

This STATEMENT is presented in a filing office for filing pursuant to the Uniform Commercial Code

Debtor(s) (List Name First) and address(es)
RN 120 Company, L.P.C.
c/o The John Buck Company
233 S. Wacker Drive
Suite 550
Chicago, IL 60607

Secured Party (an address)
BankBoston N.A., as Agent
100 Federal Street
Boston, MA 02110

For Filing Office
(Date, Time, Number, and Filing Office)

98684813

9115/0113 21 001 Page 1 of 8
1998-08-04 17:25:57
Cook County Recorder 35.50

1. This financing statement covers the following items (or items) of property:

See Schedule A attached hereto.

ASSIGNEE OF SECURED PARTY

Filed with: Cook County, Illinois

2. Products of Collateral are also covered.

Additional sheets presented

Filed with Office of Secretary of State of Illinois

Debtor is a transmitting utility as defined in UCC 9A-105

By: See attached signature page.

Signature of (Debtor)

(Secured Party)*

*Signature of Debtor Approved in Most Cases
Signature of Secured Party in Cases Covered by UCC 9B-402 (2)

FILING OFFICER-ALPHABETICAL
STANDARD FORM UNIFORM COMMERCIAL CODE

This form of financing statement is approved by the Secretary of State.
FORM UCC 1 REV. 1 / 76

9801086N/5891086N

81

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RN 120 COMPANY, L.L.C.,
a Delaware limited liability company

By: RN Land Development Company, L.L.C.,
a Delaware limited liability company,
its authorized member

By: Buck River North, L.L.C.,
a Delaware limited liability company
its JBC Managing member

By: 
John Q. O'Donnell *Authorized*
Name Title *Signatory*

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EXHIBIT A

Legal Description

98684813

Address and Property Index Numbers

Commonly known as: Block 120, Chicago, Illinois

Property Index Numbers: 17-10-120-013
17-10-120-014
17-10-120-012
17-10-120-003
17-10-120-002
17-10-120-001, all in Volume 501

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**BLOCK 120
LEGAL DESCRIPTION**

BLOCK 120 (AMA):

LOTS 1, 2, 3, 4 AND 5 (EXCEPT THE WEST 5 FEET OF LOTS 1, 2, 3 AND 4 RESERVED FOR PRIVATE ALLEY) IN EDWIN A. RICE'S SUBDIVISION OF LOTS 11 AND 12 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO IN THE WEST ¼ OF THE NORTHWEST ¼ OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

AND

THE WEST 5 FEET OF LOTS 1, 2, 3, AND 4 RESERVED FOR PRIVATE ALLEY IN EDWIN A. RICE'S SUBDIVISION OF LOTS 11 AND 12 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO IN THE WEST ¼ OF THE NORTHWEST ¼ OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN IN COOK COUNTY, ILLINOIS.

BLOCK 120 (RED CROSS-FIRST CLOSING):

LOTS 1 TO 5, IN HALE'S SUBDIVISION OF LOT 7 AND THE WEST HALF OF LOT 8 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO, A SUBDIVISION OF THE NORTH FRACTIONAL OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

AND

LOTS 9 AND 10 AND THE EAST HALF OF LOT 8 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO, A SUBDIVISION OF THE NORTH FRACTIONAL OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

BLOCK 120 (RED CROSS-SECOND CLOSING):

LOTS 5 AND 6 IN THE SUBDIVISION OF BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO, A SUBDIVISION OF THE NORTH FRACTIONAL OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

BLOCK 120 (PRUSSIAN):

SUB-LOTS 1 TO 4, BOTH INCLUSIVE, AND A TRACT OF LAND MARKED PRIVATE

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ALLEY WEST OF AND ADJOINING SAID SUB-LOTS 3 AND 4, ALL IN E.C. LARNED'S SUBDIVISION OF LOTS 1 AND 2 AND THE EAST HALF OF LOT 3 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE NORTH FRACTION OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

AND

THE WEST HALF OF LOT 3 AND ALL OF LOT 4 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO, BEING A SUBDIVISION IN THE NORTH FRACTION OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

BLOCK 120 (VACATED 18' ALLEY)

ALL OF THE EAST-WEST 18 FOOT PUBLIC ALLEY LYING SOUTH OF THE SOUTH LINE OF LOTS 4 TO 6, BOTH INCLUSIVE, IN SUBDIVISION OF BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO, BEING A SUBDIVISION OF THE NORTH FRACTION OF SECTION 10, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING SOUTH OF THE SOUTH LINE OF THE WEST ½ OF LOT 3 IN SUBDIVISION OF BLOCK 23 AFORESAID, LYING SOUTH OF THE SOUTH LINE OF LOT 4 IN E. C. LARNED'S SUBDIVISION OF LOTS 1 AND 2 AND THE EAST ½ OF LOT 3 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO AFORESAID, LYING SOUTH OF THE SOUTH LINE OF A TRACT OF LAND MARKED PRIVATE ALLEY WEST OF AND ADJOINING LOT 4 IN E. C. LARNED'S SUBDIVISION AFORESAID, LYING NORTH OF THE NORTH LINE OF LOT 1 (EXCEPT THE WEST 5 FEET OF LOT 1 RESERVED FOR PRIVATE ALLEY) IN EDWIN A. RICE'S SUBDIVISION OF LOTS 11 AND 12 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO AFORESAID, AND LYING NORTH OF THE NORTH LINE OF THE WEST 5 FEET OF LOT 1 RESERVED FOR PRIVATE ALLEY IN EDWIN A. RICE'S SUBDIVISION AFORESAID, LYING NORTH OF THE NORTH LINE OF THE EAST ½ OF LOT 8 IN SUBDIVISION OF BLOCK 23 AFORESAID, LYING NORTH OF THE NORTH LINE OF LOTS 9 AND 10 IN SUBDIVISION OF BLOCK 23 AFORESAID, LYING NORTH OF THE NORTH LINE OF LOT 1 IN HALE'S SUBDIVISION OF LOT 7 AND THE WEST ½ OF LOT 8 IN BLOCK 23 IN KINZIE'S ADDITION TO CHICAGO AFORESAID, LYING EAST OF A LINE DRAWN FROM THE NORTHWEST CORNER OF LOT 1 IN HALE'S SUBDIVISION AFORESAID TO THE SOUTHWEST CORNER OF LOT 6 IN THE SUBDIVISION OF BLOCK 23 AFORESAID AND LYING WEST OF A LINE DRAWN FROM THE NORTHEAST CORNER OF LOT 1 IN EDWIN RICE'S SUBDIVISION AFORESAID TO THE SOUTHEAST CORNER OF LOT 4 IN E. C. LARNED'S SUBDIVISION AFORESAID.

PARKING EASEMENTS

TOGETHER WITH THE EASEMENT CREATED BY THAT CERTAIN BLOCK 119

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PARKING EASEMENT AGREEMENT (IN FAVOR OF BLOCK 120 HOTEL).

TOGETHER WITH THE EASEMENT CREATED BY THAT CERTAIN BLOCK 119
PARKING EASEMENT (IN FAVOR OF BLOCK 120 RETAIL/OFFICE).

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SCHEDULE A

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All right, title and interest of Debtor in the following described property:

(a) All that certain tract or parcel of land located in the State of Illinois, more particularly described in Exhibit A attached hereto and by this reference made a part hereof, together with all right, title and interest of Debtor, including any after-acquired title or reversion, in and to the rights-of-ways, streets and alleys adjacent thereto, and all easements, rights-of-way, licenses, operating agreements, strips and gores of land, vaults, streets, ways, alleys, passages, sewers, sewer rights, waters, water courses, water rights and powers, oil, gas and other minerals, flowers, shrubs, crops, trees, timber and other emblements now or hereafter located on the land or under or above same, and all estates, rights, titles, interests, privileges, liberties, tenements, hereditaments and appurtenances whatsoever, in any way belonging, relating to or appertaining to said tract or parcel of land or any part thereof, or which hereafter shall in any way belong, relate or be appurtenant thereto, whether now owned or hereafter acquired by Debtor and the reversion and reversions, remainder and remainders, and all the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of the Debtor of, in and to the same (hereinafter referred to as the "Land"); and

(b) All buildings, structures, parking areas, landscaping, and other improvements of every nature now or hereafter situated, erected or placed on the Land (hereinafter referred to as the "Improvements"), and all materials intended for construction, reconstruction, alteration and repairs of the Improvements now or hereafter erected, all of which materials shall be deemed to be included within the Improvements immediately upon the delivery thereof to the Land; and

(c) All fixtures, machinery, equipment, furniture, inventory, building supplies, appliances and other articles of personal property (hereinafter collectively referred to as the "Personal Property"), including, but not limited to, all gas and electric fixtures, radiators, heaters, furnaces, engines and machinery, motor vehicles, boilers, ranges, ovens, elevators and motors, bathtubs, sinks, commodes, basins, pipes, faucets and other plumbing, heating and air conditioning equipment, mirrors, refrigerating plant, refrigerators, iceboxes, dishwashers, carpeting, floor coverings, furniture, light fixtures, signs, lawn equipment, water heaters, and cooking apparatus and appurtenances, and all other fixtures and equipment now or hereafter owned by Debtor and located in, on or about, or used or intended to be used with or in connection with the use, operation, or enjoyment of the Land or the Improvements, whether installed in such a way as to become a part thereof or not, including all extensions, additions, improvements, betterments, renewals and replacements of any of the foregoing and all the right, title and interest of Debtor in and to any of the foregoing now owned or hereafter acquired by Debtor, all of which are hereby declared and shall be deemed to be fixtures and accessions to

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the freehold and a part of the Improvements as between the parties hereto and all persons claiming by, through or under them; and

(d) All right, title and interest of Debtor in and to all policies of insurance, licenses, franchises, permits, service contracts, maintenance contracts, property management agreements, equipment leases, accounts, chattel paper and general intangibles as defined in the Uniform Commercial Code as enacted in the State of Illinois, which in any way now or hereafter belong, relate or appertain to the Land, the Improvements or the Personal Property or any part thereof now owned or hereafter acquired by Debtor, including, without limitation, all condemnation payments, insurance proceeds and escrow funds (hereinafter referred to as the "Intangible Property"); and

(e) All present and future leases, tenancies, occupancies and licenses, whether written or oral ("Leases"), of the Land, the Improvements, the Personal Property and the Intangible Property, or any combination or part thereof, and all income, rents, issues, royalties, profits, revenues, security deposits and other benefits of the Land, the Improvements, the Personal Property and the Intangible Property, from time to time accruing, all payments under Leases, and all payments on account of oil and gas and other mineral Leases, working interests, production payments, royalties, overriding royalties, rents, delay rents, operating interests, participating interests and other such entitlements, and all the estate, right, title, interest, property, possession, claim and demand whatsoever at law, as well as in equity, of Debtor of, in and to the same;

(f) All the right, title, interest of Debtor in and to all construction contracts, subcontracts, architectural agreements, labor, material and payment bonds, guaranties and warranties, and plans and specifications relating to the construction of Improvements on the Land, whether now or hereafter existing, including, without limitation (i) any architectural or engineering agreement entered into with respect to the design of said Improvements and other architectural or engineering services, (ii) the plans and specifications for the construction of said Improvements prepared by the architect, and (iii) any contractor's agreement entered into with respect to construction of Improvements on the Land; and

(g) All proceeds, products, substitutions and accessions of the foregoing of every type.

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