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FIRST MODIFICATION OF MORTGAGE, SECURITY AGREEMENT AND FINANCING STATEMENT

This First Modification of Mortgage, Security Agreement and Financing Statement (the "Modification") is made as of April 30, 1992 by and between American National Bank and Trust Company of Chicago, not personally, but as Trustee in pursuance of a Trust Agreement dated October 25, 1983 and known as Trust No. 59482 (the "Mortgagor") and Bank Leumi Le-Israel B.M., Chicago Branch (the "Mortgagee").

. DEPT-01 RECORDING \$25.50
. 7#3333 TRAN 9050 07/09/92 11:46:00
. \$5194 + *-92-501100
. COOK COUNTY RECORDER

WITNESSETH:

THAT WHEREAS on July 17, 1989 the Mortgagor executed in favor of Mortgagee that certain Mortgage, Security Agreement and Financing Statement (the "Mortgage") recorded in the Office of Cook County Recorder of Deeds as document number 89339981; and

WHEREAS the Mortgagor and the Mortgagee wish to amend the Mortgage with respect to some of its terms and conditions, and

WHEREAS the Beneficiary of the Mortgagor, Harold Isaacs (the "Beneficiary") is justly indebted to the Mortgagee in the principal amount of Two Hundred Fifty Thousand and 00/100 (\$250,000.00) Dollars evidenced by that certain Unlimited Guaranty dated April 30, 1992 (the "Hansa Guaranty"), in favor of the Mortgagee, to guaranty those certain Secured Business Notes (the "Notes") at even date therewith and any extensions, renewals and amendments thereof, executed by Hansa America, Inc. ("Hansa") in favor of the Mortgagee.

NOW THEREFORE, in consideration of ONE DOLLAR (\$1.00) in hand paid by Mortgagee to Mortgagor and other good and valuable consideration, the Mortgage is hereby amended as follows:

- 1) The Mortgage shall also secure any and all obligations of the Beneficiary to the Mortgagee, as defined, described and determined by the Hansa Guaranty.
- 2) All other terms and conditions of the Mortgage shall remain unchanged.

American National Bank and Trust Company
of Chicago as Trustee, as aforesaid and
not personally.

BY: _____

ATTEST: _____

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Property of Cook County Clerk's Office

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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 the above-named J. MICHAEL WELLS and Gregory S. Kasprzyk of American National Bank and Trust Company of Chicago as such VICE PRESIDENT and VICE PRESIDENT respectively, appeared before me this day in person and acknowledged that they signed and delivered the said instrument as their own free and voluntary act and as the free and voluntary act of said VICE PRESIDENT for the uses and purposes therein set forth; and the said then and there acknowledged that said as custodian of the corporation seal of said caused the corporate seal of said to be affixed to said instrument as said to own free and voluntary act and as the free and voluntary act of said on the uses and purposes there in set forth

JUL 03 1992

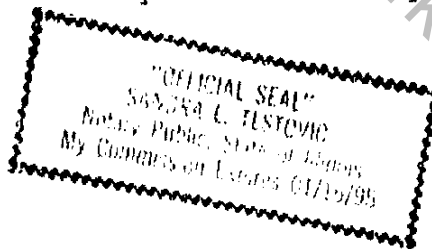
Given under my hand and notary seal, this day of

[Handwritten signature]

Notary Public

My Commission Expires

z/dfirst



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R. G. Shapiro, A/P
Bank of America National B.A.
100 N. LA SALLE
CHICAGO, IL 60602

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EXHIBIT A

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PARCEL 1:

LOTS 3 TO 6, BOTH INCLUSIVE, AND LOTS 18 TO 24, BOTH INCLUSIVE IN LEHNER'S SUBDIVISION OF BLOCK 14 IN WALSH AND MC MULLEN'S SUBDIVISION OF THE SOUTH 3/4 OF THE SOUTH EAST 1/4 OF SECTION 20, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

INDEX NO. 17-20-425-003

PARCEL 2:

LOTS 7 TO 15, BOTH INCLUSIVE IN LEHNER'S SUBDIVISION OF BLOCK 14, IN WALSH AND MC MULLEN'S SUBDIVISION OF THE SOUTH 3/4 OF THE SOUTH EAST 1/4 OF SECTION 20, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, TOGETHER WITH ALL INTEREST IN ALL THAT PART OF THE EAST AND WEST ALLEY, LYING SOUTH OF AND ADJOINING THE SOUTH LINE OF LOTS 9 TO 15, BOTH INCLUSIVE, AND NORTH OF AND ADJOINING THE NORTH LINE OF LOTS 18 TO 24, BOTH INCLUSIVE WHICH ALLEY WAS VACATED BY CITY ORDINANCE ADOPTED THE 6TH DAY OF JUNE, A. D. 1910, IN COOK COUNTY, ILLINOIS.

INDEX NOS. 17-20-425-002, 17-20-425-005

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