVIN SIMON & ASSOCIATES, INC.
BURBANK BEAR CENTER
CHICAGO, ILLINOIS
17

MST/BB

88543010

UNOFFICIAL COPY

File Number: 280004
Division: MainStreet
Type: Store
Location: Burbank, IL

EXHIBIT B

1. Lease dated January 13, 1984 between American National Bank and Trust Company of Chicago and Federated Department Stores, Inc.
2. Declaration of Protective Covenants, Restrictions and Easements for Burbank Towncenter Burbank, Illinois.
3. Letter Agreement dated August 9, 1983 between Melvin Simon & Associates, Inc. and Federated Department Stores, Inc.

Property of Cook County Clerk's Office

88543010