

MEMORANDUM OF SECOND MODIFICATION

In accordance with and subject to the terms and conditions of that certain Loan Modification Agreement between each of the undersigned of (if a Trustee) its beneficiaries, of even date herewith and hereby incorporated herein by reference, the following described Mortgages, each executed by one or more of the undersigned "Mortgagors" in favor of the undersigned "Mortgagee", have been modified to reflect that, with respect to a certain Loan or the guaranties thereof which are secured by the Mortgages, the amount available of the line of credit portion under the Note evidencing the Loan has been reduced, and the maturity of said Note has been extended to October 1, 1998.

The Mortgages are each dated July 16, 1996 and recorded with the Cook County Recorder of Deeds on August 20, 1996, and further modified on July 18, 1997 and recorded in the Cook County Recorder of Deeds as Document No. 97673744 the respective parcels of real estate which are the subjects thereof are legally described in attached Exhibit A.

This Memorandum may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

Dated: November 18, 1997

Mortgagee:

LAKESIDE BANK

BY: Sheila S. Wilson

ATTEST: Vice President

Mortgagors and Guarantors:

C. Vincent Bakeman
C. Vincent Bakeman

Doris M. Lomax
Doris M. Lomax

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BORROWER'S
Southwood Corporation, an Illinois Corporation

BY: [Signature]
Its: _____

BY: [Signature]
Its: _____

Human Resources Development Institute, Inc.

BY: [Signature]
Its: _____

BY: [Signature]
Its: _____

Lakeside Bank, not personally but as Trustee under
Trust Agreement No. 10-1185

BY: [Signature]
VICE - PRESIDENT & TRUST OFFICER
SEE RIDER ATTACHED HERETO
AND MADE A PART HEREOF.

BY: [Signature]
Its: [Signature]

Lakeside Bank, not personally but as Trustee under
Trust Agreement No. 10-1200

BY: [Signature]
VICE - PRESIDENT & TRUST OFFICER
SEE RIDER ATTACHED HERETO
AND MADE A PART HEREOF.

BY: [Signature]
Its: [Signature]

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STATE OF ILLINOIS) COUNTY OF COOK)

The foregoing Instrument was acknowledged before me by C. VINCENT BAKER the _____ of, and by DORIS M. LOMAX, the _____ of, HRDI, on behalf of the corporation, on this 23RD day of December, 19 97.

"OFFICIAL SEAL"
DONNA J. REINKE
Notary Public, State of Illinois
My Commission Expires 10/15/01

Donna J Reinke
NOTARY PUBLIC

The foregoing Instrument was acknowledged before me by C. VINCENT BAKER the _____ of, and by DORIS M. LOMAX, the _____ of, Southwood Corporation, on behalf of the corporation, on this 23RD day of December, 19 97.

"OFFICIAL SEAL"
DONNA J. REINKE
Notary Public, State of Illinois
My Commission Expires 10/15/01

Donna J Reinke
NOTARY PUBLIC

The foregoing Instrument was acknowledged before me by Vincent Tolve, the VP - Trust Officer of, and by Suzanne Hausman, the Asst. V.P. of, LAKESIDE BANK, an Illinois banking corporation, on behalf of the corporation, on this 22ND day of December, 19 97.

OFFICIAL SEAL
MARY C. ADLER
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 9-8-98

Mary C. Adler
NOTARY PUBLIC

The foregoing Instrument was acknowledged before me by STEPHILA WEBER the Vice President of, and by _____ of, LAKESIDE BANK, an Illinois banking corporation, on behalf of the corporation, on this 23RD day of December, 19 97.

"OFFICIAL SEAL"
DONNA J. REINKE
Notary Public, State of Illinois
My Commission Expires 10/15/01

Donna J Reinke
NOTARY PUBLIC

The foregoing Instrument was acknowledged before me by C. VINCENT BAKER on this 23RD day of December, 19 97.

"OFFICIAL SEAL"
DONNA J. REINKE
Notary Public, State of Illinois
My Commission Expires 10/15/01

Donna J Reinke
NOTARY PUBLIC

The foregoing Instrument was acknowledged before me by DORIS M. LOMAX on this 23RD day of December, 19 97.

"OFFICIAL SEAL"
DONNA J. REINKE
Notary Public, State of Illinois
My Commission Expires 10/15/01

Donna J Reinke

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07965856 Page 4 of 7

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EXHIBIT A

MORTGAGE DOCUMENT NO. 96-637-546

PARCEL 1: LOT 27 (EXCEPT THAT PART THEREOF DEDICATED FOR PUBLIC ALLEYS, AS SHOWN BY PLAT OF DEDICATION RECORDED JULY 11, 1981 AS DOCUMENT 10935846 IN BLOCK 292 OF PLATS PAGES 22 AND 23), ALL OF LOTS 28, 29, 30 AND 31, ALSO VACATED ALLEY LYING NORTH AND NORTHERLY OF THE NORTH AND NORTHERLY LINE OF LOT 27 AFORESAID AND SOUTH AND SOUTHERLY OF THE SOUTH AND SOUTHERLY LINE OF LOTS 28, 29, 30 AND 31, AFORESAID, AND WEST OF THE EAST LINE OF LOT 28 AFORESAID EXTENDED SOUTHERLY AND EAST OF THE WEST LINE OF LOT 31 AFORESAID EXTENDED SOUTHERLY ALL IN PESHORN'S ADDITION TO PULLMAN, A SUBDIVISION IN SECTION 15, TOWNSHIP 37 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED JANUARY 7, 1891 AS DOCUMENT NO. 1399415, IN BOOK 45 OF PLATS PAGE 28, IN COOK COUNTY, ILLINOIS.

COMMONLY KNOWN AS: 47-51 EAST 104TH STREET, CHICAGO, ILLINOIS ✓

PIN: #25-15-111-022

MORTGAGE DOCUMENT NO. 96-637-546

PARCEL 2A: THE SOUTH 77 FEET OF THE NORTH 201 FEET OF THE EAST 135.50 FEET OF THE FOLLOWING DESCRIBED LAND TAKEN AS A TRACT, TO WIT: THE NORTH 150 FEET OF THE EAST 266.30 FEET OF BLOCK 3, ALSO THE NORTH 355.50 FEET OF THE EAST 125 FEET OF SAID BLOCK 3, ALL IN PULLMAN PARK ADDITION TO PULLMAN, A SUBDIVISION OF THE EAST 1/2 OF THE NORTHWEST 1/4 OF FRACTIONAL SECTION 22, AND THAT PART OF THE NORTHEAST 1/4 OF SAID SECTION LYING WEST OF THE RIGHT OF WAY OF THE I.C.R.R., ALL IN TOWNSHIP 37 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, AND LYING NORTH OF THE INDIAN BOUNDARY LINE, AND ALSO LOTS 1, 2, 3, 4, 5 AND 6 (EXCEPT THE SOUTH 16 FEET OF SAID LOT 6) AND THE VACATED ALLEYS LYING NORTH AND EAST OF SAID LOTS, IN SEVENTH PALMER PARK ADDITION, A SUBDIVISION OF LOT 1 IN SAID BLOCK 3, ALL IN COOK COUNTY, ILLINOIS.

MORTGAGE DOCUMENT NO. 96 637 546

PARCEL 2B: EASEMENT FOR INGRESS AND EGRESS APPURTENANCE TO AND FOR THE USE AND BENEFIT OF PARCEL 2A AS SET FORTH AND DEFINED IN THE GRANT OF EASEMENT RECORDED AS DOCUMENT NO. 88138430 AND AS CREATED BY DEED RECORDED AS DOCUMENT NO. 88139348, IN COOK COUNTY, ILLINOIS.

MORTGAGE DOCUMENT NO 96 637 546

PARCEL 2C: THE FOLLOWING DESCRIBED LAND TAKEN AS A TRACT (EXCEPT THE NORTH 201 FEET THEREOF), TO WIT: THE NORTH 150 FEET OF THE EAST 266.30 FEET OF BLOCK 3, ALSO THE NORTH 359.50 FEET OF THE EAST 125 FEET OF SAID BLOCK 3, ALL IN PULLMAN PARK ADDITION TO PULLMAN, A SUBDIVISION OF THE EAST 1/2 OF THE NORTHWEST 1/4 OF FRACTIONAL SECTION 22, AND THAT PART OF THE NORTHEAST 1/4 OF SAID SECTION LYING WEST OF THE RIGHT OF WAY OF THE I.C.R.R., ALL IN TOWNSHIP 37 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, AND LYING NORTH OF THE INDIAN BOUNDARY LINE, AND LOTS 1, 2, 3, 4, 5 AND 6 (EXCEPT THE SOUTH 16 FEET OF SAID LOT 6) AND THE VACATED ALLEYS LYING NORTH AND EAST OF SAID LOTS, IN SEVENTH PALMER PARK ADDITION, A SUBDIVISION OF PARTS OF LOT 1 IN SAID BLOCK 3, ALL IN COOK COUNTY, ILLINOIS.

COMMONLY KNOWN AS: 113-6-20 SOUTH KING DRIVE, CHICAGO, ILLINOIS

PIN: #25-22-117-052 AND 25-22-117-054 ✓

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Page 5 of 7

MORTGAGE DOCUMENT NO. 96 637 546

PARCEL 3: LOT 11 IN THE SUBDIVISION OF THE EAST 1/2 OF BLOCK 27 IN SCHOOL SECTION 3
ADDITION TO CHICAGO IN SECTION 16, TOWNSHIP 30 NORTH, RANGE 14, EAST OF THE THIRD
PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

COMMONLY KNOWN AS: 222 SOUTH JEFFERSON STREET, CHICAGO, ILLINOIS ✓

PIN: #17-16-111-022

MORTGAGE DOCUMENT NO. 96 637 546

PARCEL 4: LOTS 7 THROUGH 10, BOTH INCLUSIVE, IN THE RESUBDIVISION OF BLOCK 6 IN
THE FIRST ADDITION TO PULLMAN, A SUBDIVISION OF THE EAST 775.5 FEET OF THE EAST 1/2
OF THE NORTHEAST 1/4 OF SECTION 21, TOWNSHIP 37 NORTH, RANGE 14, EAST OF THE THIRD
PRINCIPAL MERIDIAN, (EXCEPT THAT PART SHOWN AS OCCUPIED BY THE CHICAGO AND WISCONSIN
ILLINOIS RAILROAD) IN COOK COUNTY, ILLINOIS.

COMMONLY KNOWN AS: 11352 SOUTH STATE STREET, CHICAGO, ILLINOIS ✓

PIN: #25-21-223-036

MORTGAGE DOCUMENT NO. 96 637 546

PARCEL 5: LOTS 12 AND THE WEST 3 FEET OF LOT 13 IN BLOCK 3 IN KIONKA'S SUBDIVISION
OF LOTS 1 AND 2 IN THE SUBDIVISION OF LOT 3 IN ASSESSOR'S DIVISION OF THE WEST 1/2
OF THE NORTHWEST 1/4 OF SECTION 22, TOWNSHIP 37 NORTH, RANGE 14, EAST OF THE THIRD
PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

COMMONLY KNOWN AS: 11335 SOUTH STATE STREET, CHICAGO, ILLINOIS ✓

PIN: #25-22-110-030

MORTGAGE DOCUMENT NO. 96 637 546

PARCEL 6: LOTS 25 AND 26 IN BLOCK 1 IN HOMESTEAD ADDITION TO PULLMAN, BEING A SUBDIVISION
IN THE WEST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 15, TOWNSHIP 37 NORTH, RANGE 14, EAST
OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

COMMONLY KNOWN AS: 10901-03 SOUTH EDBROOKE AVENUE, CHICAGO, ILLINOIS ✓

PIN: #25-15-319-001

MORTGAGE DOCUMENT NO. 96 637 544

PARCEL 7: LOT 1 AND ALL OF LOT 2 AND THE EAST 1/2 OF LOT 3 IN BLOCK IN JOHNSON'S
SUBDIVISION OF THE NORTH 1/2 OF THE WEST 1/2 OF THE SOUTHWEST 1/4 OF SECTION 19,
TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY,
ILLINOIS.

COMMONLY KNOWN AS: 2207 WEST 18TH STREET, CHICAGO, ILLINOIS ✓

PIN: #17-19-303-018 AND 17-19-303-019

MORTGAGE DOCUMENT NO. 96 637 548

PARCEL 8:

LOTS 15, 16, 17, 18 AND 19 IN BLOCK 4 IN FOURTH ADDITION TO HINKAMP AND COMPANY'S
WESTERN AVENUE SUBDIVISION OF THE WEST 1/2 OF THE NORTHWEST 1/4 OF SECTION 31,
TOWNSHIP 38 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO
THE PLAT THEREOF RECORDED MARCH 26, 1927 AS DOCUMENT NO. 9593488, IN COOK COUNTY,
ILLINOIS.

COMMONLY KNOWN AS: 8151 SOUTH WESTERN AVENUE, CHICAGO, ILLINOIS ✓

PIN: #20-31-117-0000 - 20-31-117-004-0000 - 20-31-117-005-0000 & 20-31-117-025-0000

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GENERAL RIDER

It is expressly understood and agreed by and between the parties hereto, anything herein to the contrary notwithstanding, that each and all of the representations, covenants, undertakings and agreements herein made on the part of LAKESIDE BANK, Trustee, while in form purporting to be the representations, covenants, undertakings and agreements of said Trustee are nevertheless each and every one of them, made and intended not as personal representations, covenants, undertakings and agreements by the LAKESIDE BANK, Trustee, or for the purpose or with the intention of binding said Trustee personally but are made and intended for the purpose of binding only that portion of the trust property specifically described herein, and this instrument is executed and delivered by said LAKESIDE BANK, Trustee, not in its own right, but solely in the exercise of the powers conferred upon it as such Trustee; that no personal liability or personal responsibility is assumed by nor shall at any time be asserted or enforceable against the LAKESIDE BANK, either individually or in its capacity as Trustee or any of the beneficiaries under said Trust Agreement, on account of this instrument or on account of any representation, covenant, undertaking or agreement of the said LAKESIDE BANK, Trustee, in this instrument contained either expressed or implied, all such personal liability, if any, being expressly waived and released.

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