

**MEMORANDUM OF
AMENDMENT TO FIRST AMENDED AND RESTATED
LOAN AGREEMENT, PROMISSORY NOTE AND MORTGAGE**

This MEMORANDUM OF AMENDMENT TO FIRST AMENDED AND RESTATED LOAN AGREEMENT, PROMISSORY NOTE AND MORTGAGE ("**Memorandum**") is made as of the 26th day of May, 1993, by and among NEW WEST FEDERAL SAVINGS AND LOAN ASSOCIATION, a federally chartered savings and loan association ("**New West**"), EQUITEC TOWER, LTD., an Illinois limited partnership ("**Beneficiary**"), and CHICAGO TITLE AND TRUST COMPANY, an Illinois corporation, not personally but as Trustee under Trust Agreement dated December 7, 1973, and known as Trust No. 63493 ("**Mortgagor**" - Beneficiary and Mortgagor being hereinafter sometimes collectively called "**Borrower**").

DEPT-01 RECORDING \$51.50
T#3333 TRAN 5922 06/11/93 12143100
#1231 # *-93-445518
COOK COUNTY RECORDER

RECITALS

A. FCA Mortgage Corporation, a California corporation, Beneficiary and Mortgagor previously entered into a certain First Amended and Restated Loan Agreement dated as of June 1, 1988 ("**Loan Agreement**") which related to a certain first mortgage loan ("**Loan**") in the stated maximum principal amount of \$104,950,000. The Loan is secured by a First Amended and Restated Mortgage, Assignment of Rents and Security Agreement dated as of June 1, 1988 ("**Mortgage**") on improved real estate located in the City of Chicago, Cook County, Illinois and legally described in **Exhibit A** attached hereto ("**Project**"). Mortgagor holds fee title to the Project. Beneficiary holds 100% of the beneficial interest in Mortgagor.

B. New West is the successor in interest to FCA with regard to the Loan, the Loan Agreement and the documents and instruments evidencing, securing or governing the disbursement of the Loan (collectively, the "**Loan Documents**"), and New West is the holder of the First Amended and Restated Promissory Note dated as of June 1, 1988 evidencing the Loan ("**Note**") and the Mortgage securing the Note.

C. New West and Borrower have reached agreement to resolve certain alleged defaults under the Loan Documents and to clarify New West's and Borrower's rights and obligations with respect to payments, deposits and disbursements, as more particularly set forth in the Amendment to First Amended and Restated Loan Agreement, Promissory Note and Mortgage dated as of December 10, 1992 ("**Amendment**") executed by New West, Beneficiary and Mortgagor. The Amendment is also executed by Fleetwood Realty Corporation, Series Nine Chicago Investors and Fleetwood Development Corporation.

D. New West, Beneficiary and Mortgagor desire to provide notice to interested parties of the Amendment.

MAIL TO:



HOPKINS & SUTTER
THREE FIRST NATIONAL PLAZA
SUITE 3800
CHICAGO ILL. 60602
ATTN. ALAN S. BRENNER

93445518

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NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and for the purposes set forth in the foregoing Recitals (which are incorporated into and form a part of this Memorandum), the parties agree as follows:

1. The Amendment set forth the agreement of the parties as to certain alleged defaults under the Loan Documents and clarify the parties' rights and obligations under the Loan Documents.

2. This Memorandum is subject to all of the terms, conditions, limitations, covenants and agreements of the Amendment. The Amendment is hereby incorporated by reference in this Memorandum for all purposes with the same effect as though all of the terms and conditions thereof were set forth herein in their entirety.

3. This Memorandum is executed by Chicago Title and Trust Company ("CT&T"), not personally but solely as Trustee as aforesaid in the exercise of the power and authority conferred upon and vested in it as Trustee. No personal liability shall be asserted or be enforceable against CT&T because of or in respect of this Memorandum or the making, issue, transfer or enforcement hereof, all such liability of CT&T, if any, being expressly waived by New West, and the sole remedy of New West against CT&T shall be as provided in the Loan Agreement, Note, Mortgage, Loan Documents, Amendment and Forbearance Agreement, and any other documents given to secure the Note, in accordance with the terms and provisions contained therein. The terms and provisions of paragraph (19) of Article VII of the Loan Agreement are hereby incorporated into this Memorandum by reference with the same force and effect as if such terms and provisions were set forth herein verbatim.

4. This Memorandum may be executed in two or more counterparts, each of which shall constitute an original, but all of which shall constitute one instrument. The parties hereto may execute this Memorandum by facsimile signature; each such executing party to promptly furnish a non-facsimile original signature counterpart.

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IN WITNESS WHEREOF, this Memorandum has been duly executed by the undersigned as of the date first above written.

EQUITEC TOWER, LTD., an Illinois limited partnership

By: **Fleetwood Development Corporation, an Illinois Corporation, general partner**

By: William Teinowitz
Its: Vice President

By: **Series Nine Chicago Investors, L.P., a California limited partnership, general partner**

By: **Series Nine General Corporation, a California corporation, general partner**

By: _____
Its: _____

CHICAGO TITLE AND TRUST COMPANY, not personally but solely as Trustee as aforesaid

By: _____
Its: _____

NEW WEST FEDERAL SAVINGS AND LOAN ASSOCIATION, a federally chartered savings and loan association

By: _____
Its: _____

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IN WITNESS WHEREOF, this Memorandum has been duly executed by the undersigned as of the date first above written.

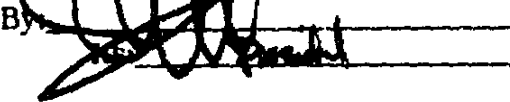
EQUITEC TOWER, LTD., an Illinois limited partnership

By: Fleetwood Development Corporation, an Illinois Corporation, general partner

By: _____
Its: _____

By: Series Nine Chicago Investors, L.P., a California limited partnership, general partner

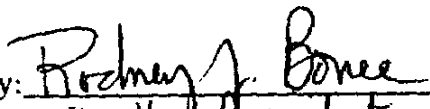
By: Series Nine General Corporation, a California Corporation, general partner

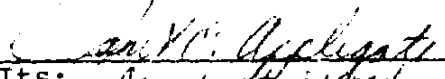
By:  _____

CHICAGO TITLE AND TRUST COMPANY, not personally but solely as Trustee as aforesaid

By: _____
Its: _____

NEW WEST FEDERAL SAVINGS AND LOAN ASSOCIATION, a federally chartered savings and loan association

By:  _____
Its: Vice President

By:  _____
Its: Assistant Secretary

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IN WITNESS WHEREOF, this Memorandum has been duly executed by the undersigned as of the date first above written.

EQUITEC TOWER, LTD., an Illinois limited partnership

By: Fleetwood Development Corporation, an Illinois Corporation, general partner

By: _____
Its: _____

By: Series Nine Chicago Investors, L.P., a California limited partnership, general partner

By: Series Nine General Corporation, a California corporation, general partner

By: _____
Its: _____

CHICAGO TITLE AND TRUST COMPANY, not personally but solely as Trustee as aforesaid

By: 
Its: _____

NEW WEST FEDERAL SAVINGS AND LOAN ASSOCIATION, a federally chartered savings and loan association

By: _____
Its: _____

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FLEETWOOD REALTY CORPORATION,
an Illinois corporation

By: William Teinowitz
Its: Vice President

SERIES NINE CHICAGO INVESTORS,
L.P., a California limited partnership, general partner

By: Series Nine General Corporation, a
California corporation, general partner

By: _____
Its: _____

FLEETWOOD DEVELOPMENT
CORPORATION, an Illinois corporation

By: William Teinowitz
Its: Vice President

This instrument was prepared by
and after recording should be
returned to:

Hopkins & Sutter
Three First National Plaza
Suite 3800
Chicago, Illinois 60602
Attention: Marc S. Brenner

Property of Cook County Clerk's Office

92633278

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FLEETWOOD REALTY CORPORATION,
an Illinois corporation

By: _____
Its: _____

SERIES NINE CHICAGO INVESTORS,
L.P., a California limited partnership, general partner

By: Series Nine General Corporation, a
California corporation, general partner

B. _____
Its: _____

FLEETWOOD DEVELOPMENT
CORPORATION, an Illinois corporation

By: _____
Its: _____

This instrument was prepared by
and after recording should be
returned to:

Hopkins & Sutter
Three First National Plaza
Suite 3800
Chicago, Illinois 60602
Attention: Marc S. Brenner

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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 WILLIAM TILINOWITZ, V.P. of Fleetwood Development Corporation, 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 for the benefit of said corporation, as general partner of Equitec Tower, for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 21 day of APRIL, 1993.

Christina Firneno
Notary Public

My Commission Expires: _____



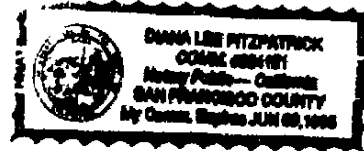
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STATE OF CALIFORNIA)
) SS
COUNTY OF SAN FRANCISCO)

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO HEREBY CERTIFY, that Steven Hightower of Series Nine General Corporation, 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 for the benefit of said corporation as general partner of Series Nine Chicago Investors, L.P., as general partner of Equitec Tower, Ltd. for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 8th day of April, 1993

Diana L. Fitzpatrick
Notary Public



My Commission Expires: June 8, 1995

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92-45518

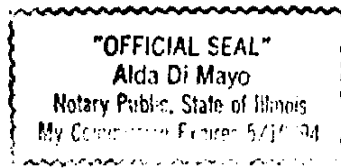
UNOFFICIAL COPY

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 DOROTHY CATALANO ~~FOR THE RECORD~~ of Chicago Title and Trust Company, 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 SHE signed and delivered the said instrument as HER own free and voluntary act for the benefit of said corporation, for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 25th day of MAY, 1993

Alda Di Mayo
Notary Public



My Commission Expires: _____

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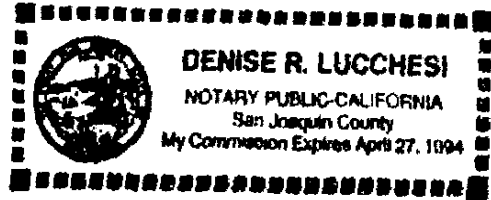
STATE OF CALIFORNIA)
) SS
COUNTY OF SAN JOAQUIN)

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO HEREBY CERTIFY, that Rodney J. Bovee, _____ of New West Federal Savings and Loan Association, 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 for the benefit of said banking association, for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 2 day of April, 1993

Denise R. Lucchesi
Notary Public

My Commission Expires: April 27 1994



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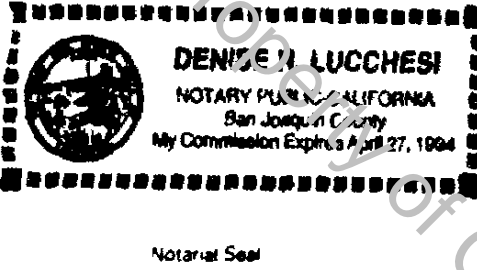
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STATE OF CALIFORNIA
COUNTY OF San Joaquin } ss.:
On April 2, 1993 before me, Denise R. Lucchesi, Notary Public,
personally appeared Tanet E. Applegate

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

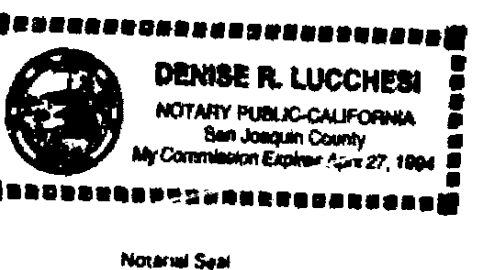
 Denise R. Lucchesi
Notary Public

Notarial Seal

STATE OF CALIFORNIA
COUNTY OF San Joaquin } ss.:
On April 2, 1993 before me, Denise R. Lucchesi, Notary Public,
personally appeared Rodney J. Bovee

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

 Denise R. Lucchesi
Notary Public

Notarial Seal

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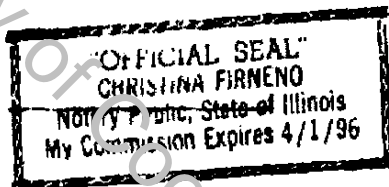
STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO HEREBY CERTIFY, that WILLIAM TEINOWITZ, V.P. of Fleetwood Development Corporation, 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 for the benefit of said corporation, for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 21 day of APRIL, 1993

Christina Firmeno
Notary Public

My Commission Expires:



PROPERTY OF COOK COUNTY CLERK'S OFFICE

92-45518

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STATE OF CALIFORNIA)
) SS
COUNTY OF SAN FRANCISCO)

I, the undersigned, a Notary Public in and for the County and State aforesaid, DO HEREBY CERTIFY, that Steven Hightower, President of Series Nine General Corporation, 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 for the benefit of said corporation, as general partner of Series Nine Chicago Investors, L.P., for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 28th day of May, 1993.

Diana Lee Fitzpatrick
Notary Public



My Commission Expires: June 09, 1995

Property of Cook County Clerk's Office

93-45518

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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 WILLIAM TEINOWITZ, V.P. of Fleetwood Development Corporation, 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 for the benefit of said corporation, for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 21 day of April, 1993

Christina Firrendo
Notary Public

My Commission Expires:



Property of Cook County Clerk's Office

93-40518

UNOFFICIAL COPY**SCHEDULE A****Legal Description****Parcel 1:**

Sub-lots 3, 4, and 5 in Field and Perkin's Subdivision of Lots 5, 6 and 7 and part of Lot 8 lying East of the East line of Franklin Street in Block 93 in School Section Addition in Section 16, Township 39 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois.

AREA = 23736.2 SQ. FT. OR 0.5449 ACRES

Parcel 2:

The South 22 feet 10 inches of Lot 9 in Bolles Subdivision of Lot 4 in Block 93 in School Section Addition to Chicago in Section 16, Township 39 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois.

AREA = 2921.7 SQ. FT. OR 0.0476 ACRES

Parcel 3:

That part of the private court lying North of and adjoining Lot 3 in Field and Perkin's Subdivision of Lots 5, 6, and 7 and that part of Lot 8 lying East of the East line of Franklin Street in Block 93 in School Section Addition to Chicago in Section 16, Township 39 North, Range 14 East of the Third Principal Meridian, lying South of and adjoining that portion of the vacated public alley as vacated by Ordinance of the City Council of the City of Chicago approved April 13, 1984 and recorded May 4, 1984 as Document No. 27072384, in Cook County, Illinois.

AREA = 927.2 SQ. FT. OR 0.0213 ACRES

Parcel 4:

All that vacated part of the East-West 20 foot public alley lying south of the South line of Lot 3 in Block 93 in School Section Addition to Chicago of Section 16, Township 39 North, Range 14 East of the Third Principal Meridian; lying South of the South line of Lot 9 in Subdivision of Lot 4 in Block 93 in School Section Addition aforementioned; lying West of the West line of Lot 5 in Field and Perkin's Subdivision of Lots 5, 6, 7 and that part of Lot 8 lying East of the East line of South Franklin Street all in Block 93 in School Section Addition aforementioned; lying South of the South line of Lot 5 in Field and Perkin's Subdivision aforementioned; lying West of the West

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line of Lot 4 in Field and Perkin's Subdivision aforementioned; lying North of the North line of the East-West private court North of and adjoining Lots 2 and 3 in Field and Perkin's Subdivision aforementioned; and lying East of the Northwardly extension of the West line of Lot 3 in Field and Perkin's Subdivision aforementioned; said vacated part of the public alley being further described as the East 48 feet, more or less, of the East-West 20 foot public alley in the block bounded by West Monroe Street, West Adams Street, South Franklin Street, and South Wells Street.

AREA = 2849.02 SQ. FT. OR 0.065 ACRES

Parcel 5:

Easement for passageway for the benefit of Parcel 1 as created by decree entered January 31, 1908, in Case No. 208855, Superior Court of Cook County, Illinois over the North 20 feet of Lot 1 in Perkin's and Field's Subdivision of Lots 5, 6, and 7 and part of Lot 8 in Block 93 in School Section Addition aforesaid and over the North 20 feet of that part of the private alley lying East of and adjoining said Lot 1 in Perkin's and Field's Subdivision aforesaid, all in Cook County, Illinois.

AREA = 923.01 SQ. FT. OR 0.0212 ACRES

Parcel 6:

The South 22 feet 10 inches of that part of original Lot 4 lying West of the West line of the Subdivision of original Lot 4 and East of the line of original Lot 3 (said East line of Lot East being also the East line of the 10 foot private alley in Block 93 in School Section Addition to Chicago in Section 16, Township 39 North, Range 14 East of the Third Principal Meridian, in Cook County, Illinois.

KNOWN AS 200 W ADAMS ST., CHICAGO, ILLINOIS

P. I. N.: 17-16-209-007; 17-16-209-009; 17-16-209-010;
17-16-209-011

92-45518

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10/10/2010