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RIDER A

TO

UCC-1 FINANCING STATEMENT

RIVER NORTH LIMITED PARTNERSHIP NO. 2.
an Illinois limited partnership

By: UI Properties, Inc., an Illinois corporation,
its sole general partner

By: Howard R. Grant, Jr.
Name: Howard R. Grant, Jr.
Title: President

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Loan No. 3212416

EXHIBIT A

Security

All right, title, interest and estate of Debtor in and to the real property or properties described on Exhibit B attached hereto (the "Land"), together with all additional lands, estates and development rights hereafter acquired by Debtor for use in connection with the Land and the development of the Land and all additional lands and estates therein which may from time to time, by supplemental mortgage or otherwise, be expressly made subject to the lien of that certain Mortgage, Assignment of Leases and Rents and Security Agreement, dated March 16, 1998, from Debtor for the benefit of Secured Party (the "Additional Land") and any and all buildings, structures, fixtures, additions, enlargements, extensions, modifications, repairs, replacements and improvements now or hereafter located on the Land or any part thereof (the "Improvements"; the Land, the Additional Land and the Improvements hereinafter collectively referred to as the "Real Property").

All easements, rights-of-way, strips and gores of land, streets, ways, alleys, passages, sewer rights, water, water courses, water rights and powers, oil, gas and mineral rights, air rights and development rights, zoning rights, tax credits or benefits and all estates, rights, titles, interests, privileges, liberties, tenements, hereditaments and appurtenances of any nature whatsoever in any way belonging, relating or pertaining to the Real Property or any part thereof and the reversion and reversions, remainder and remainders and all land lying in the bed of any street, road or avenue, opened or proposed, in front of or adjoining the Land or any part thereof to the center line thereof and all the estates, rights, titles, interests, dower and rights of dower, curtesy and rights of curtesy, property, possession, claim and demand whatsoever, both in law and in equity, of Debtor in, of, and to the Real Property and every part and parcel thereof, with the appurtenances thereto.

All machinery, equipment, fixtures and other property of every kind and nature whatsoever owned by Debtor or in which Debtor has or shall have an interest (to the extent of such interest) now or hereafter located upon the Real Property or appurtenant thereto and usable in connection with the present or future operation and occupancy of the Real Property and all building equipment, materials and supplies of any nature whatsoever owned by Debtor or in which Debtor has or shall have an interest (to the extent of such interest) now or hereafter located upon the Real Property or appurtenant thereto or usable in connection with the present or future operation and occupancy of the Real Property, including but not limited to all heating, ventilating, air conditioning, plumbing, lighting, communications and elevator machinery, equipment and fixtures (hereinafter collectively called the "Equipment") and the right, title and interest of Debtor in and to any of the Equipment which may be subject to any security agreements (as defined in the Uniform Commercial Code of the State in which the Real Property is located (the "Uniform Commercial Code") superior, inferior or pari passu in lien to the lien of the Mortgage. In connection with Equipment which is leased to Debtor or which is subject to a lien or security interest which is superior to the lien of the Mortgage, all right, title and interest of Debtor in and to all deposits and the benefit of all payments now or hereafter made with respect to such Equipment.

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Section 1

All awards or payments, including interest thereon, which may heretofore and hereafter be made with respect to the Real Property or any part thereof, whether from the exercise of the right of eminent domain (including but not limited to any transfer made in lieu of or in anticipation of the exercise of said right) or for a change of grade or for any other injury to or decrease in the value of the Real Property.

All leases and subleases (including without limitation all guarantees thereof) and other agreements affecting the use, enjoyment and/or occupancy of the Real Property or any part thereof now or hereafter entered into (including any use or occupancy arrangements created pursuant to Section 365(h) of Title 11 of the United States Code (the "Bankruptcy Code") or otherwise in connection with the commencement or continuance of any bankruptcy, reorganization, arrangement, insolvency, dissolution, receivership or similar proceedings or any assignment for the benefit of creditors in respect of any tenant or occupant of any portion of the Real Property), together with any extension or renewal of the same (the "Leases") and all income, rents, issues, profits, revenues and proceeds including, but not limited to, all oil and gas or other mineral royalties and bonuses from the Real Property (including any payments received pursuant to Section 502(b) of the Bankruptcy Code or otherwise in connection with the commencement or continuance of any bankruptcy, reorganization, arrangement, insolvency, dissolution, receivership or similar proceedings or any assignment for the benefit of creditors in respect of any tenant or occupant of any portion of the Real Property and all claims as a creditor in connection with any of the foregoing) (the "Rents") and all proceeds from the sale, cancellation, surrender or other disposition of the Leases and the right to receive and apply the Rents to the payment of the Indebtedness.

All proceeds of and any unearned premiums on any insurance policies covering the Real Property or any part thereof, including, without limitation, the right to receive and apply the proceeds of any insurance, judgments or settlements made in lieu thereof for damage to the Real Property or any part thereof.

All tax refunds, including interest thereon, tax credits and tax abatements and the right to receive or benefit from the same which may be payable or available with respect to the Real Property.

The right, in the name and on behalf of Debtor, to appear in and defend any action or proceeding brought with respect to the Real Property or any part thereof and to commence any action or proceeding to protect the interest of Secured Party in the Real Property or any part thereof.

All accounts receivable (including rights to payment for goods sold or leased or to be sold or leased or for services rendered or to be rendered), escrows, documents, instruments, chattel paper, claims deposits, general intangibles, as the foregoing terms are defined in the Uniform Commercial Code, and all franchises, books, records, contract rights (including, without limitation, any contract with any architect or engineer or with any other provider of goods and services for or in the Real Property and any contract for management or any other provision for services), actions and causes of action which now or hereafter relate to,

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are derived from or are used in connection with the Real Property, or the use, operation, maintenance, occupancy or enjoyment thereof or the conduct of any business or activities thereon, interests, estate or other claims, both in law and in equity, which Debtor now has or may hereafter acquire in the Real Property or any part thereof (the "Intangibles").

All rights which Debtor now has or may hereafter acquire to be indemnified and/or held harmless from any liability, loss, damage, cost or expense (including, without limitation, attorneys' fees and disbursements) relating to the Real Property or any part thereof.

All plans and specifications, maps, surveys, studies, reports, contracts, subcontracts, service contracts, management contracts, franchise agreements and other agreements, franchises, trade names, trademarks, symbols, service marks, approvals, consents, permits, special permits, licenses and rights, whether governmental or otherwise, respecting the use, occupation, development, construction and/or operation of the Real Property or any part thereof or the activities conducted thereon or therein, or otherwise pertaining to the Real Property or any part thereof.

Any and all proceeds and products of any of the foregoing any and all other security and collateral of any nature whatsoever, now or hereafter given for the repayment of the Debt and the performance of Debtor's obligations to Secured Party including, without limitation, any escrow or reserve fund held by Secured Party.

All right, title and interest in and to the real property described on Exhibit A of that certain Mortgage dated the date hereof between Mortgagor and Mortgagee encumbering 325 W. Huron, Chicago, Illinois.

All right, title and interest in and to the real property described on Exhibit A of that certain Mortgage dated the date hereof between Mortgagor and Mortgagee encumbering 322 S. Green, Chicago, Illinois.

All right, title and interest in and to the real property described on Exhibit A of that certain Mortgage dated the date hereof between Mortgagor and Mortgagee encumbering 212 W. Superior, Chicago, Illinois.

All right, title and interest in and to the real property described on Exhibit A of that certain Mortgage dated the date hereof between Mortgagor and Mortgagee encumbering 215 W. Superior, Chicago, Illinois.

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EXHIBIT B

60007011

DESCRIPTION OF LAND

LOTS 3 AND THE WEST 70 FEET OF LOT 4 IN ASSESSORS DIVISION OF BLOCK 11 IN NEWBERRY'S ADDITION TO CHICAGO OF THE EAST 1/2 OF THE WEST 1/2 OF THE NORTH EAST 1/4 OF SECTION 9, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

BEING THE SAME PREMISES AS DESCRIBED IN THE SURVEY DATED APRIL 24, 1987 (FINAL REVISION DATED MARCH 6, 1998), RE-CERTIFIED JANUARY 14, 1998, PREPARED BY GREMLEY & BIEDERMANN, INC.

FOR INFORMATION ONLY: Property commonly known as 222 West Hubbard Street, Chicago, Illinois. 17-09-251-004

LOTS 7 TO 13, INCLUSIVE, IN BLOCK 13 IN BUTLER, WRIGHT AND WEBSTER'S ADDITION TO CHICAGO IN THE WEST 1/2 OF THE WEST 1/2 OF THE NORTHEAST 1/4 OF SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

BEING THE SAME PREMISES AS DESCRIBED IN THE SURVEY DATED NOVEMBER 24, 1987 (FINAL REVISION DATED MARCH 6, 1998), RE-CERTIFIED JANUARY 15, 1998, PREPARED BY GREMLEY & BIEDERMANN, INC.

FOR INFORMATION ONLY: Property commonly known as 325 West Huron Street, Chicago, Illinois. P.E. 12. 17-09-215-001

THE SOUTH 1/2 OF LOT 3, ALL OF LOTS 4, 5, 6, 7 AND 8 (EXCEPT THE WEST 9 FEET OF SAID LOTS FOR ALLEY) IN BLOCK 19 IN DUNCAN'S ADDITION TO CHICAGO BEING A SUBDIVISION OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

BEING THE SAME PREMISES AS DESCRIBED IN THE SURVEY DATED NOVEMBER 11, 1986 (FINAL REVISION DATED MARCH 6, 1998), RE-CERTIFIED JANUARY 15, 1998, PREPARED BY GREMLEY & BIEDERMANN, INC.

FOR INFORMATION ONLY: Property commonly known as 322 South Green Street, Chicago, Illinois. P.E. 12. 17-17-227-009, 17-17-227-010, 17-17-227-011, 17-17-227-012

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LOTS 25, 26, 27, 28 AND 29 IN BLOCK 18 IN NEWBERRY'S ADDITION TO CHICAGO IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

BEING THE SAME PREMISES AS DESCRIBED IN THE SURVEY DATED FEBRUARY 1, 1983 (FINAL REVISION DATED MARCH 6, 1998), RE-CERTIFIED JANUARY 14, 1998, PREPARED BY GREMLEY & BIEDERMANN, INC.

FOR INFORMATION ONLY: Property commonly known as 212 West Superior Street, Chicago, Illinois. *§ 2.47-17-09-202-010, 17-09-202-010*

LOTS 9 AND 10 IN BLOCK 17 IN NEWBERRY'S ADDITION TO CHICAGO, A SUBDIVISION IN SECTION 9, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, BEING THE EAST 1/2 OF THE WEST 1/2 OF THE NORTHEAST 1/4, IN COOK COUNTY, ILLINOIS.

BEING THE SAME PREMISES AS DESCRIBED IN THE SURVEY DATED FEBRUARY 21, 1983 (FINAL REVISION DATED MARCH 6, 1998), RE-CERTIFIED JANUARY 14, 1998, PREPARED BY GREMLEY & BIEDERMANN, INC.

FOR INFORMATION ONLY: Property commonly known as 215 West Superior Street, Chicago, Illinois. *§ 2.47-17-09-202-010*

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