

First Amendment to Mortgage

This First Amendment to Mortgage has been executed by PORK CHOP LIMITED PARTNERSHIP, as mortgagor ("Mortgagor"), an Illinois limited partnership with its offices at 2001 N. Cline Avenue, Griffith, Indiana 46319, in favor of The Northern Trust Company, an Illinois banking corporation ("Mortgagee"), with its main banking office at 50 South LaSalle Street, Chicago, Illinois 60675, acting as Agent for itself and the other "Lenders," as defined in that Second Amended and Restated Term Loan Agreement and Revolving Line of Credit (the "Loan Agreement"), dated as of the date hereof between Mortgagor, Bulkmatic Transport Company, and the Lenders.

WHEREAS, the Mortgagee and Mortgagor entered into that Mortgage (the "Mortgage") dated as of September 30, 1997, recorded with the Cook County, Illinois Recorder on October 6, 1997, file number 97741044;

WHEREAS, the Mortgage concerns the real property located in Cook County, State of Illinois described on Exhibit A attached hereto and by this reference incorporated herein, all or part of which is commonly known as 2351 State Street, Chicago Heights, Illinois, including without limitation all improvements now and hereafter located thereon;

WHEREAS, the Mortgagee and Mortgagor have entered into that First Amendment to the Loan Agreement on the even date herewith under which the Lenders, as defined in the Loan Agreement, have agreed to make additional loans to the Mortgagee which loans are to be secured by the Mortgage;

WHEREAS, in order to reflect the additional loans made under the First Amendment to the Loan Agreement, it is necessary to amend the Mortgage as set forth herein.

NOW, THEREFORE, the parties agree that the Mortgage shall be amended as follows:

1. The last sentence of Section 3 of the Mortgage shall be deleted in its entirety and the following language shall be substituted in its place:

THE TOTAL AMOUNT OF INDEBTEDNESS SECURED HEREBY SHALL NOT EXCEED \$50,000,000.00 OUTSTANDING AT ANY ONE TIME.

2. The last sentence of Section 12 of the Mortgage shall be deleted in its entirety and the following language shall be substituted in its place:

BOX 333-CT1

S. Graham Subd

A0017376

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The total amount of indebtedness that is secured by this Mortgage may increase or decrease from time to time, but the total unpaid balance so secured at any one time shall not exceed the principal amount of \$50,000,000.00, plus interest thereon and any disbursements made for the payment of taxes, special assessments, or insurance on the Premises, with interest on such disbursements as otherwise provided in this Mortgage.

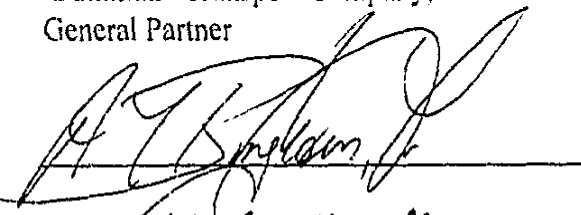
3. The Mortgage is in all other respects affirmed and restated.

IN WITNESS WHEREOF mortgagor has signed, sealed and delivered this mortgage as of the date indicated above.

PORK CHOP LIMITED PARTNERSHIP

By: Bulkmatic Transport Company,
General Partner

By:



Type Name: A.Y. BINGHAM, JR.

Address for Notices:

2001 N. Cline Avenue
Griffith, Indiana 46319
Attention: A.Y. Bingham

This document prepared by:
William J. Barrett
GARDNER, CARTON & DOUGLAS
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98007078 Page 3 of 7

STATE OF Indiana SS.
COUNTY OF Lake

I, Teresa M. Martin, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that W. Binham Jr., Pres. of Bulkmatic Transport Company, an Illinois corporation, the general partner of Pork Chop Limited Partnership, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Pres., appeared before me this day in person and acknowledged that he/she signed, sealed and delivered said instrument as his/her own free and voluntary act and as the free and voluntary act of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 19th day of December, 1997.

Teresa M. Martin
Notary Public

My Commission Expires:

12-99

EXHIBIT A

1. INFORMATION AND DISCLOSURES IN ENVIRONMENTAL DISCLOSURE DOCUMENT FOR TRANSFER OF REAL PROPERTY RECORDED MAY 1, 1992 AS DOCUMENT 92297234.
2. GRANT OF EASEMENT MADE BY CHICAGO HEIGHTS TERMINAL TRANSFER RAILROAD COMPANY, A CORPORATION OF ILLINOIS TO COUNTY OF COOK, DEPARTMENT OF HIGHWAYS, ITS SUCCESSORS AND ASSIGNS RECORDED MARCH 11, 1985 AS DOCUMENT 27469956, GRANTING AN EASEMENT AND RIGHT OF WAY FOR ROADWAY PURPOSES IN, TO, OVER, ALONG, UPON, AND ACROSS THAT PART OF A 200 FOOT WIDE TRACT OF LAND LYING IN THE NORTHWEST 1/4 OF SECTION 27, LOCATED IN CHICAGO HEIGHTS.
3. SPURS, SWITCH TRACKS, AND RAILROAD RIGHTS OF WAY AS DELINEATED ON SURVEY EXECUTED BY JOSEPH A. SCHUDT AND ASSOCIATES INC. DATED FEBRUARY 14, 1997 ORDER NUMBER 9225-215.
4. PERMISSION CREATED BY GRANT FROM CHICAGO HEIGHTS TERMINAL TRANSFER RAILROAD COMPANY, A CORPORATION OF ILLINOIS TO CHICAGO DISTRICT PIPE LINE COMPANY, A CORPORATION OF ILLINOIS RECORDED JULY 7, 1959 AS DOCUMENT 17588993 TO CONSTRUCT, MAINTAIN, OPERATE AND USE A 36 INCH NATURAL GAS PIPE LINE OVER AND ACROSS A STRIP OF LAND 10 FEET IN WIDTH, AS SHOWN ON THE PRINT ATTACHED THERETO MARKED EXHIBIT "A" MORE PARTICULARLY DESCRIBED AS FOLLOWS: IMMEDIATELY ADJOINING ON THE EAST TO THE EAST LINE OF STATE STREET IN THE WEST 1/2 OF SECTION 27 AFORESAID EXTENDING NORTHWARDLY FROM A LINE 1398.2 FEET NORTH OF THE SOUTH LINE OF SAID SECTION TO THE SOUTH LINE OF THE RIGHT OF WAY OF ELGIN, JOLIET AND EASTERN RAILWAY COMPANY; AND THE COVENANTS AND CONDITIONS THEREIN CONTAINED.

NOTE : AMENDMENT TO GRANT DATED SEPTEMBER 24, 1959 AS DISCLOSED IN DOCUMENT RECORDED OCTOBER 2, 1963 AS 18930315.

NOTE : SAID GRANT WAS PURPORTEDLY CANCELED AND SUPERSEDED BY THE GRANT RECORDED OCTOBER 27, 1959 AS DOCUMENT 17695652.

5. PERMISSION CREATED BY GRANT FROM CHICAGO HEIGHTS TERMINAL TRANSFER RAILROAD COMPANY, A CORPORATION OF ILLINOIS, TO CHICAGO DISTRICT PIPE LINE COMPANY, A CORPORATION OF ILLINOIS RECORDED OCTOBER 27, 1959 AS DOCUMENT 17695652, TO CONSTRUCT, MAINTAIN, OPERATE AND USE A 36 INCH NATURAL GAS PIPE LINE WITHIN AND UPON THE PROPERTY OF THE RAILROAD COMPANY AT THE FOLLOWING LOCATION: A CONTINUOUS STRIP OF LAND 10 FEET IN WIDTH (A) LYING IMMEDIATELY ADJOINING TO THE EAST OF THE EAST LINE OF STATE STREET (SAID LINE BEING THE WEST LINE OF SAID STRIP OF LAND) IN THE WEST 1/2 OF SECTION 27 AFORESAID AND EXTENDING NORTHWARDLY FROM LINE PARALLEL WITH AND 1398.2 FEET NORTH OF THE SOUTH LINE OF SAID SECTION TO THE SOUTH LINE OF AN EXISTING SWITCH TRACK, SAID SOUTH LINE OF SAID SWITCH TRACK BEING COINCIDENT WITH A LINE THAT IS PARALLEL WITH AND APPROXIMATELY 15 FEET SOUTH OF THE SOUTH LINE OF THE RIGHT OF WAY OF THE ELGIN, JOLIET AND EASTERN RAILWAY COMPANY; (B) THENCE EXTENDING EASTWARDLY LYING IMMEDIATELY ADJACENT TO THE SOUTH OF THE SOUTH LINE OF THE SAID EXISTING SWITCH TRACK (SAID LINE BEING THE NORTH LINE OF SAID STRIP OF LAND) TO THE INTERSECTION WITH THE SOUTH LINE OF THE RIGHT OF WAY OF THE ELGIN, JOLIET AND EASTERN RAILWAY COMPANY; AND (C) THENCE CONTINUING EASTERLY LYING IMMEDIATELY ADJOINING TO THE SOUTH OF THE SOUTH LINE OF THE RIGHT OF WAY OF THE ELGIN, JOLIET AND EASTERN RAILWAY COMPANY (SAID LINE BEING THE NORTH LINE OF SAID STRIP OF LAND) TO THE INTERSECTION OF A LINE PARALLEL WITH AND 1395 FEET EAST OF THE CENTER LINE OF STATE STREET; AND THE COVENANTS AND CONDITIONS THEREIN CONTAINED.

6. EASEMENT IN FAVOR OF COMMONWEALTH EDISON COMPANY AND ILLINOIS BELL TELEPHONE COMPANY, AND/OR THEIR SUCCESSORS IN INTEREST, FOR POLE LINES, CONDUITS AND MAINTENANCE PURPOSES GRANTED BY DOCUMENT 92534172, AND THE TERMS AND CONDITIONS THEREOF.

7. TERMS AND CONDITIONS OF THE COVENANT RECORDED NOVEMBER 23, 1994 AS DOCUMENT NUMBER 94994499 BETWEEN MARIA'S INDUSTRIES, INC. AND THORN CREEK BASIN SANITARY DISTRICT.

8. GRANT OF A LICENSE AGREEMENT IN FAVOR OF SEAWAY BRIDGE AND STEEL CORPORATION FOR CONSTRUCTION, MAINTENANCE, OPERATION AND USE OF A NATURAL GAS PIPELINE RECORDED AUGUST 22, 1961 AS DOCUMENT NUMBER 18254396.

9. RIGHTS FOR GAS PIPELINE AS DELINEATED ON SURVEY EXECUTED BY JOSEPH A. SCHUDT AND ASSOCIATES DATED FEBRUARY 14, 1997 ORDER NUMBER 9225-215.

(AFFECTS THE NORTHERLY PART OF SUBJECT PROPERTY)

10. EXISTING SANITARY SEWER AS DELINEATED ON SURVEY EXECUTED BY JOSEPH A. SCHUDT AND ASSOCIATES DATED FEBRUARY 14, 1997 ORDER NUMBER 9525-215.

(AFFECTS THE WESTERLY PART OF PARCEL 2A)

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LEGAL DESCRIPTION:

PARCEL 1:

ALL OF THE NORTHWEST 1/4 OF SECTION 27, TOWNSHIP 35 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS;

LESS AND EXCEPT THEREFROM:

(I) THE WEST 50 FEET OF SAID NORTHWEST 1/4;

(II) THE SOUTH 867.66 FEET OF SAID NORTHWEST 1/4;

(III) THE FOLLOWING TRACT AND ANY PORTION OF SAID NORTHWEST 1/4 LYING NORTH OF THE FOLLOWING TRACT:

A STRIP OF LAND 200 FEET IN WIDTH LYING IMMEDIATELY SOUTH OF AND ADJOINING THE SOUTH RIGHT OF WAY LINE OF THE ELGIN, JOLIET AND EASTERN RAILROAD COMPANY AS NOW LOCATED AND EXTENDING IN AN EASTERLY AND WESTERLY DIRECTION ACROSS THE WEST 1/2 OF SECTION 27, ALL BEING IN TOWNSHIP 35 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

(IV) THE FOLLOWING TRACT:

BEGINNING AT A POINT ON THE EAST LINE OF THE NORTHWEST 1/4 OF SECTION 27, WHICH POINT IS 867.66 FEET NORTH OF THE SOUTH LINE OF SAID NORTHWEST 1/4; THENCE NORTH, ALONG THE EAST LINE, TO A LINE 200 FEET SOUTH OF AND PARALLEL WITH THE SOUTH RIGHT OF WAY LINE OF THE ELGIN, JOLIET AND EASTERN RAILWAY COMPANY; THENCE WESTWARD, ALONG SAID LINE, FOR A DISTANCE OF 653.14 FEET; THENCE SOUTHEASTWARDLY, ALONG A STRAIGHT LINE, TO A POINT 753.14 FEET SOUTH OF THE SOUTH RIGHT OF WAY LINE OF THE ELGIN, JOLIET AND EASTERN RAILWAY COMPANY AND 100 FEET WEST OF THE EAST LINE OF THE NORTHWEST 1/4 OF SECTION 27; THENCE SOUTH, ALONG A LINE 100 FEET WEST OF AND PARALLEL WITH THE EAST LINE, TO A POINT WHICH IS 867.66 FEET NORTH OF THE SOUTH LINE OF THE NORTHWEST 1/4 OF SECTION 27; THENCE EAST TO A POINT OF BEGINNING, ALL BEING IN TOWNSHIP 35 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 2:

A STRIP OF LAND 200 FEET IN WIDTH LYING IMMEDIATELY SOUTH OF AND ADJOINING THE SOUTH RIGHT OF WAY LINE OF THE ELGIN, JOLIET AND EASTERN RAILROAD COMPANY AS NOW LOCATED AND EXTENDING IN AN EASTERLY AND WESTERLY DIRECTION ACROSS THE WEST 1/2 OF SECTION 27 (EXCEPT THE WEST 50 FEET THEREOF) ALL BEING IN TOWNSHIP 35 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

PARCEL 3:

BEGINNING AT A POINT ON THE EAST LINE OF THE NORTHWEST 1/4 OF SECTION 27, WHICH POINT IS 867.66 FEET NORTH OF THE SOUTH LINE OF SAID NORTHWEST 1/4; THENCE NORTH, ALONG SAID EAST LINE, TO A LINE 200 FEET SOUTH OF AND PARALLEL WITH THE SOUTH RIGHT OF WAY LINE OF THE ELGIN, JOLIET AND EASTERN RAILWAY COMPANY; THENCE WESTWARD, ALONG SAID LINE, FOR A DISTANCE OF 653.14 FEET; THENCE SOUTHEASTWARDLY, ALONG A STRAIGHT LINE, TO A POINT 753.14 FEET SOUTH OF THE SOUTH RIGHT OF WAY LINE OF THE ELGIN, JOLIET AND EASTERN RAILWAY COMPANY AND 100 FEET WEST OF THE EAST LINE OF THE NORTHWEST 1/4 OF SECTION 27; THENCE SOUTH, ALONG A LINE 100 FEET WEST OF AND PARALLEL WITH THE EAST LINE, TO A POINT WHICH IS 867.66 FEET NORTH OF THE SOUTH LINE OF THE NORTHWEST 1/4 OF SECTION 27; THENCE EAST TO THE POINT OF BEGINNING, ALL BEING IN TOWNSHIP 35 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

EXCLUDING FROM PARCELS 1, 2 AND 3 ABOVE ALL COAL, OIL, GAS, MINERALS AND MINERAL RIGHTS RESERVED TO GRANTORS IN THE DEEDS RECORDED SEPTEMBER 8, 1992 AS DOCUMENT NUMBERS 92664057 AND 92664058.

ADDRESS: 2351 State Street, Chicago Heights, Illinois

PIN: 32-27-100-004 and 32-27-100-005

SECTION ONE

Property of Cook County Clerk's Office