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MEMORANDUM OF LEASE

DEPT-01 RECORDINGS \$16.29
T41111 TRAN 8574 07/02/91 09:56:00
#1602 : A * 91-325506
COOK COUNTY RECORDER

This INDUSTRIAL BUILDING LEASE entered into this 1st day of June, 1991 by and between Susan Realty Co., an Illinois corporation, of 701 West Erie Street, Chicago, IL 60610, as "Lessor," and Phoenix Marketing Group, Inc. of 575 W. Madison Street, Suite 2312, Chicago, IL 60606, as "Lessee."

1. Term: June 1, 1991 - May 30, 1996, subject to Lessor's right to cancel after the 3rd lease year.
2. Lessee's Improvements: Lessee to do or have done the build-out of offices per plans and specs acceptable to Lessor, in a first-class workmanlike manner, lien free, in compliance with all applicable laws and with Builders' Risk insurance in effect. All improvements installed by Lessee to become the property of Lessor upon installation. THIS LEASE EXPRESSLY PROHIBITS MECHANICS' LIENS AGAINST THE PREMISES AND ALL CONTRACTS, SUBCONTRACTS AND MATERIAL PURCHASE ORDERS SHALL LIKEWISE SO PROVIDE. This is a NO LIEN contract, shall be recorded in the Recorder's Office of Cook County, Illinois, so that same may be used in evidence against any contractor, sub-contractor, or materialman, or anyone else whomsoever. No Lessee improvements shall be commenced until this Memorandum is of record, insurance certificates are in Lessor's possession, plans and specifications have been approved by Lessor in writing, all necessary building permits have been issued and there has been full compliance with all the other requirements hereof.
3. Reference: Reference should be made to the entire original Lease for the remainder of its terms. In the event of conflict or inconsistency between this Memorandum of Lease and the original Lease, the latter shall govern and control.



91325506

This Instrument Prepared By
and After Revision Please
Return To: Alan Benjamin Miller Esq.
33 N. LaSalle Street, Suite 4000
Chicago, IL 60602
(312) 282-4130

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4. Release from
Record:

This Memorandum of Lease may be deleted from record by recordation/registration of a unilateral declaration by Lessor that Lease has been terminated.

Executed and delivered at Chicago, Illinois as of June 3, 1991.

Very truly yours,

SUSAN REALTY CO.

PHOENIX MARKETING GROUP, INC.

By: [Signature]
Its _____

By: [Signature]
Its President

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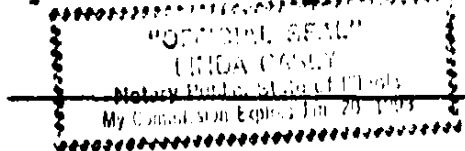
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STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

This is to certify that James S. Shivan
of The Phoenix Marketing Group, Inc., an Illinois corporation,
personally known to me to be the same person whose name is
subscribed to the foregoing Memorandum of Lease, appeared before
me, Wanda Chene, a notary public, this 29 day of June,
1991, and expressly acknowledged to me that he is
Vice President of said corporation and that the execution of
said Settlement Agreement is the free and voluntary act of himself
and said corporation, receipt of consideration as recited therein,
and that said corporation understood the memorandum and intended to
be legally bound by the same.

Wanda Chene
Notary Public

My Commission expires on:



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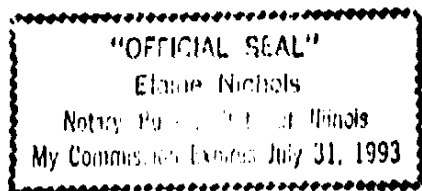
STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

This is to certify that Donald Schoen, Vice President
of Susan Realty Co., an Illinois corporation, personally known to
me to be the same person whose name is subscribed to the foregoing
Memorandum of Lease, appeared before me, Elaine Nichols, a notary
public, this 1st day of ~~June~~^{July}, 1991, and expressly acknowledged
to me that he is Vice President of said corporation and that the
execution of said Memorandum of Lease is the free and voluntary act
of himself and said corporation, receipt of consideration as
recited therein, and that said corporation understood the
memorandum and intended to be legally bound by the same.

Elaine Nichols
Notary Public

My Commission expires on:

July 31, 1993



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Exhibit "A"

LEGAL DESCRIPTION

Lot 5 of the Subdivision of the East Half of Block 27 of School Section Addition to Chicago of Section 16, Township 39 North, Range 14, East of the Third Principal Meridian, (except that part of said Lots 1 and 2 lying South of the Westerly extension of the South Line of Lot 5 aforesaid) in Cook County, Illinois.

Property commonly known as: 206 S. Jefferson, Chicago, Illinois

P.I.N 17-16-111-019