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COMMONWEALTH LAND
TITLE INSURANCE COMPANY
30 N. LaSalle, Suite 800
Chicago, IL 60602

H455-0639

96511324

**TERMINATION OF
AGREEMENT**

DEPT-01 RECORDING \$27.50
T#7777 TRAN 5365 07/03/96 11:38:00
#2314 ÷ LM *-96-511324
COOK COUNTY RECORDER

KNOW ALL MEN BY
THESE PRESENTS

This space reserved for Recorder's use only.

THAT PROMUS HOTELS, INC., successor in interest to EMBASSY SUITES, INC., a Delaware corporation ("Grantor"), whose address is 755 Crossover Lane, Memphis, Tennessee, for and in consideration of the performance by Deerfield Hotel Limited Partnership, an Illinois limited Partnership, whose address is 211 E. Ontario, Suite 400, Chicago, Illinois 60611, ("Grantee") of the obligations set forth under that certain Agreement (the "Agreement") dated April 24, 1992, between Grantor and Grantee and relating to property commonly known as the Deerfield Embassy Suites Hotel and more particularly described on Exhibit "A" attached hereto, and in consideration of the sum of one dollar and for other good and valuable considerations, the receipt whereof is hereby acknowledged, does hereby remise, release, convey and quit-claim unto Grantee, its successors and assigns, all the right, title, interest, claim or demand whatsoever Grantor may have acquired in, through or by the Agreement, and the Agreement shall no longer govern the actions of Grantee.

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WITNESS its hand and seal this 20th day of June, 1996.

PROMUS HOTELS, INC., successor in interest to
EMBASSY SUITES, INC., a Delaware corporation

By: M. Ronald Halpern
Name: M. Ronald Halpern
Title: Vice President

27/50
DMM

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STATE OF TENNESSEE
COUNTY OF SHELBY

I, Julia A. Hill, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY, that M. Ronald Halpern, personally known to me to be the Vice President of Promus Hotels, Inc., successor in interest to Embassy Suites, Inc., a Delaware corporation, whose name is subscribed to the within Instrument, appeared before me this day in person and acknowledged that as such Vice President he signed and delivered the said Instrument as Vice President of said corporation as his free and voluntary act and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal, this 20th day of June, 1996.

Julia A. Hill
Notary Public

My Commission Expires:

My Commission Expires September 15, 1997

This Instrument Prepared By
and Should Be Returned To:
William A. Rudnick, Esquire
Rudnick & Wolfe
203 North LaSalle Street
Chicago, Illinois 60601

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EXHIBIT A

Legal Description

PAGE 1:

LOT 4 IN ASSOCIATE CENTER, BEING A SUBDIVISION IN SECTIONS 5 AND 6, TOWNSHIP 42 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAN THEREON RECORDED MARCH 14, 1985 AS DOCUMENT NUMBER 27478113, IN COOK COUNTY, ILLINOIS;

PAGE 2:

NON-EXCLUSIVE EASEMENT APPOINTMENT TO AND FOR THE BENEFIT OF PARCEL A FOR TRAVEL AND SERVICES AND ACCESS OVER AND ACROSS THE FOLLOWING SPECIFIED REAL ESTATE AS CREATED BY GRANT OF EASEMENT DATED FEBRUARY 7, 1984 AND RECORDED AS DOCUMENT NUMBER 2703267, AS AMENDED BY AMENDMENT TO GRANT OF EASEMENT RECORDED AS DOCUMENT NUMBER 27418488; AND AS FURTHER AMENDED BY SECOND AMENDMENT TO GRANT OF EASEMENT RECORDED AS DOCUMENT 2811227, AND RECORDED AS DOCUMENT 2810210;

THE SOUTH 47 FEET OF THE NORTH 140 FEET OF THE NORTH 1/2 OF THE WEST 1/2 OF LOT 2 (ACROSS THE EAST 25 FEET THEREOF) OF THE NORTHWEST 1/4 OF SECTION 5, TOWNSHIP 42 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, ALSO THE SOUTH 47 FEET OF THE (ACROSS THE EAST 25 FEET THEREOF) OF THE WEST 1/2 OF THE NORTHWEST 1/4 OF SECTION 5, TOWNSHIP 42 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS;

AND

A STRIP OF LAND 10 FEET WIDE, BEGINNING 63 FEET NORTH FROM THE SOUTH CORNER OF THE LINE OF COUNTY ROAD NO. 6, THE CENTER LINE OF SAID 10 FOOT WIDE STRIP BEING A LINE PARALLEL TO AND 54.44 FEET WEST OF THE EAST LINE OF THE WEST 1/2 OF LOT 2 OF THE NORTHWEST 1/4 OF SECTION 5, TOWNSHIP 42 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS;

AND

THAT PART OF THE SOUTH 1/2 OF THE WEST 1/2 OF LOT 2 IN THE NORTHWEST 1/4 OF SECTION 5, TOWNSHIP 42 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, BEGINNING AS SHOWN ON THE INTRODUCTION OF THE POWER POINT BY THE LINE OF COUNTY ROAD NO. 6 WITH A LINE 100.00 FEET LONG OF AND PARALLEL WITH THE WEST LINE OF SECTION 5 APPROXIMATELY, THENCE NORTH 80 DEGREES 10 MINUTES, 07 SECONDS WEST ALONG SAID LINE OF THE LINE FOR A DISTANCE OF 61.00 FEET; THENCE SOUTH 70 DEGREES 40 MINUTES, 13 SECONDS EAST 33.15 FEET TO A POINT OF CURVE; THENCE SOUTHWEST ALONG AN ARC OF A CIRCLE CENTER EASTWARD AND HAVING A RADIUS OF 20.11 FEET FOR A DISTANCE OF 47.04 FEET TO A POINT OF TANGENCY; THENCE SOUTH 80 DEGREES 40 MINUTES, 07 SECONDS WEST 14.45 FEET TO A LINE 10 FEET SOUTH OF AND PARALLEL WITH THE SOUTH LINE OF SAID LINE OF WAY; THENCE SOUTH 80 DEGREES, 07 SECONDS EAST ALONG SAID PARALLEL LINE 111.77 FEET; THENCE SOUTHWEST ALONG AN ARC OF A CIRCLE CENTER WESTWARD AND HAVING A RADIUS OF 23.0 FEET FOR A DISTANCE OF 70.09 FEET TO A POINT OF TANGENCY (THE CORNER OF SAID ARC HAVING A BEARING OF NORTH 10 DEGREES, 12 MINUTES, 06 SECONDS EAST); THENCE SOUTH 80 DEGREES, 07 SECONDS EAST 30.04 FEET TO THE SOUTH CORNER OF THE LINE OF COUNTY ROAD NO. 6 APPROXIMATELY; THENCE NORTH 80 DEGREES, 07 SECONDS WEST ALONG SAID LINE OF THE LINE 100.00 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS;

AND

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THAT PART OF LOT 1 IN THE NORTHEAST 1/4 OF SECTION 6, TOWNSHIP 43 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, AS SAID LOT IS REPRESENTED ON THE MAP OF GOVERNMENT RESERVES AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH LINE OF THE NORTH 100 FEET OF THE NORTH 1/2 OF THE EAST 1/2 OF LOT 1 OF THE NORTHEAST 1/4 OF SECTION 6 APPROXIMATELY WHICH IS 100 FEET EAST OF THE WEST LINE OF THE EAST 1/2 ACRES OF THE NORTH 1/2 OF THE EAST 1/2 OF LOT 1 IN THE NORTHEAST 1/4 OF SECTION 6 APPROXIMATELY, THENCE SOUTH 89 DEGREES, 37 MINUTES, 17 SECONDS WEST, PARALLEL WITH THE WEST LINE OF SAID EAST 1/2 ACRES 25 FEET; THENCE NORTH 75 DEGREES, 17 MINUTES, 43 SECONDS EAST 57 FEET TO THE SOUTH LINE OF THE NORTH 100 FEET APPROXIMATELY; THENCE SOUTH 83 DEGREES, 41 MINUTES, 38 SECONDS WEST 63 FEET TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS;

PARCEL C:

NON-EXCLUSIVE EASEMENT APPOINTMENT TO AND FOR THE BENEFIT OF PARCEL A FOR INGRESS AND EGRESS TO AND FROM AND FOR CONSTRUCTION AND MAINTENANCE OF THE HIGHWAY ROAD APPROXIMATELY OVER AND UPON THE FOLLOWING DESCRIBED REAL ESTATE, AS CREATED BY DECLARATION AND GRANT OF EASEMENT DATED FEBRUARY 11, 1984 AND RECORDED FEBRUARY 13, 1984 AS DOCUMENT 3744271E, MADE BY AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, AS TRUSTEE UNDER TRUST AGREEMENT DATED MAY 15, 1983 AND KNOWN AS TRUST NUMBER 87601:

THE WEST 25 FEET (25' X 100') PORTION OF THE NORTH LINE OF THE SOUTH 1/2 OF GOVERNMENT LOT 1 IN THE NORTHEAST 1/4 OF SECTION 6 (SECTION 6) OF LOT 1 IN LAKE COOK OFFICE CENTER, BEING A PORTION OF LOT 1 IN LAKE COOK ROAD INDUSTRIAL PARK, BEING A SUBDIVISION IN THE WEST EAST 1/4 AND THE NORTHEAST 1/4 OF SECTION 6, TOWNSHIP 43 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS;

PARCEL D:

NON-EXCLUSIVE EASEMENT FOR PAVEMENT, LIGHTS AND SIGNALS, UTILITY FACILITIES, LANDSCAPING, AND SIGNAGE FOR THE BENEFIT OF PARCEL A OVER AND ABOVE THE FOLLOWING DESCRIBED REAL ESTATE, AS CREATED BY THE DECLARATION AND GRANT OF EASEMENTS DATED JANUARY 31, 1986 AND RECORDED FEBRUARY 7, 1986 AS DOCUMENT 3743049, MADE BY AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, AS TRUSTEE UNDER TRUST NUMBERS 8164, 8128, 8183, AND 8199, AND THE RESTATMENT WHICH RECORDED APRIL 16, 1988 AS DOCUMENT 88160149:

LOTS 1, 2 AND 3 IN ANNOUNCED CENTER, BEING A SUBDIVISION IN PARCELS C AND D, TOWNSHIP 43 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAN THEREOF RECORDED MARCH 14, 1984 AS DOCUMENT NUMBER 3747383, IN COOK COUNTY, ILLINOIS.

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LINDA CHANDLER
RUDNICK & WOLFE
203 N. LA SALLE ST.
CHGO. IL 60601