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AMENDMENT TO OTHER LOAN DOCUMENTS

This Amendment to Other Loan Documents is made as of this 19th day of December, 1996 by and between ATLANTIS PARTNERSHIP NO. 405, L.P., an Illinois limited partnership ("Borrower"), LASALLE NATIONAL TRUST, N.A., not personally, but solely as Trustee under Trust Agreement dated August 1, 1994 and known as Trust No. 118678 ("Condominium Land Trustee"), LASALLE NATIONAL TRUST, N.A., not personally, but solely as Trustee under Trust Agreement dated August 1, 1994 and known as Trust No. 118802 ("Commercial Land Trustee"), LASALLE NATIONAL TRUST, N.A., not personally, but solely as Trustee under Trust Agreement dated August 1, 1994 and known as Trust No. 118803 ("Parking Lot Land Trustee"), and LASALLE NATIONAL BANK ("Lender").

WHEREAS, Borrower, Condominium Land Trustee, Commercial Land Trustee and Parking Lot Land Trustee have executed and delivered to Lender a Collateral Assignment or Leases and Rents dated August 24, 1996 and certain additional collateral documents described in a Loan Agreement dated August 26, 1994 between Borrower, Condominium Land Trustee, Commercial Land Trustee, Parking Lot Land Trustee and Lender (the "Loan Agreement"), all dated August 26, 1994 (the "Collateral Documents"); and

WHEREAS, the Loan Agreement has been amended by an Amendment to Loan Agreement dated of even date herewith (as so amended being the "Amended Loan Agreement"); and

WHEREAS, the Mortgage Note dated August 26, 1994 has been amended and restated in its entirety by an Amended and Restated Note dated of even date herewith (as so amended being the "Amended Note").

WHEREAS, the Collateral Documents relate to the property legally described in Exhibit A hereto.

NOW, THEREFORE, the parties agree as follows:

1. All Collateral Documents are modified and amended to secure the Amended Note and all obligations under the Amended Loan Agreement.

This document prepared by
and after recording return to:

Paul E. Fisher, Esq.
Rudnick & Wolfe
203 N. LaSalle Street, Suite 1800
Chicago, Illinois 60601-1293

. DEPT-01 RECORDING \$29.00
. T#0012 TRAN 3512 12/27/96 11:22:00
. 12967 + JM *-96-975084
. COOK COUNTY RECORDER
. DEPT-10 PENALTY \$26.00

BOX 333-CT1

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2. All references in the Collateral Documents to the Note shall hereinafter refer to the Amended Note. All references in the Collateral Documents to the Loan Agreement shall hereinafter refer to the Amended Loan Agreement. All references to the Loan Documents shall hereinafter refer to the Amended Note, Amended Mortgage, Amended Loan Agreement and all other Loan Documents as amended by this Amended to Other Loan Documents.

IN WITNESS WHEREOF, this Amendment has been executed the day and year above written.

BORROWER:

ATLANTIS PARTNERSHIP NO. 405, L.P., an Illinois limited partnership

By: Atlantis River Plaza, Ltd., an Illinois corporation, its General Partner

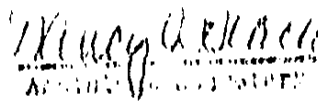
By: 

LASALLE NATIONAL TRUST, N.A., as Trustee under Trust No. 118678 read not personally

LASALLE NATIONAL TRUST, N.A., as Trustee under Trust No. 118802 read not personally

LASALLE NATIONAL TRUST, N.A., as Trustee under Trust No. 118803 read not personally

By: 

Attorns 

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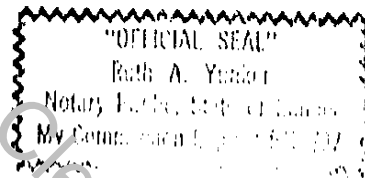
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STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, Ruth A. Yunker, a Notary Public, in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Rosemary Collins A.V., President of LaSalle National Trust, N.A. and Nancy A. Stack, Asst., Secretary of LaSalle National Trust, N.A., are personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such A.V. President and Asst. Secretary, respectively, appeared before me this day in person and acknowledged that they signed and delivered said instrument as their own free and voluntary act and as the free and voluntary act of said corporation, for the uses and purposes therein set forth; and said Asst. Secretary then and there acknowledged that he/she, as custodian of the corporate seal of said corporation, did affix the corporate seal of said corporation to said instrument as his/her own free and voluntary act 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 20 day of December, 1996.

Ruth A. Yunker
Notary Public



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STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, Marci L. Fierstein, a Notary Public, in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Howard M. Belasco, President of _____, and _____, Secretary of ATLANTIS RIVER PLAZA, LTD., are personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such _____ President and _____ Secretary, respectively, appeared before me this day in person and acknowledged that they signed and delivered said instrument as their own free and voluntary act and as the free and voluntary act of said corporation, for the uses and purposes therein set forth; and said _____ Secretary then and there acknowledged that he/she, as custodian of the corporate seal of said corporation, did affix the corporate seal of said corporation to said instrument as his/her own free and voluntary act 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 19th day of December, 1996.

Marci L. Fierstein

Notary Public



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EXHIBIT A

LEGAL DISCRIPTION:

PARCEL 1: LOTS 4, 6, 7, 10, 13, 14, 18, 21, 23, 24, 25, 26, 27, 28, 29, 30, 40, 42 AND 43 IN RIVER PLAZA RESUBDIVISION OF LAND, PROPERTY AND SPACE OF LOTS 1 TO 12 AND VACATED ALLEY IN BLOCK 5 IN KINEZIE'S ADDITION TO CHICAGO IN THE NORTHWEST 1/4 OF SECTION 10 TOWNSHIP 33 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN.

PARCEL 2: LOTS 1, 2, 3, 11 AND 12 IN RIVER PLAZA RESUBDIVISION OF LAND, PROPERTY AND SPACE OF LOTS 1 TO 12 AND VACATED ALLEY IN BLOCK 5 IN KINEZIE'S ADDITION TO CHICAGO IN THE NORTHWEST 1/4 OF SECTION 10 TOWNSHIP 33 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN.

PARCEL 3: UNIT NUMBERS 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000.

LOTS 3, 5, 8, 15, 16, 17, 19, 20, 22, 31 TO 39, BOTH INCLUSIVE, AND 42 AND 44 TO 48, BOTH INCLUSIVE, IN RIVER PLAZA RESUBDIVISION OF LAND, PROPERTY AND SPACE OF LOTS 1 TO 12 AND VACATED ALLEY IN BLOCK 5 IN KINEZIE'S ADDN TO CHICAGO IN THE NORTHWEST 1/4 OF SECTION 10, TOWNSHIP 33 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

WHICH SURVEY IS ATTACHED AS EXHIBIT 'B' TO THE DECLARATION OF CONDOMINIUM RECORDED AS DOCUMENT NUMBER 94758753 TOGETHER WITH ITS UNDIVIDED PERCENTAGE INTEREST IN THE COMMON ELEMENTS.

PARCEL 4:
EASEMENTS FOR THE BENEFIT OF PARCELS 1, 2 AND 3 FOR INGRESS, EGRESS, USE AND ENJOYMENT OF THE PROPERTY AS SET FORTH IN THE RIVER PLAZA DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS, AND EASEMENTS RECORDED AS DOCUMENT NUMBER - 94758750.

Address: 405 N. Wabash Chicago
Plat: 17-10-152-013 Para 036
17-10-152-032-1001 Para 036

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