

92702270

[ILLINOIS]

AMENDMENT TO MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF RENTS AND LEASES, FIXTURE FILING AND FINANCING STATEMENT

339

This AMENDMENT TO MORTGAGE, SECURITY AGREEMENT, ASSIGNMENT OF RENTS AND LEASES, FIXTURE FILING AND FINANCING STATEMENT ("Amendment") is made as of this 11th day of September, 1992, by ARCHIBALD CANDY CORPORATION, a corporation organized and existing under the laws of the State of Illinois, having a principal office address at 1137 West Jackson Boulevard, Chicago, Illinois, and its successors and assigns ("Mortgagor"), in favor of WILMINGTON TRUST COMPANY, a Delaware banking corporation and WILLIAM J. WADE, each having a principal office address at Rodney Square North, Wilmington, Delaware 19890 Attention: Corporate Trust Administration, not personally, but solely as security trustees (together with their respective successors and assigns, "Mortgagee").

RECITALS

A. Pursuant to that certain Note Purchase Agreement dated as of October 30, 1991, Jackson National Life Insurance Company purchased an aggregate of Thirty Million Dollars (\$30,000,000) original principal amount of 10.25% Senior Secured Notes of Mortgagor (the "Notes").

B. Pursuant to that certain Credit Agreement dated as of October 30, 1991, among Mortgagor, the Lenders named therein and The First National Bank of Chicago, as agent, The First National Bank of Chicago ("FNBC") agreed to make available to Mortgagor loans in an aggregate principal amount of up to Ten Million Dollars (\$10,000,000) at any one time outstanding (the "Existing Bank Facility").

C. The Notes and the Existing Bank Facility are secured by, among other things, a mortgage executed by Mortgagor for the benefit of Mortgagee on the property described on Exhibit A attached hereto and made a part hereof (the "Mortgage").

D. In order to finance the transactions contemplated in that certain Agreement for Acquisition of Certain Assets dated July 31, 1992 by and between Mortgagor and Fanny Farmer Candy Shops, Inc., a New York corporation and for working capital and other general corporate purposes, FNBC has agreed to make available to the Mortgagor additional loans and letters of credit in an aggregate principal amount of up to Ten Million Dollars (\$10,000,000) at any one time outstanding (the "New Bank

7319423 JER
b-1

92702270

92702270

1992 SEP 22 PM 1:22

UNOFFICIAL COPY

07550752

SIGNATURE:

STATE OF MISSISSIPPI
DEPARTMENT OF REVENUE
TOLSON, JOHN EDGAR
WASHINGTON, D.C.

THE STATE OF MISSISSIPPI, DEPARTMENT OF REVENUE, HAS THE HONOR TO ADVISE YOU THAT YOUR APPLICATION FOR A LICENSE TO OPERATE A MOTOR VEHICLE IN THE STATE OF MISSISSIPPI HAS BEEN RECEIVED AND IS BEING REVIEWED. YOU WILL BE NOTIFIED OF THE RESULTS OF YOUR APPLICATION. IF YOU ARE APPROVED, YOU WILL BE REQUIRED TO TAKE A WRITTEN EXAMINATION AND A PRACTICE EXAMINATION. IF YOU ARE APPROVED, YOU WILL BE ISSUED A LICENSE TO OPERATE A MOTOR VEHICLE IN THE STATE OF MISSISSIPPI. IF YOU ARE NOT APPROVED, YOU WILL BE REQUIRED TO RETAKE THE EXAMINATIONS AT A LATER DATE. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT THE DEPARTMENT OF REVENUE AT (601) 376-2000.

YOUR APPLICATION FOR A LICENSE TO OPERATE A MOTOR VEHICLE IN THE STATE OF MISSISSIPPI HAS BEEN RECEIVED AND IS BEING REVIEWED. YOU WILL BE NOTIFIED OF THE RESULTS OF YOUR APPLICATION. IF YOU ARE APPROVED, YOU WILL BE REQUIRED TO TAKE A WRITTEN EXAMINATION AND A PRACTICE EXAMINATION. IF YOU ARE APPROVED, YOU WILL BE ISSUED A LICENSE TO OPERATE A MOTOR VEHICLE IN THE STATE OF MISSISSIPPI. IF YOU ARE NOT APPROVED, YOU WILL BE REQUIRED TO RETAKE THE EXAMINATIONS AT A LATER DATE. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT THE DEPARTMENT OF REVENUE AT (601) 376-2000.

YOUR APPLICATION FOR A LICENSE TO OPERATE A MOTOR VEHICLE IN THE STATE OF MISSISSIPPI HAS BEEN RECEIVED AND IS BEING REVIEWED. YOU WILL BE NOTIFIED OF THE RESULTS OF YOUR APPLICATION. IF YOU ARE APPROVED, YOU WILL BE REQUIRED TO TAKE A WRITTEN EXAMINATION AND A PRACTICE EXAMINATION. IF YOU ARE APPROVED, YOU WILL BE ISSUED A LICENSE TO OPERATE A MOTOR VEHICLE IN THE STATE OF MISSISSIPPI. IF YOU ARE NOT APPROVED, YOU WILL BE REQUIRED TO RETAKE THE EXAMINATIONS AT A LATER DATE. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT THE DEPARTMENT OF REVENUE AT (601) 376-2000.

07550752

07550752

07550752

07550752

UNOFFICIAL COPY

Facility") as more particularly set forth in that certain Amended and Restated Credit Agreement of even date herewith among Mortgagor, the Lenders named therein and The First National Bank of Chicago, as Agent (the "Amended and Restated Credit Agreement").

E. Mortgagor and Mortgagee desire to amend the Mortgage to increase the amount secured thereby to include the New Bank Facility as provided herein.

F. All capitalized terms used herein and not otherwise defined shall have the meaning ascribed to such terms in the Mortgage.

NOW, THEREFORE, in consideration of the foregoing Recitals for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

AGREEMENTS

1. The foregoing Recitals are incorporated herein and made a part hereof.

2. The indebtedness secured by the Mortgage is hereby increased to include the New Bank Facility, including, without limitation, any and all Facility Letter of Credit Obligations (as defined in the Amended and Restated Credit Agreement), all letter of credit fees and any and all other Secured Obligations (as defined in the Amended and Restated Credit Agreement) owing by Mortgagor to the Lenders under the Amended and Restated Credit Agreement.

3. Mortgagor hereby remakes and reaffirms all of its representations and warranties contained in the Mortgage as of the date hereof.

4. Mortgagor hereby remakes and reaffirms all of its covenants and obligations contained in the Mortgage as of the date hereof.

5. All references in the Note Purchase Agreement, the Amended and Restated Credit Agreement or any of the other Financing Documents to the Mortgage shall be deemed to refer to the Mortgage as amended hereby.

92702270

UNOFFICIAL COPY

1. The undersigned hereby certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

2. The undersigned further certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

3. The undersigned further certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

4. The undersigned further certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

WITNESSETH

5. The undersigned further certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

6. The undersigned further certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

7. The undersigned further certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

8. The undersigned further certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

9. The undersigned further certifies that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

05500550

UNOFFICIAL COPY

6. This Amendment may be executed in one or more counterparts which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be signed on the day and year first written above.

MORTGAGOR: ARCHIBALD CANDY CORPORATION,
an Illinois corporation

By: *Adam K. May*
Its VP

MORTGAGEE: WILMINGTON TRUST COMPANY, not
personally, but solely as
security trustee

By: *[Signature]*
Its Financial Services Officer

[Signature]
WILLIAM J. WADE, not
personally, but solely
as security trustee

THIS INSTRUMENT WAS PREPARED BY
AND RECORDED COUNTERPARTS SHOULD
BE RETURNED TO:

Gregory A. Thorpe, Esq.
Sonnenschein Nath & Rosenthal
8000 Sears Tower
Chicago, Illinois 60606
(312) 876-8000

UNOFFICIAL COPY

This document is a copy of the original document and is not to be used as evidence in any legal proceeding. It is provided for your information only.

The original document is on file in the office of the Clerk of Cook County, Illinois, and is available for inspection by the public.

COOK COUNTY, ILLINOIS
CLERK OF COOK COUNTY

RECORDED

INDEXED

FILED

APR 10 1900

CHICAGO, ILLINOIS

THIS DOCUMENT IS A COPY OF THE ORIGINAL DOCUMENT AND IS NOT TO BE USED AS EVIDENCE IN ANY LEGAL PROCEEDING. IT IS PROVIDED FOR YOUR INFORMATION ONLY.

THE ORIGINAL DOCUMENT IS ON FILE IN THE OFFICE OF THE CLERK OF COOK COUNTY, ILLINOIS, AND IS AVAILABLE FOR INSPECTION BY THE PUBLIC.

02505530

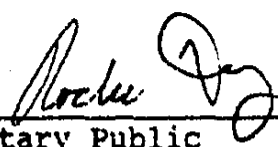
Property of Cook County Clerk's Office

UNOFFICIAL COPY

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

I, ROCKWELL TENNEY, a Notary Public in and for the said County and State aforesaid, DO HEREBY CERTIFY, that ADAME MAX, the VICE-PRESIDENT of Archibald Candy Corporation, an Illinois corporation, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such ADAM MAX appeared before me this day in person and acknowledged that (s)he signed and delivered the said instrument as his(her) own free and voluntary act and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

Given under my hand and notarial seal this 18TH day of SEPTEMBER, 1992.



Notary Public

ROCKWELL TENNEY
Notary Public, State of New York
No. 4827415
Qualified in New York County
Term Expires December 31, 1992

92702270

UNOFFICIAL COPY

THE COURT TO JUDGE
TO RECORD

Faint, illegible text, likely bleed-through from the reverse side of the page.

Property of Cook County Clerk's Office

YANIT HAVELKA
Clerk of the Court
Cook County Clerk's Office
1001 North Dearborn Street
Chicago, IL 60610

02500530

UNOFFICIAL COPY

STATE OF Delaware)
COUNTY OF New Castle) SS.

I, Anne C. Matthews, a Notary Public in and for the said County and State aforesaid, DO HEREBY CERTIFY, that Ralph B. Cella, the Financial Services Officer of Wilmington Trust Company, a Delaware banking corporation, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Financial Services Officer appeared before me this day in person and acknowledged that (s)he signed and delivered the said instrument as his(her) own free and voluntary act and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

Given under my hand and notarial seal this 16th day of September, 1992.

Anne C. Matthews
Notary Public

ANNE C. MATTHEWS
NOTARY PUBLIC

MY COMMISSION EXPIRES AUGUST 3, 1993

92702270

Property of Cook County Clerk's Office

UNOFFICIAL COPY

STATE OF ILLINOIS
COUNTY OF COOK

IN SENATE
JANUARY 11, 1900
REPORT OF THE
COMMISSIONERS OF THE
LAND OFFICE
IN RESPONSE TO
RESOLUTION PASSED
MAY 15, 1899
RELATIVE TO THE
LANDS BELONGING TO
THE STATE OF ILLINOIS
AND THE MANNER OF
DISPOSING OF THE SAME
BY THE LEGISLATURE
OF THIS STATE

Property of Cook County Clerk's Office

07440740

UNOFFICIAL COPY

STATE OF Delaware)
COUNTY OF New Castle) SS.

I, Deborah J. Hobson, a Notary Public in and for the said County and State aforesaid, DO HEREBY CERTIFY, that William J. Wade, personally known to me to be the same person whose name is subscribed to the foregoing instrument appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act as security trustee as aforesaid for the uses and purposes therein set forth.

Given under my hand and notarial seal this 16th day of September, 1992.

Deborah J. Hobson
Notary Public

NOTARIAL SEAL
DEBORAH J. HOBSON NOTARY PUBLIC
State of Delaware
Date of Appointment May 3, 1991
My Commission Expires May 3, 1993

92702270

UNOFFICIAL COPY

22

TO RETURN

TO YRSUOD

... ..
... ..
... ..
... ..
... ..
... ..
... ..
... ..
... ..
... ..

... ..

... ..

... ..

... ..
... ..
... ..

07550524

Property of Cook County Clerk's Office

UNOFFICIAL COPY

EXHIBIT A

LEGAL DESCRIPTION

Shop No. 190

LOTS 21, 22, 23, 24 AND THE SOUTH 15 FEET OF LOT 20 (EXCEPT THAT PART TAKEN FOR THE WIDENING OF HARLEM AVENUE) IN BLOCK 106 IN FREDERICK H. BARTLETT'S 6TH ADDITION TO BARTLETT'S HIGHLANDS A SUBDIVISION OF THE NORTHWEST 1/4 OF SECTION 18, TOWNSHIP 38 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

Permanent Index No. 10-14-421-040

Common Address: 5543 S. Harlem, Chicago, Illinois 60638

92702270

Property of Cook County Clerk's Office

UNOFFICIAL COPY

A. B. C. D. E.

UNOFFICIAL COPY

1971 100 1000

THE COUNTY CLERK OF COOK COUNTY HAS THE HONOR TO ANNOUNCE THAT THE
PROPERTY OF THE COUNTY OF COOK HAS BEEN SOLD TO THE
HIGHEST BIDDER AT PUBLIC AUCTION ON WEDNESDAY, OCTOBER 14, 1971,
AT 10:00 A.M. AT THE COURT HOUSE, CHICAGO, ILLINOIS. THE
PROPERTY IS DESCRIBED AS FOLLOWS: [REDACTED] CHICAGO, ILLINOIS.

10-14-71-1000 1000 1000

1000 1000 1000 1000 1000 1000

1000 1000 1000

Property of Cook County Clerk's Office