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COOK COUNTY, ILLINOIS
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THE TRUSTEES OF MELLON PARTICIPATING MORTGAGE TRUST COMMERCIAL
PROPERTIES SERIES 85/10, a Massachusetts business trust, having its principal place of business
and chief executive office c/o Mellon/McMahan Real Estate Advisors, Inc., 444 Market Street, Suite
2100, San Francisco, California 94111

TO

AURORA SPC, INC., a Maryland corporation, having its principal
place of business at 210 West Pennsylvania Avenue, Suite 610, Towson, Maryland 21204

TRANSFER AND ASSIGNMENT
(Lincoln Mall)

Dated as of April 16, 1994

Location: Lincoln Highway/Cicero Avenue, Matteson, Illinois

Permanent Tax No. 31-22-300-023

PREPARED BY AND RECORD AND RETURN TO:

Thomas L. Totten, Esquire
Piper & Marbury
36 South Charles Street
Baltimore, Maryland 21201

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BOX 300 CT1

1 of 1
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10-5037867

Handwritten initials/signature

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TRANSFER AND ASSIGNMENT (Lincoln Mall)

Dated as of April 15, 1994

FOR VALUE RECEIVED, the undersigned, THE TRUSTEES OF MELLON PARTICIPATING MORTGAGE TRUST COMMERCIAL PROPERTIES SERIES 85/10, a Massachusetts business trust, acting in its capacity as lender and as agent for the Participants (as defined in the Loan Purchase Agreement described hereinbelow), ("Assignor") does hereby transfer, assign and convey unto AURORA SPC, INC., a Maryland corporation ("Assignee"), without recourse, and, except as expressly provided in that certain Loan Purchase Agreement between Assignor and Aurora Capital, Inc. ("Aurora") dated as of December 1, 1993, as amended by that First Amendment to Loan Purchase Agreement dated as of January 31, 1994, by that Second Amendment to Loan Purchase Agreement dated as of February 28, 1994, by that Third Amendment to Loan Purchase Agreement dated as of March 15, 1994 and by that Fourth Amendment to Loan Purchase Agreement dated as of March 31, 1994 (collectively, the "Loan Purchase Agreement," which Loan Purchase Agreement, and all of its right, title and interest therein, Aurora has assigned to Assignee by that Assignment and Assumption of Loan Purchase Agreement dated as of the date hereof), without representation or warranty, the following relating to the property described on Exhibit A attached hereto.

(a) that certain Mortgage dated as of October 31, 1985 and recorded as Instrument Number 85261571 in Cook County, Illinois initially given to the undersigned by Chicago Title and Trust Company, as trustee under Trust Agreement dated June 15, 1985, and known as Trust No 1085200, and Illinois Partners Limited Partnership, a Maryland limited partnership, formerly known as Six Anchors Limited Partnership, as amended and restated by that certain Amended and Restated Mortgage effective as of January 1, 1993 but dated as of September 28, 1993 and recorded as Instrument Number 93820410 in Cook County, Illinois, together with the indebtedness secured thereby, the real and personal property described therein, and all right, title, interest, privileges and powers of Assignor and the Participants in and to said property and in or under said Mortgage;

(b) that certain Assignment of Lease dated as of October 31, 1985 and recorded as Instrument Number 85261573 in Cook County, Illinois among Assignor, Chicago Title and Trust Company, as trustee under Trust Agreement dated June 15, 1985, and known as Trust No 1085200, and Illinois Partners Limited Partnership, a Maryland limited partnership, formerly known as Six Anchors Limited Partnership, as amended by that certain Amendatory Agreement effective as of January 1, 1993 but dated as of September 28, 1993 and recorded as Instrument Number 93820411 in Cook County, Illinois, together with the indebtedness secured thereby, the real and personal property described therein, and all right, title, interest, privileges and powers of Assignor and the Participants in and to said property and in or under said Assignment of Lease and Amendatory Agreement, and

(c) that certain Subordination, Non-Disturbance and Attornment Agreement dated as of October 31, 1985 and recorded as Instrument Number 85261574 in Cook County, Illinois among Assignor and CPS Realty Partnership, an Illinois general partnership, and all right, title, interest, privileges and powers of the Assignor and the Participants in or under said Subordination, Non-Disturbance and Attornment Agreement.

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This Transfer and Assignment shall be binding upon the undersigned, its successors, legal representatives and assigns, and shall inure to the benefit of AURORA SPC, INC., its successors, legal representatives and assigns. The assignment of the aforementioned documents hereby "without recourse" shall not be deemed to be a limitation of any rights Assignee may have under the Loan Purchase Agreement against Assignor as a result of any breach by Assignor of its representations and warranties thereunder.

IN WITNESS WHEREOF, the undersigned acting by and through its duly authorized officers has caused this Transfer and Assignment to be executed under seal on this 30 day of March, 1994

THE TRUSTEES OF MELLON PARTICIPATING MORTGAGE TRUST COMMERCIAL PROPERTIES SERIES 85/10, a Massachusetts business trust

By: [Signature]
Name: JOHN MERTAW
Title: TRUSTEE

STATE OF _____)

COUNTY OF _____) ss:

On this the ____ day of March, 1994, before _____, the undersigned officer, personally appeared _____, who acknowledged himself to be the _____ of THE TRUSTEES OF MELLON PARTICIPATING MORTGAGE TRUST COMMERCIAL PROPERTIES SERIES 85/10, a Trust, and that he, as such _____ being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the Trust by himself as _____

IN WITNESS WHEREOF, I have hereunto set my hand and official seal

Notary Public in and for said State

Print Name

My commission expires:

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Property of Cook County Clerk's Office

State of California

County of San Francisco

On 3-30-94 before me, Debbie Choy Wayne, Notary Public,
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared John McMahan
NAME(S) OF SIGNER(S)

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.

Debbie Choy Wayne
SIGNATURE OF NOTARY

OPTIONAL SECTION
CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
President
TITLE(S)
- PARTNER(S) LIMITED
 GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

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SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

Trustees of Mellon
Participating Mortgage
Trust Commercial
Properties Series 85/1

OPTIONAL SECTION

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

TITLE OR TYPE OF DOCUMENT Transfer Assignment

NUMBER OF PAGES _____ DATE OF DOCUMENT _____

SIGNER(S) OTHER THAN NAMED ABOVE _____

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

Lincoln Highway/Cicero Avenue
Matteson, Illinois
Cook County
PIN 31-22-300-023

PARCEL 1:

LOT 2 IN LINCOLN MALL, BEING A SUBDIVISION OF PART OF THE SOUTHWEST 1/4 OF SECTION 22, TOWNSHIP 35 NORTH, RANGE 13 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

PARCEL 2:

THE RECIPROCAL AND NON-EXCLUSIVE EASEMENTS FOR INGRESS AND EGRESS, PARKING OF VEHICLES, PASSAGE AND ACCOMMODATION OF PEDESTRIANS, THE INSTALLATION, OPERATION, MAINTENANCE, REPAIR, REPLACEMENT, RELOCATION AND REMOVAL OF STORM AND SANITARY SEWERS, WATER LINES AND GAS MAINS, ELECTRICAL POWER LINES, TELEPHONE LINES AND OTHER UTILITY LINES, STORM WATER RETENTION BASIN, FIRE PROTECTION WATER STORAGE TANK AND PUMPHOUSE FACILITIES, THE CONSTRUCTION, RECONSTRUCTION, ERECTION AND MAINTENANCE OF COMMON FOUNDATIONS, FOOTINGS, SUPPORTS, CANOPIES, ROOFS, BUILDING AND OTHER OVERHANGS, AWNINGS, ALARM BELLS, SIGNS, LIGHTS AND LIGHTING DEVICES, UTILITY VAULTS AND OTHER SIMILAR APPURTENANCES, AND FOR THE PURPOSE OF THE DEVELOPMENT AND CONSTRUCTION OR RECONSTRUCTION OF IMPROVEMENTS, CREATED AND GRANTED AS APPURTENANCES TO THE AFORESAID PARCEL 1, ALL CREATED, DEFINED AND LIMITED BY THAT CERTAIN RECIPROCAL CONSTRUCTION OPERATION AND EASEMENT AGREEMENT DATED MARCH 7, 1972 AND RECORDED ON MARCH 24TH 1972 AS DOCUMENT NUMBER 21846183 BY AND BETWEEN CHICAGO TITLE AND TRUST COMPANY, A CORPORATION OF ILLINOIS, AS TRUSTEE UNDER TRUST AGREEMENT DATED JUNE 4, 1971 AND KNOWN AS TRUST NUMBER 57420, CARSON FRIE SCOTT AND COMPANY, A DELAWARE CORPORATION, J. C. FERRY PROPERTIES, INC., A DELAWARE CORPORATION, MONTGOMERY WARD DEVELOPMENT CORPORATION, A DELAWARE CORPORATION AND WIEBOLDT STORES, INC., AN ILLINOIS CORPORATION, IN, ON, OVER, UPON AND UNDER LOTS 1, 2, 3, 4, 5 AND 6 IN LINCOLN MALL SUBDIVISION AFORESAID AS SHOWN ON THE PLAT PLAN ATTACHED TO SAID RECIPROCAL CONSTRUCTION OPERATION AND EASEMENT AGREEMENT

PARCEL 3:

THE RECIPROCAL AND NON-EXCLUSIVE EASEMENTS FOR INGRESS AND EGRESS AND FOR THE INSTALLATION, OPERATION, MAINTENANCE, REPAIR, REPLACEMENT, RELOCATION AND REMOVAL OF STORM AND SANITARY SEWERS, WATER LINES AND GAS MAINS, ELECTRICAL POWER LINES, TELEPHONE LINES AND OTHER UTILITY LINES, CREATED AND GRANTED AS APPURTENANCES TO THE AFORESAID PARCEL 1, ALL CREATED, DEFINED AND LIMITED BY THE CERTAIN TOTAL SITE AGREEMENT DATED MARCH 7, 1972 AND RECORDED MARCH 24, 1972 AS DOCUMENT 21846182 BY AND BETWEEN CHICAGO TITLE AND TRUST COMPANY, A CORPORATION OF ILLINOIS, AS TRUSTEE UNDER TRUST AGREEMENT DATED JUNE 4, 1971 AND KNOWN AS TRUST NUMBER 57420, CARSON FRIE SCOTT AND COMPANY, A DELAWARE CORPORATION, MONTGOMERY WARD DEVELOPMENT CORPORATION, A DELAWARE CORPORATION, WIEBOLDT STORES, INC., AN ILLINOIS CORPORATION, AND CHICAGO TITLE AND TRUST COMPANY, A CORPORATION OF ILLINOIS, AS TRUSTEE UNDER TRUST AGREEMENT DATED JULY 30, 1971 AND KNOWN AS TRUST NUMBER 57855, IN, ON, OVER, UPON AND UNDER LOTS 1, 3, 4, 5, 8, 9, 10, 11 AND 12 IN LINCOLN MALL SUBDIVISION AFORESAID AS SHOWN ON THE PLAT PLAN ATTACHED TO THE SAID TOTAL SITE AGREEMENT

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