

THIS STATEMENT is presented to the filing officer for filing pursuant to the Uniform Commercial Code.

For Filing Officer
(Date, Time, Number, and Filing Office)

Debtor(s) (Last Name First) and address:
Pioneer Bank and Trust Company
Trustee u/t/a dated 7/7/87 and
known as Trust No. 24858
4000 West North Avenue
Chicago, IL 60639

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1. This financing statement covers the following types (or items) of property:
See Exhibit B attached hereto, and made a part hereof.

ASSIGNEE OF SECURED PARTY

2. (If collateral is crops) The above described crops are growing or are to be grown on:
(Describe Real Estate)

3. (If applicable) The above goods are to become fixtures on
See Exhibit A attached hereto.

and this financing statement is to be filed in the real estate records. (if the debtor does not have an interest of record)
The name of a record owner is

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* NOTE EXCULPATORY LANGUAGE ON REVERSE SIDE HEREOF & BY THIS REFERENCE INCORPORATED HEREIN.

4. Products of Collateral are also covered.

1030613-1-185

PIONEER BANK AND TRUST COMPANY, as Trustee

4 Additional sheets presented.
X Filed with Recorder's Office of Cook County, Illinois.

BY: [Signature] DAN WLODEK
TRUST OFFICER
(Secured Party)*

*Signature of Debtor Required in Most Cases;
Signature of Secured Party in Cases Covered By UCC 9-402 (2).

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STANDARD FORM—UNIFORM COMMERCIAL CODE—FORM UCC-2—REV. 4-73

This form of financing statement is approved by the Secretary of State.

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This document is made by the Pioneer Bank & Trust Company as Trustee and accepted upon the express understanding, that the Pioneer Bank & Trust Company enters into the same not personally, but only as Trustee and that no personal liability is assumed by nor shall be asserted or enforced against the Pioneer Bank & Trust Company because of or on account of the making or executing this document or of anything therein contains, all such liability, if any being expressly waived, nor shall the Pioneer Bank & Trust Company be held personally liable upon or in consequence of any of the covenants of this document, either expressed, or implied.

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EXHIBIT A

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LEGAL DESCRIPTION

PARCEL 1:

Lots 8, 9, 10 and 11 and the West One-Third of Lot 7 in Block 1, in Harlem, being Quick's Subdivision of part of the Northeast quarter of Section 12, Township 39 North, Range 12 East of the Third Principal Meridian North of Railroad and South of Lake Street, Cook County, Illinois.

. DEPT-01 RECORDING \$31.50
. T43333 TRAN 3577 (11/19/92 10:19:00
. #7109 # *-92-868846
. COOK COUNTY RECORDER

PARCEL 2:

That part of the West Two-Thirds of Lot 6 and the East Two-Thirds of Lot 7 in Block 1 in Harlem, said Harlem being a subdivision by John S. Quick of a part of the Northeast quarter of Section 12, Township 39 North, Range 12 East of the Third Principal Meridian, lying North of a line 80 feet South of and parallel with the North line of said Lots 6 and 7 and lying East of a line 80 feet West of and parallel with the East line of Lot 1 in Schlund's Resubdivision of Lots 1, 2, 3, 4, 5 and the East One-Third of Lot 6 in Block 1 in said Harlem;

Also all that part of Lot 1 in Schlund's Subdivision of Lots 1, 2, 3, 4, 5 and the East One-Third of Lot 6 in Block 1 in Harlem Quick's Subdivision of part of the Northeast quarter of Section 12, Township 39 North, Range 12 East of the Third Principal Meridian lying North of a line beginning on the East line of and at a point 74 feet South of the North line of said Lot 1, thence in a Westerly direction parallel with the North line of said Lot 1, for a distance of 25 feet; thence in a Southerly direction parallel with the East line of said Lot 1, for a distance of 6 feet; thence in a Westerly direction to a point on the West line of and 80 feet South of the North line of said Lot 1, all in Cook County, Illinois.

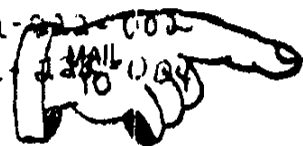
PARCEL 3:

Easement for the benefit of Parcel 2 as created by Easement Agreement made by and between Wieboldt Stores, Inc., a corporation of Illinois, and Lucille Martin, as Trustee under Trust Agreement dated November 7, 1935 and her successors and assigns, dated September 28, 1936 and recorded October 3, 1936 as Document No. 11889061 and re-recorded as Document No. 11894674 for the purpose of a driveway for trucks and delivery cars over the following

PIN# 15-12-222-001

15-12-222-002

15-12-222-003



RETURN TO:
LEXIS Document Services
135 South LaSalle, Suite 1162
Chicago, IL 60603

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described property: over that part of the land which lies North of a line 90 feet South of and parallel to the North line of said Lot 1 and Lots 6 and 7 hereinafter described as follows: that part of Lot 1 (except the East 16 feet thereof) in Schlund's Resubdivision of Lots 1,2,3,4 and 5 and the East 1/3 of Lot 6 in Block 1 in Harlem, Quick's subdivision of part of the Northeast Quarter of Section 12, Township 39 North, Range 12 East of the Third Principal Meridian, in River Forest, Cook County, Illinois, lying South of a line beginning at the East line of and at a point 74 feet South of the North line of said Lot 1; thence in a Westerly direction parallel with the North line of said Lot 1, for a distance of 25 feet; thence in a Southerly direction parallel with the East line of said Lot 1, for a distance of 6 feet; thence in a westerly direction to a point on the West line of and 80 feet South of the North line of said Lot 1, in Cook County, Illinois;

Also over that part of the West 2/3 of Lot 6 and the East 2/3 of Lot 7 in Harlem, said Harlem being a Subdivision of John S. Quick of a part of the Northeast Quarter of Section 12, Township 39 North, Range 12 East of the Third Principal Meridian, in Cook County, Illinois, lying South of a line 80 feet South of and parallel with the North line of said Lots 6 and 7 and lying East of a line 80 feet West of and parallel with the East line of Lot 1 in Schlund's Resubdivision of Lots 1,2,3,4,5 and the East 1/3 of Lot 6 in Block 1 in said Harlem, in Cook County, Illinois.

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EXHIBIT B

DESCRIPTION OF COLLATERAL

1. All fixtures and personal property now or hereafter owned by Debtor and attached to or contained in and used or useful in connection with the property described in Exhibit A attached hereto (the "Premises") or any of the improvements now or hereafter located thereon, including without limitation any and all air conditioners, antennae, appliances, apparatus, awnings, basins, bathtubs, boilers, bookcases, cabinets, carpets, coolers, curtains, dehumidifiers, disposals, doors, drapes, dryers, ducts, dynamos, elevators, engines, equipment, escalators, fans, fittings, floor coverings, furnaces, furnishings, furniture, hardware, heaters, humidifiers, incinerators, lighting, machinery, motors, ovens, pipes, plumbing, pumps, radiators, ranges, recreational facilities, refrigerators, screens, security systems, shades, shelving, sinks, sprinklers, stokers, stoves, toilets, ventilators, wall coverings, washers, windows, window coverings, wiring, all renewals or replacements thereof or articles in substitution therefor, and all property owned by Debtors and now or hereafter used for similar purposes in or on the Premises;

2. Articles or parts now or hereafter affixed to the property described in Paragraph 1 of this Exhibit B or used in connection with such property, any and all replacements for such property, and all other property of a similar type or used for similar purposes now or hereafter in or on the Premises or any of the improvements now or hereafter located thereon;

3. Debtor's right, title, and interest in all personal property used or to be used in connection with the operation of the Premises or the conduct of business thereon, including without limitation business equipment and inventories located on the Premises or elsewhere, together with files, books of account, and other records, wherever located;

4. Debtor's right, title, and interest in and to any and all contracts now or hereafter relating to the Premises and executed by any architects, engineers, or contractors, including all amendments, supplements, and revisions thereof, together with all Debtor's rights and remedies thereunder and the benefit of all covenants and warranties thereon, and also together with all drawings, designs, estimates, layouts, surveys, plats, plans, and specifications prepared by any architect, engineer, or contractor, including any amendments, supplements, and revisions thereof and

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the right to use and enjoy the same, as well as all other rights, licenses, permits, agreements, and test results relating to construction on the Premises;

5. Debtor's right, title, and interest in and to any and all contracts now or hereafter relating to the operation of the Premises or the conduct of business thereon, including without limitation all management and other service contracts, and the right to appropriate and use any and all trade names used or to be used in connection with such business;

6. Debtor's right, title, and interest in the rents, issues, deposits (including security deposits and utility deposits) and profits arising in connection with all leases, contracts and other agreements made or agreed to by any person or entity (including without limitation Debtor and Secured Party) with any person or entity, pertaining to all or any part of the Premises, whether such agreements have been heretofore or are hereafter made;

7. Debtor's right, title, and interest in all earnest money deposits, proceeds of contract sales, accounts receivable, and general intangibles relating to the Premises;

8. All rights in and proceeds from all fire and hazard, loss-of-income, and other non-liability insurance policies now or hereafter covering improvements now or hereafter located on the Premises, the use or occupancy thereof, or the business conducted thereon;

9. All awards or payments, including interest thereon, that may be made with respect to the Premises, whether from the right of the exercise of eminent domain (including any transfer made in lieu of the exercise of said right) or for any other injury to or decrease in volume of the Premises; and

10. All proceeds from the sale, transfer, or pledge of any or all of the foregoing property.

11. All funds now or hereafter deposited with Lender pursuant to any Pledge and Collateral Agreement.

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