This instrument was prepared by the attorney named below in consultation with counsel in the State in which the Premises is located and, when recorded, the recorded counterpart should be returned to:

89321595

Tira Harpaz, Esq.
Davis Polk & Wardwell
1 Chase Manhattan Plaza
New York, New York 10005

\$17.00

Contion Office

LEASE SUBORDINATION AGREEMENT

dated as of July 7, 1989

among

SWISS BANK CORPORATION, NEW YORK BRANCH, as Mortgagee

and

CPS DEPARTMENT STORES, INC., as Terant

Property Located At:

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Chicago Ridge Mall 9800 South Ridgeland Avenue Chicago Ridge, Illinois

P.I.N. 24-07-216-032

#### LEASE SUBORDINATION AGREEMENT

AGREEMENT dated as of July \_7, 1989 between SWISS BANK CORPORATION, NEW YORK BRANCH, having an office at 4 World Trade Center, Box 395, Church Street Station, New York, New York 10008 ("Mortgagee"), and CPS DEPARTMENT STORES, INC., a Delaware corporation having an office at 36 South Wabish Avenue, Chicago, IL 60603 ("Tenant").

WHEREAS, Mortgagee is the holder of the Mortgage, and Assignment of Rents, Leases and Leasehold Interests dated as of the date hereof (the "Mortgage"), with respect to the property described on Exhibit A attached hereto;

WHEREAS, Tenant is the tenant under a Lease (the "Lease") more particularly described in Exhibit B hereto relating to the property described on Exhibit A attached hereto; and

Tenant and Mortgagee desire to confirm their understanding with respect to the Lease and the Mortgage.

NOW THEREFORE, Tenant agrees that the Lease and all of its right, title and interest thereunder are now and at all times hereafter shall continue to be subject and subordinate to the Mortgage, all indebtedness now or hereafter secured thereunder and all of Mortgagee 2 right, title and interest thereunder.

CPS DEPARTMENT STORES, INC.

By:

Name: Frederick G. Kraegel Title: Assistant Secretary

Attest:

By: Last Z. Cum

Title: Secretary

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#### ACKNOWLEDGEMENT

STATE OF NEW YORK)

COUNTY OF KINGS

Julia Martori I, a Notary Public in and for said County in the State aforesaid, do hereby cartify that Frederick G. Kraegel, the Assistant Secretary of CPS Department Stores, Inc., a Delaware corporation, and Ezrl E. Cunion, the Secretary of said 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 parson and severally acknowledged that they signed and delivered the said instrument as said Assistant Secretary and Secretary, respectively and caused the Corporate Seal of said comporation 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 Notarial Seal this 5th day of July, 1989.

Notary Public

[Notary Seal]

My commission expires:

NOTARY PUBLIC, State of Now York No. 24-8930371 Capilition in Kings County Commission Expires May 9, 1990

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That part of Lot I in Chicago Ridge Mall Resubdivision Lot 6. being a resubdivision of Lot & in Chicago Ridge Mall Subdivision of part of the East half of the North East 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, 1966 as Cocument Number 26933207, described as follows: Seginning at the South West corner of said Lot 1 (said point being on the North line of 25th Street as dedicated); thence North O degrees 00 minutes 03 seconds West 272.60 feet; thence Worth 2 degrees 00 minutes 50 seconds Rast 95.63 feet; thence Worth 1 degree 17 minutes 31 seconds West 183.95 feet; thence Rest 2.39 feet to a place of beginning; thence continuing East 193.15 feet along the south line of the Mell Building and Mall Building extended, thence South 323.00 feet; thenes West 353.15 feet; thence Worth 323.00 feet to the place of beginning, all in Cook County, Illinois, County Clark's Office

Chicago Ridge Mall 9800 S. Ridgeland Chicago Ridge, IL 60415

P.I.N. 24-07-216-032

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#### Sublessa

#### a. Original Sublease

Date: May 1, 1987.

Sublessor:

CPS Realty Partnership.

Sublessees

Carson Pirie Scott & Company, a Dalaware corporation.

#### b. Assignment

Carson Pirie Scott & Company's interest as sublessee was assigned to CPS Department Stores, Inc., a Delaware corporation, pursuant to Assignment dated November 24, 1987.

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