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1990 OCT 12 AM 11:52

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Recording Requested By:

90500177

When Recorded Mail to:

Wells Fargo Realty Advisors
 Three First National Plaza, Suite 700
 Chicago, Illinois 60602
 Attention: Senior Loan Officer

20.00

FIRST AMENDMENT TO ASSIGNMENT OF LESSOR'S
 INTEREST IN LEASES AND RENTS

THIS FIRST AMENDMENT TO ASSIGNMENT OF LESSOR'S INTEREST IN LEASES AND RENTS (the "Amendment"), dated as of October 12, 1990, between FORD CITY ASSOCIATES, an Illinois limited partnership, and AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association ("Trustee"), not personally, but as trustee under that certain Trust Agreement dated March 1, 1987, and known as Trust No. 101496-07 (herein collectively called "Borrower") and WELLS FARGO REALTY ADVISORS FUNDING, INCORPORATED, a Colorado corporation ("Wells Fargo").

Recitals

A. Wells Fargo has made financial accommodations in the form of Letter of Credit No. WFAF 1029 in the face amount of \$12,000,000 issued by Wells Fargo ("Lender of Credit") secured by an Assignment of Lessor's Interest in Leases and Rents executed by Borrower in favor of Wells Fargo, dated April 20, 1990, recorded on April 23, 1990 as Document No. 90183571 in the Office of the Recorder of Deeds of Cook County, Illinois (the "Assignment") with respect to certain real property as described therein and described on Exhibit A hereto (the "Premises").

B. Borrower has requested that the Letter of Credit be extended to October 14, 1991 (the "Extension").

C. To induce Wells Fargo to make the Extension, Wells Fargo and Borrower have agreed to amend the Assignment as provided herein.

Agreement

NOW, THEREFORE, the Assignment is hereby supplemented and amended as follows:

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1. Capitalized terms used herein without definition shall have the meanings provided in the Assignment.

2. All references to the Note, Mortgage, Assignment or Loan Documents in the Assignment shall be deemed to refer to the Note, as amended by the First Amendment to Promissory Note of even date herewith, the Mortgage, as amended by the First Amendment to Mortgage, Security Agreement and Assignment of Rents of even date herewith, the Assignment, as amended by this Amendment, and any Loan Documents now or hereafter executed by Borrower or any other person or party in connection with or to evidence or secure payment of the Loan.

3. This Amendment is made upon all of the terms, covenants, and agreements of the Assignment, which are incorporated herein by reference, and the provisions contained herein shall have the same effect as if such provisions were originally included in the Assignment. Except as supplemented and amended hereby, all of the terms, covenants, and agreements in the Assignment remain unchanged, and as supplemented and amended, they continue in full force and effect, the same being ratified and affirmed by Borrower.

4. This Amendment is executed by Trustee, in its capacity as Trustee, not personally, but as Trustee as aforesaid in the exercise of the power and authority conferred upon or vested in it as such Trustee. All of the terms, covenants and conditions to be performed hereunder by Trustee, in its capacity as Trustee, are undertaken by it solely as Trustee as aforesaid and not individually and no personal liability shall be asserted or be enforceable against Trustee, in its capacity as Trustee because or in respect of this Amendment or the making, issue or transfer hereof, all such liability, if any being expressly waived by Wells Fargo; provided, however, that nothing contained in this paragraph shall limit, modify or reduce any liability of any guarantor hereof or any other party under any of the other documents executed in connection with the Loan Documents or of Trustee, in any capacity other than as Trustee, to pay amounts due hereunder.

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IN WITNESS WHEREOF, this Amendment is executed as of the date first written above.

FORD CITY ASSOCIATES, an Illinois limited partnership

By: Samuel Zell, Robert Lurie
General Partners

By: Zell General Partnership,
Inc., general partner

By: [Signature]

Its: Vice President

AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association, not personally, but as trustee aforesaid

By: [Signature]
Its: TRUST OFFICER

ATTEST:

By: [Signature]
Its: ASSISTANT SECRETARY

WELLS FARGO REALTY ADVISORS
FUNDING, INCORPORATED, a Colorado corporation

By: WELLS FARGO REALTY ADVISORS,
INCORPORATED, a California corporation,
as Agent

By: [Signature]
Its: Vice President

By: [Signature]
Its: Assistant Secretary

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ACKNOWLEDGEMENT

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

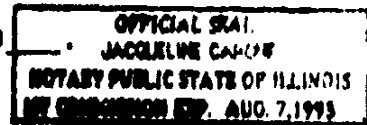
I, Jacqueline Cannon, a Notary Public in and for said County in the State aforesaid, do hereby certify that Robert Lurie, the General Partner of Samuel Zell, Robert Lurie General Partners, an Illinois general partnership, which is the sole general partner of Ford City Associates, an Illinois limited partnership, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such General Partner, appeared before me this day in person and acknowledged that he signed and delivered said instrument as his own free and voluntary act, and as the free and voluntary act of said partnership, for the uses and purposes therein set forth.

Given under my hand and notarial seal this 11 day of

October, 1990

Jacqueline Cannon
Notary Public

My commission expires: _____, 19__



STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

KULA DAVIDSON

I, _____, a Notary Public in and for said County in the State aforesaid, do hereby certify that _____ and _____, the _____ and _____, respectively, of American National Bank and Trust Company of Chicago, personally known to me to be the persons whose names are subscribed to the foregoing instrument as officers of the Trustee in the foregoing instrument, appeared before me this day in person and acknowledged that they signed and delivered said instrument as their own free and voluntary act in their capacity as Trustee, and for the uses and purposes therein set forth.

Given under my hand and notarial seal this _____ day of

_____, 1990.

Kula Davidson
Notary Public

My commission expires: _____, 19__.

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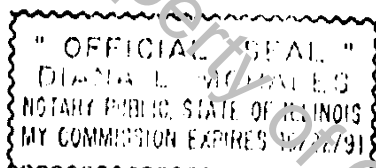
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STATE OF ILLINOIS)
COUNTY OF COOK) SS.

On October 11, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared Tosco C. Morale, personally known to me or proved to me on the basis of satisfactory evidence, to be the person who executed the within instrument as the Vice President of the corporation that executed the within instrument, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal.



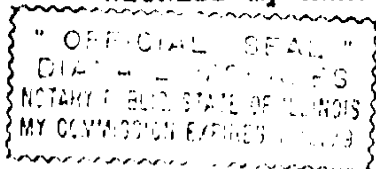
Diana L. Morales
Notary Public

My commission expires October 22, 1991.

STATE OF ILLINOIS)
COUNTY OF COOK) SS.

On October 11, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared Tosco C. Morale, personally known to me or proved to me on the basis of satisfactory evidence, to be the person who executed the within instrument as the Assistant Secretary of the corporation that executed the within instrument, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal.



Diana L. Morales
Notary Public

My commission expires 10/22, 1991.

PARCEL 1:

LOTS 1, 2 AND 4 IN FORD CITY SUBDIVISION OF PARTS OF THE NORTH 3/4 OF SECTION 27 AND THE SOUTH WEST 1/4 OF SECTION 22, BOTH IN TOWNSHIP 38 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED APRIL 29, 1986 AS DOCUMENT 86166800, IN COOK COUNTY, ILLINOIS; LESS AND EXCEPT FOR THE FOLLOWING DESCRIBED PROPERTY:

THAT PART OF LOT 1 IN "FORD CITY SUBDIVISION", OF PARTS OF THE NORTH 3/4 OF SECTION 27 AND THE SOUTH WEST 1/4 OF SECTION 22, BOTH IN TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED APRIL 29, 1986 AS DOCUMENT NO. 86166800, WHICH PART IS BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHICH IS 2,483.00 FEET, MEASURED PERPENDICULARLY, EAST FROM THE WEST LINE OF SAID SECTION 27 AND 2,511.33 FEET, MEASURED PERPENDICULARLY, NORTH FROM A STRAIGHT LINE (HEREINAFTER REFERRED TO AS LINE "A") EXTENDING EAST FROM A POINT ON THE WEST LINE OF SAID SECTION 27, WHICH IS 644.66 FEET SOUTH FROM THE NORTH WEST CORNER OF THE SOUTH 1/2 OF SAID SECTION 27 TO A POINT ON THE EAST LINE OF SAID SECTION 27 WHICH IS 619.17 FEET SOUTH FROM THE NORTH EAST CORNER OF SAID SOUTH 1/2 AND RUNNING THENCE SOUTH ALONG THE EAST LINE OF THE WEST 2,483.00 FEET, MEASURED PERPENDICULARLY, OF SAID SECTION 27, A DISTANCE OF 295.33 FEET TO A POINT ON A LINE WHICH IS 2,216.00 FEET NORTH FROM AND PARALLEL WITH SAID LINE "A"; THENCE WEST ALONG THE LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 104.00 FEET TO A POINT ON THE EAST LINE OF THE WEST 2,379.00 FEET MEASURED PERPENDICULARLY, OF SAID SECTION 27; THENCE SOUTH ALONG SAID EAST LINE OF THE WEST 2,379.00 FEET, A DISTANCE OF 116.00 FEET, TO A POINT ON A LINE WHICH IS 2,100.00 FEET NORTH FROM AND PARALLEL WITH SAID LINE "A"; THENCE WEST ALONG THE LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 146.50 FEET TO A POINT ON THE EAST LINE OF THE WEST 2,232.50 FEET, MEASURED PERPENDICULARLY, OF SAID SECTION 27; THENCE NORTH ALONG SAID EAST LINE OF THE WEST 2,232.50 FEET, A DISTANCE OF 411.33 FEET, TO A POINT ON A LINE WHICH IS 2,511.33 FEET NORTH FROM AND PARALLEL WITH SAID LINE "A", AND THENCE EAST ALONG THE LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 250.50 FEET, TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

AND

THAT PART OF LOT 1 IN "FORD CITY SUBDIVISION", OF PARTS OF THE NORTH 3/4 OF SECTION 27 AND THE SOUTH WEST 1/4 OF SECTION 22, BOTH IN TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED APRIL 29, 1986 AS DOCUMENT NO. 86166800, WHICH PART IS BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHICH IS 1,140.00 FEET, MEASURED PERPENDICULARLY, EAST FROM THE WEST LINE OF SAID SECTION 27 AND 2,723.50 FEET, MEASURED PERPENDICULARLY, NORTH FROM A STRAIGHT LINE (HEREINAFTER REFERRED TO AS LINE "A") EXTENDING EAST FROM A POINT ON THE WEST LINE OF SAID SECTION 27, WHICH IS 644.66 FEET SOUTH FROM THE NORTH WEST CORNER OF THE SOUTH 1/2 OF SAID SECTION 27 TO A POINT ON THE EAST LINE OF SAID SECTION 27 WHICH IS 619.17 FEET SOUTH FROM THE NORTH EAST CORNER OF SAID SOUTH 1/2 AND RUNNING THENCE NORTH ALONG THE EAST LINE OF THE

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WEST 1,140.00 FEET, MEASURED PERPENDICULARLY, OF SAID SECTION 27, A DISTANCE OF 81.00 FEET TO A POINT ON A LINE WHICH IS 2,804.50 FEET NORTH FROM AND PARALLEL WITH SAID LINE "A"; THENCE EAST ALONG THE LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 48.50 FEET TO A POINT ON THE EAST LINE OF THE WEST 1,188.50 FEET, MEASURED PERPENDICULARLY, OF SAID SECTION 27; THENCE NORTH ALONG SAID EAST LINE OF THE WEST 1,188.50 FEET, A DISTANCE OF 71.50 FEET, TO A POINT ON A LINE WHICH IS 2,876.00 FEET NORTH FROM AND PARALLEL WITH SAID LINE "A"; THENCE EAST ALONG THE LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 57.00 FEET TO A POINT ON THE EAST LINE OF THE WEST 1,245.50 FEET, MEASURED PERPENDICULARLY, OF SAID SECTION 27; THENCE NORTH ALONG SAID EAST LINE OF THE WEST 1,245.50 FEET A DISTANCE OF 103.00 FEET, TO A POINT ON A LINE WHICH IS 2,979.00 FEET NORTH FROM AND PARALLEL WITH SAID LINE "A"; THENCE EAST ALONG THE LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 162.00 FEET TO A POINT ON THE EAST LINE OF THE WEST 1,407.50 FEET, MEASURED PERPENDICULARLY, OF SAID SECTION 27; THENCE NORTH ALONG SAID EAST LINE OF THE WEST 1,407.50 FEET, A DISTANCE OF 345.78 FEET TO A POINT; THENCE SOUTHEASTWARDLY ALONG A STRAIGHT LINE, A DISTANCE OF 217.68 FEET TO A POINT WHICH IS 1,608.81 FEET, MEASURED PERPENDICULARLY, EAST FROM THE WEST LINE OF SAID SECTION 27 AND 3,241.96 FEET, MEASURED PERPENDICULARLY, NORTH FROM SAID LINE "A"; THENCE CONTINUING SOUTHEASTWARDLY, ALONG AN ARC OF A CIRCLE, CONVEX TO THE NORTH EAST, TANGENT TO LAST DESCRIBED STRAIGHT LINE AND HAVING A RADIUS OF 563.33 FEET, A DISTANCE OF 662.51 FEET TO AN INTERSECTION WITH A LINE WHICH IS 2,723.50 FEET NORTH FROM AND PARALLEL WITH SAID LINE "A", AT A POINT WHICH IS 1,957.81 FEET, MEASURED PERPENDICULARLY, EAST FROM THE WEST LINE OF SAID SECTION 27 AND THENCE WEST ALONG THE LAST DESCRIBED PARALLEL LINE, A DISTANCE OF 817.81 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

A TRIANGULAR PARCEL OF LAND IN THE NORTH EAST $1/4$ OF SECTION 28, TOWNSHIP 38 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING SOUTH EAST OF THE SOUTHEASTERLY LINE OF STATE ROAD (BEING 50 FEET SOUTHEASTERLY AT RIGHT ANGLES TO THE CENTER LINE OF STATE ROAD) AND ALSO LYING WEST OF THE EAST 57 FEET OF SAID $1/4$ SECTION AND NORTH OF A LINE DRAWN AT RIGHT ANGLES THROUGH A POINT ON THE WEST LINE OF SAID EAST 57 FEET, SAID POINT BEING 300.00 FEET NORTH OF THE SOUTH LINE OF THE NORTH EAST $1/4$ AFORESAID IN COOK COUNTY, ILLINOIS.

PARCEL 3:

THAT PART OF THE NORTH $3/4$ OF SECTION 27, TOWNSHIP 38 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

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BEGINNING AT THE INTERSECTION OF A LINE, 4,995.53 FEET, EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SECTION 27, AND A LINE HEREINAFTER REFERRED TO AS LINE 'A', WHICH EXTENDS FROM A POINT ON THE WEST LINE OF SAID SECTION 27, WHICH IS 644.66 FEET, SOUTH FROM THE NORTH WEST CORNER OF THE SOUTH 1/2 OF SAID SECTION 27, TO A POINT ON THE EAST LINE OF SAID SECTION 27 WHICH IS 619.17 FEET, SOUTH FROM THE NORTH EAST CORNER OF THE SAID SOUTH 1/2; THENCE SOUTH ALONG THE SAID LINE, 4,995.53 FEET EAST, 541.29 FEET TO THE NORTH LINE OF A ROAD, AS DEDICATED BY DOCUMENT NO. 13112544; THENCE SOUTHWESTERLY ALONG THE SAID NORTH LINE, 99.6 FEET TO ITS INTERSECTION WITH A LINE, 4,896.34 FEET, EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SECTION 27; THENCE NORTH ALONG THE SAID LINE, 4,896.34 FEET EAST, 550.29 FEET TO SAID LINE 'A'; THENCE EAST ALONG SAID LINE 'A', 99.19 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

PARCEL 4:

THAT PART OF THE NORTH 3/4 OF SECTION 27, TOWNSHIP 38 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF A LINE 3,536.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SECTION 27 AND A LINE 20 FEET NORTH OF AND PARALLEL WITH A LINE HEREINAFTER REFERRED TO AS LINE 'A', WHICH EXTENDS FROM A POINT ON THE WEST LINE OF SAID SECTION 27 WHICH IS 644.66 FEET SOUTH FROM THE NORTH WEST CORNER OF THE SOUTH 1/2 OF SAID SECTION 27 TO A POINT ON THE EAST LINE OF SAID SECTION 27 WHICH IS 619.17 FEET SOUTH FROM THE NORTH EAST CORNER OF SAID SOUTH 1/2; THENCE WEST ALONG SAID LINE 20.00 FEET NORTH, 122.72 FEET TO THE POINT; THENCE SOUTH ALONG A LINE MAKING AN INTERIOR ANGLE OF 88 DEGREES, 36 MINUTES, 00 SECONDS, 723.89 FEET, TO THE SOUTH LINE OF THE NORTH 1/2 OF THE SOUTH 1/2 OF SAID SECTION 27; THENCE EAST ALONG SAID LINE 351.41 FEET TO THE EAST LINE OF THE WEST 3,747.00 FEET OF SECTION 27; THENCE NORTH ALONG SAID LINE 704.71 FEET TO LINE 'A'; THENCE WEST ALONG SAID LINE 'A' TO THE EAST LINE OF THE WEST 3,536.00 FEET OF SECTION 27; THENCE NORTH ALONG SAID LINE 20 FEET TO THE POINT OF BEGINNING (EXCEPT THAT PART FALLING NORTH OF LINE A), IN COOK COUNTY, ILLINOIS.

PARCEL 5:

THAT PART OF THE NORTH 3/4 OF SECTION 27, TOWNSHIP 38 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF A LINE 4,995.53 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SECTION 27 AND A LINE HEREINAFTER REFERRED TO AS LINE 'A', WHICH EXTENDS FROM A POINT ON THE WEST LINE

OF SAID SECTION 27, WHICH IS 644.66 FEET SOUTH FROM THE NORTH WEST CORNER OF THE SOUTH 1/2 OF SAID SECTION 27, TO A POINT ON THE EAST LINE OF SAID SECTION 27, WHICH IS 619.17 FEET SOUTH FROM THE NORTH EAST CORNER OF SAID SOUTH 1/2; THENCE EAST ALONG SAID LINE 'A' ACCORDING TO DOCUMENT 19563728, SAID WEST LINE OF SOUTH PULASKI ROAD BEING 70.00 FEET WEST OF THE EAST LINE OF SAID SECTION 27; THENCE SOUTH ALONG SAID WEST LINE OF SOUTH PULASKI ROAD (SAID WEST LINE BEING 70.00 FEET WEST OF AND PARALLEL TO THE EAST LINE OF SAID SECTION 27) A DISTANCE OF 236.59 FEET; THENCE SOUTHEASTERLY ALONG A LINE, A DISTANCE OF 191.05 FEET, TO A POINT, SAID POINT BEING 50.00 FEET WEST OF SAID EAST LINE OF SECTION 27; THENCE SOUTH ALONG THE WEST LINE OF SOUTH PULASKI ROAD (SAID WEST LINE BEING 50.00 FEET WEST OF AND PARALLEL TO THE EAST LINE OF SAID SECTION 27), A DISTANCE OF 31.15 FEET TO A CORNER OF THE LAND HERETOFORE DEDICATED FOR A PUBLIC STREET BY A PLAT RECORDED IN THE RECORDER'S OFFICE OF COOK COUNTY, ILLINOIS AS DOCUMENT 2342544, WHICH CORNER IS 251.92 FEET, MORE OR LESS, NORTH FROM THE SOUTH LINE OF THE NORTH 1/2 OF THE SOUTH 1/2 OF SAID SECTION 27; THENCE SOUTHWESTWARDLY ALONG A LINE OF SAID LAND, SO DEDICATED, BEING THE ARC OF A CIRCLE HAVING A RADIUS OF 65 FEET AND CONVEX SOUTHEASTWARDLY, A DISTANCE OF 94.42 FEET TO A POINT WHICH IS 107.00 FEET (MEASURED PERPENDICULARLY) WEST FROM SAID EAST LINE OF SECTION 27 AND 187.00 FEET (MEASURED PERPENDICULARLY) NORTH FROM SAID SOUTH LINE OF THE NORTH 1/2 OF THE SOUTH 1/2 OF SECTION 27; THENCE WESTWARDLY ALONG A LINE OF SAID LAND SO DEDICATED TO THE EAST LINE OF THE WEST 4,995.53 FEET; THENCE NORTH ALONG SAID LINES 541.20 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

PARCEL 6:

THAT PART OF THE NORTH 3/4 OF SECTION 27, TOWNSHIP 38 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF A LINE, 3,809.93 FEET, EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SECTION 27, AND A LINE HEREINAFTER REFERRED TO AS LINE 'A', WHICH EXTENDS FROM A POINT ON THE WEST LINE OF SAID SECTION 27, WHICH IS 644.66 FEET, SOUTH FROM THE NORTH WEST CORNER OF THE SOUTH 1/2 OF SAID SECTION 27, TO A POINT ON THE EAST LINE OF SAID SECTION 27 WHICH IS 619.17 FEET, SOUTH FROM THE NORTH EAST CORNER OF THE SAID SOUTH 1/2; THENCE SOUTH, ALONG THE SAID LINE, 3,809.93 FEET EAST, 704.96 FEET TO THE SOUTH LINE OF THE NORTH 1/2 OF THE SOUTH 1/2 OF SAID SECTION 27; THENCE WEST, ALONG SAID SOUTH LINE, 62.93 FEET TO ITS INTERSECTION WITH A LINE 3,747.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE OF SAID SECTION 27; THENCE NORTH, ALONG THE SAID LINE, 3,747.00 FEET EAST, 704.71 FEET TO SAID LINE 'A'; THENCE EAST ALONG SAID LINE 'A' 62.93 TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

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