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SUPPLEMENT TO MEMORANDUM OF LEASE

This Supplement to Memorandum of Lease dated May 2, 1994, is between American National Bank and Trust Company of Chicago, as Trustee under Trust Number 102332-03, Landlord, whose address is c/o Allegiance Realty Group, Inc., 4849 Golf Road, Skokie, Illinois 60077, and Leaps & Bounds, Inc., Tenant, whose address is 1100 West 22nd Street, Oak Brook, Illinois 60521, and is intended to update and add to that certain Memorandum of Lease dated September 30, 1993, between Landlord and Tenant covering the premises described on Exhibit A attached to this Supplement, which Memorandum of Lease was recorded with the Cook County Office of the County Recorder on November 12, 1993, as Document Number 93923798.

As provided by the terms and conditions in the Store Lease dated September 30, 1993, between Landlord and Tenant, this Supplement is recorded to affirm that the date upon which the original term of the Lease shall expire is March 30, 2004, unless sooner terminated as provided in the Lease.

To indicate their agreement to the above, the parties or their authorized representatives or officers have signed this document.

RECORDING \$27.50
749999 TRAN 4174 06/08/94 13:25:00
3761 DW *-94-506675
COOK COUNTY RECORDER

LANDLORD:

American National Bank and Trust Company of Chicago, as Trustee under Trust Number 102332-03
By: Allegiance Realty Group, Inc., F/K/A Balcor Property Management, Inc. as authorized agent

TENANT:

Leaps & Bounds, Inc.

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By: [Signature] (SEAL)

Al Diaz, Senior Vice President

ATTEST: [Signature] (SEAL)

DATE: May 24, 1994

WITNESS: Jeanne Benton

By: [Signature]

Vice President

ATTEST: [Signature] (SEAL)

Staff Director

DATE: 5-2-94

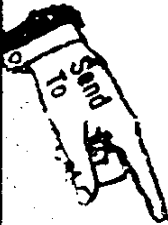
WITNESS: Barbara Shubiszewski

Prepared by and Return to:
Edward J. Pacana, Esq.
Real Estate/Legal Department
Leaps & Bounds, Inc.
1100 West 22nd Street
Oak Brook, IL 60521

2750



1st Am. Title



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7 4 5 0 1 6 7 5

ACKNOWLEDGMENT - LEAPS & BOUNDS, INC.

STATE OF ILLINOIS)

) SS:

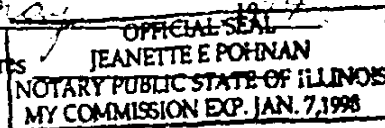
COUNTY OF DUPAGE)

I, Jeanette E. Pohnan, a Notary Public in and for the county and state aforesaid, DO HEREBY CERTIFY that Joseph M. Beckwith, Vice-President and Edward J. Pacana, Staff Director of Leaps & Bounds, Inc., a Delaware corporation, who are personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such Vice-President and Staff Director appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as their free and voluntary act as such Vice-President and Staff Director respectively 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 6th day of May, 1994

Jeanette E. Pohnan
Notary Public

My commission expires



ACKNOWLEDGMENT - CORPORATE

STATE OF Illinois)

) SS:

COUNTY OF Cook)

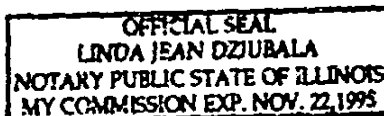
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I, Linda Jean Dzubala, a Notary Public in and for the county and state aforesaid, DO HEREBY CERTIFY that A. Diaz, ^{SE. VICE} President and MARIE FINE, ASST. Secretary of ALLIANCE REALTY GROUP, INC., a(n) ILLINOIS corporation, who are personally known to me to be the persons whose names are subscribed to the foregoing instrument as such ^{SE. VICE} President and ^{ASST.} Secretary respectively, appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as their free and voluntary act as such ^{SE. VICE} President and ^{ASST.} Secretary respectively, 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 24th day of May, 1994.

Linda Jean Dzubala
Notary Public

My commission expires 11-22-95



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IN BANBURY THIRD CONSOLIDATION, RECORDED MARCH 27, 1987 AS DOCUMENT 53, BEING A CONSOLIDATION OF PART OF LOT 1 IN BANBURY SECOND CONSOLIDATION AND PART OF LOT "A" IN CALHOUN NORTON CONSOLIDATION, BOTH IN THE NORTHWEST 1/4 OF SECTION 24, TOWNSHIP 41 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN IN COOK COUNTY, ILLINOIS.

RECEIVING THEREFROM THE FOLLOWING:

PART OF LOT 1 IN BANBURY CONSOLIDATION IN THE NORTHWEST 1/4 OF SECTION 24, TOWNSHIP 41 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 19, 1986 AS DOCUMENT NUMBER 86107329 AND FILED MARCH 19, 1986 AS DOCUMENT NUMBER 3502281, DESCRIBED AS FOLLOWS:

BEGINNING AT THE MOST EASTERLY SOUTHERLY CORNER OF SAID LOT 1; THENCE NORTHERLY ALONG THE EAST LINE OF SAID LOT 1, A DISTANCE OF 19.88 FEET; THENCE WESTERLY AT RIGHT ANGLES TO THE EAST LINE OF LOT 1, A DISTANCE OF 15.00 FEET; THENCE NORTHERLY, PARALLEL WITH THE EAST LINE OF LOT 1, A DISTANCE OF 2.00 FEET TO THE POINT OF BEGINNING; THENCE WESTERLY, AT RIGHT ANGLES TO THE EAST LINE OF LOT 1, A DISTANCE OF 307.33 FEET; THENCE NORTHERLY, PARALLEL WITH THE EAST LINE OF LOT 1, A DISTANCE OF 38.00 FEET; THENCE WESTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED LINE, A DISTANCE OF 195.00 FEET; THENCE NORTHERLY, PARALLEL WITH THE EAST LINE OF LOT 1, A DISTANCE OF 195.00 FEET; THENCE EASTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED LINE, A DISTANCE OF 193.33 FEET; THENCE SOUTHERLY, PARALLEL WITH THE EAST LINE OF LOT 1, A DISTANCE OF 233.00 FEET TO THE PLACE OF BEGINNING, IN COOK COUNTY, ILLINOIS.

RECEIVING THEREFROM:

LOT 1 IN BANBURY CONSOLIDATION IN THE NORTHWEST 1/4 OF SECTION 24, TOWNSHIP 41 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN RECORDED MARCH 19, 1986 AS DOCUMENT NUMBER 86107329 AND FILED MARCH 19, 1986 AS DOCUMENT NUMBER 3502281, DESCRIBED AS FOLLOWS:

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BEGINNING AT THE MOST EASTERLY SOUTHERLY CORNER OF SAID LOT 1; THENCE NORTHERLY ALONG THE EAST LINE OF LOT 1, A DISTANCE OF 19.88 FEET; THENCE WESTERLY AT RIGHT ANGLES TO THE EAST LINE OF LOT 1, A DISTANCE OF 15.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING WESTERLY, AT RIGHT ANGLES TO THE EAST LINE OF LOT 1, A DISTANCE OF 90.00 FEET; THENCE NORTHERLY, PARALLEL WITH THE EAST LINE OF LOT 1, A DISTANCE OF 235.00 FEET; THENCE WESTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED LINE, A DISTANCE OF 75.00 FEET; THENCE NORTHERLY, PARALLEL WITH THE EAST LINE OF LOT 1, A DISTANCE OF 75.00 FEET; THENCE EASTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED LINE, A DISTANCE OF 15.00 FEET; THENCE SOUTHERLY, PARALLEL WITH THE EAST LINE OF LOT 1, A DISTANCE OF 240.00 FEET TO THE PLACE OF BEGINNING, IN COOK COUNTY,

EXHIBIT A

10-24-108-032

10-24-108-033

10-24-108-034

SW corner of Dempster & Dodge

Granston, IL

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ALSO EXCEPTING THEREFROM:

THAT PART OF BANBURY THIRD CONSOLIDATION, BEING A CONSOLIDATION PLAT RECORDED AS DOCUMENT NO. 87162463, LEGALLY DESCRIBED AS FOLLOWS:

THAT PART OF LOTS 8, 9, 10, 11 AND 12 IN BLOCK 2 IN GROVER AND PITNER'S ADDITION TO EVANSTON, A SUBDIVISION OF THE SOUTHWEST 1/4 OF THE NORTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 24, TOWNSHIP 41 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF SAID LOT 12 AT ITS INTERSECTION WITH A LINE DRAWN 45.00 FEET NORTHWESTERLY OF AND PARALLEL WITH THE CENTERLINE BETWEEN THE TWO MAIN TRACKS (THE NORTHWESTERLY OF TWO MAIN TRACKS HAVING BEEN REMOVED) OF THE CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, AS SAID CENTERLINE WAS ORIGINALLY LOCATED AND ESTABLISHED; THENCE NORTHEASTERLY PARALLEL WITH SAID ORIGINAL CENTERLINE A DISTANCE OF 241.64 FEET; THENCE SOUTHEASTERLY AT RIGHT ANGLES TO THE LAST DESCRIBED LINE, A DISTANCE OF 5.00 FEET; THENCE SOUTHWESTERLY, ALONG A LINE DRAWN 40.00 FEET NORTHWESTERLY OF AND PARALLEL WITH THE AFORESAID ORIGINAL CENTERLINE, A DISTANCE OF 239.38 FEET TO THE POINT OF INTERSECTION WITH THE SOUTH LINE OF LOT 12 AFORESAID; THENCE WEST ALONG SAID SOUTH LINE A DISTANCE OF 5.49 FEET TO THE HEREINABOVE DESCRIBED POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS.

EXHIBIT A

(Contd.)

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