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MORTGAGE MODIFICATION AGREEMENT

AGREEMENT dated as of November 5, 1992 between Stephen V. Camp and Laura Camp, married to each other, and Richard Sefcik, married to Janice Sefcik ("Mortgagor"); First Illinois Bank & Trust, n/k/a Bank One, LaGrange ("Bank"); and Arlington Heights Animal Hospital, Inc., an Illinois corporation ("Guarantor").

29-92

RECITALS

- A. Mortgagor is indebted to Bank in the principal sum of Eight Hundred Seventy Thousand Dollars (\$870,000.00) as evidenced by a Mortgage Note ("Note") dated as of February 21, 1992, which Note is secured in part by a Mortgage, Security Agreement and Financing Statement ("Mortgage") applicable to the property commonly known as 1900 South Arlington Heights Road, Arlington Heights, Illinois, legally described on Exhibit A attached hereto, which document was recorded with the Cook County Recorder of Deeds as Document Number 92-125505 on February 27, 1992.
- B. The Note is also secured by the Guaranty of Payment and Performance dated as of February 21, 1992, executed by the Guarantor.
- C. Mortgagor and Guarantor have requested an additional loan in the amount of Two Hundred Thirty Thousand Dollars (\$230,000.00) and an extension of the maturity date of the Note from March 1, 1993 to May 1, 1993 and Bank is willing to grant such additional loan and extension of the maturity date pursuant to the terms and provisions of this Agreement and the Promissory Note dated November 5, 1992 in the principal sum of One Million One Hundred Thousand Dollars (\$1,100,000.00) ("Replacement Note").

NOW, THEREFORE, in consideration of the above Recitals, the parties hereto do hereby acknowledge and agree as follows:

- 1. Mortgagor and Guarantor do hereby acknowledge that the Mortgage, Guaranty and other applicable Security Documents are in full force and effect.
- 2. The Mortgage and other Security Documents are hereby modified to provide that such instruments continue to be granted as collateral security for repayment of the Replacement Note.
- 3. Guarantor does hereby reaffirm and ratify its Guaranty.
- 4. In all other respects, the Mortgage and other applicable Security Documents are hereby ratified and reaffirmed.

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Prepared By: [Signature]
BRIAN K. DALL
BANK ONE ILLINOIS CORPORATION
870 OGDON
EVANSTON, IL 60201

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In all other respects, the Mortgage and other applicable Security Documents are hereby ratified and reaffirmed.

Dated at LaGrange, Illinois as of the date first above written.

MORTGAGOR:

Stephen V. Camp
Stephen V. Camp

Laura Camp
Laura Camp

Richard Sefcik
Richard Sefcik

BANK:

BANK ONE, LAGRANGE, f/k/a First Illinois Bank & Trust

By: [Signature]
Its: A/P

GUARANTORS:

Arlington Heights Animal Hospital, Inc.,
an Illinois corporation

By: Stephen V. Camp
Its: President

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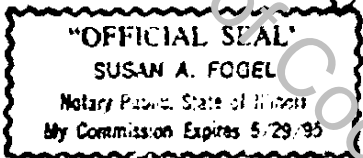
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STATE OF ILLINOIS)
)SS
COUNTY OF Cook)

I, Susan A. Fogel, a notary public in and for the state and county aforesaid, DO HEREBY CERTIFY, that _____

Stephen V. Camp and Laura Camp
personally known to me to be the same person(s) whose name(s) (S/FP)
subscribed to the foregoing instrument, appeared before me this day in person,
and acknowledged that (s)he (they) signed, sealed and delivered the said
instrument as (his/her/their) free and voluntary act, for the uses and
purposes and in the capacity (if any) therein set forth. Given under my hand
and seal this 27th day of January, 1993

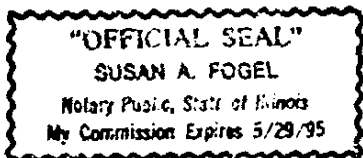


Susan A. Fogel
Notary Public

STATE OF ILLINOIS)
)SS
COUNTY OF Cook)

I, Susan A. Fogel, a notary public in and for the state and county aforesaid, DO HEREBY CERTIFY, that _____

Richard Seifick
personally known to me to be the same person(s) whose name(s) (is/are)
subscribed to the foregoing instrument, appeared before me this day in person,
and acknowledged that (s)he (they) signed, sealed and delivered the said
instrument as (his/her/their) free and voluntary act, for the uses and
purposes and in the capacity (if any) therein set forth. Given under my hand
and seal this 27th day of January, 1993



Susan A. Fogel
Notary Public

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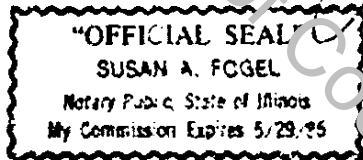
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STATE OF ILLINOIS)
COUNTY OF Cook)SS

I, Susan A. Fogel, a notary public in and for the state and county aforesaid, DO HEREBY CERTIFY, that

Todd M. Birch
personally known to me to be the same person(s) whose name(s) ~~(is/are)~~ subscribed to the foregoing instrument, appeared before me this day in person, and acknowledged that ~~(s/he)~~ ~~(they)~~ signed, sealed and delivered the said instrument as ~~(his/her/their)~~ free and voluntary act, for the uses and purposes and in the capacity (if any) therein set forth. Given under my hand and seal this 27 day of January, 1973



Susan A. Fogel
Notary Public

Cook County Clerk's Office

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EXHIBIT A

LEGAL DESCRIPTION

That part of Lot 5 in Barnes Farm in Sections 9, 10, 15 and 16, Township 41 North, Range 11 East of the Third Principal Meridian, described as follows: Beginning at Intersection of East Line of said Lot 5, being center line of Arlington Heights Road with the North Line of said Section 16; Thence West along the North Line of said Section 16, a distance of 190 feet; thence Southerly parallel with the center line of Arlington Heights Road, a distance of 164 feet; thence East parallel with the North Line of said Section 16 aforesaid, a distance of 190 feet to the center line of said Arlington Heights Road; thence Northerly along center line of said road, 164 to point of beginning, all in Cook County, Illinois.

PIN: 08-16-200-024-0000

COMMON ADDRESS: 1900 SOUTH ARLINGTON HEIGHTS ROAD, ARLINGTON HEIGHTS, IL

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