

THIRD AMENDMENT TO DECLARATION OF COVENANTS, EASEMENTS, AND RESTRICTIONS FOR NORTHWEST POINT

THIS THIRD AMENDMENT TO THE DECLARATION OF COVENANTS, EASEMENTS, AND RESTRICTIONS FOR NORTHWEST POINT (this "Third Amendment"), is made as of the 1st day of January, 1998 by the Members of the NORTHWEST POINT ASSOCIATION, an Illinois not for profit corporation (hereinafter called the "Association").

WITNESSETH:

WHEREAS, La Salle National Bank, not personally or individually, but as Trustee under Trust Agreement dated March 15, 1980 and known as Trust No. 102000 made the Declaration of Covenants, Easements, and Restrictions for Northwest Point (hereinafter called the "Original Declaration") on December 30, 1982 affecting the real estate located in Elk Grove Village, Cook County, Illinois and legally described in Exhibit A attached hereto and made a part hereof;

WHEREAS, the Original Declaration was thereafter filed with the Cook County Recorder's Office (the "Recorder's Office") on February 3, 1983 as Document No. 26495247;

WHEREAS, the Declaration was amended by the First Amendment to the Declaration which was filed with the Recorder's Office on May 9, 1988 as Document No. 88197029 (the "First Amendment").

WHEREAS, the Declaration was amended by the Second Amendment to Declaration of Covenants, Easements, and Restrictions for Northwest Point dated as of October 20, 1987 which was filed with the Recorder's Office on February 2, 1998 as Document Nos. 9808592 through 9808597 and rerecorded of even date herewith (the "Second Amendment") (the Original Declaration as amended by the First Amendment and the Second Amendment is hereinafter referred to as the "Declaration");

WHEREAS, the Association wishes to amend the Declaration in certain respects;

WHEREAS, this Third Amendment is approved by the unanimous consent of the Members of the Association.

NOW, THEREFORE, the Association hereby declares as follows:

1. Section 12.2 of the Declaration is deleted in its entirety and the following Section 12.2 is inserted in lieu thereof:

12.2 Amendment. This Declaration may be amended or terminated at any time by sixty-five percent (65%) of the total eligible votes of the membership of the Association, as defined in Article IV hereof, with both classes of the membership voting together. For purposes of amending or

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terminating this Declaration, Declarant shall be entitled to one (1) vote for each one tenth (1/10th) of an acre or fraction thereof owned by Declarant regardless of whether Declarant has greater voting rights for other purposes of this Declaration and this limitation on Declarant's voting rights shall never be amended. Members may vote in person or by proxy at a meeting duly called for such purpose, written notice of which shall be given to all members at least thirty (30) days in advance and shall set forth the purpose of such meeting. Any such amendment or termination shall become effective when an instrument is filed for record in the Recorder of Deeds Office, Cook County, Illinois, with the signatures of the requisite number of the Owners of the Property.

2. The undersigned constitute all of the Members of the Association.

3. Except as amended hereby, the Declaration, as amended, shall continue in full force and affect in accordance with its terms.

4. In the event of any conflict between the terms of this Third Amendment and the Declaration as it existed prior to this Third Amendment, the terms of this Third Amendment shall control.

5. Any capitalized term used herein but not defined herein shall have the meaning therefor specified in the Declaration.

6. Each individual signing this Third Amendment represents and warrants that (s)he has the authority to sign this Third Amendment and bind to this Third Amendment the Member on whose behalf (s)he signs.

7. Each Member agrees to ratify this Third Amendment, if requested, at any subsequent meeting of the Members.

8. This Third Amendment may be executed in counterparts and it is the intention of the Members that any executed counterpart shall constitute the agreement of the Members and that all of the counterparts shall together constitute one and the same Third Amendment to the Declaration.

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IN WITNESS WHEREOF, the Association in accordance with its term and by its Members has caused this Third Amendment to be executed.

MEMBERS:

AMERICAN ACADEMY OF PEDIATRICS

By: [Signature]

Its: [Signature]

APPLE VACATIONS WEST, INC.

By: _____

Its: _____

ADP, INC.

By: _____

Its: _____

METROPOLITAN LIFE INSURANCE COMPANY

By: _____

Its: _____

ELK GROVE SUITES INVESTMENT LIMITED PARTNERSHIP

By: _____

Its: _____

SUBURBAN BUS DIVISION OF THE REGIONAL TRANSPORTATION AUTHORITY, an Illinois Municipal Corporation, operating under the name of Pace

By: _____

Its: _____

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IN WITNESS WHEREOF, the Association in accordance with its term and by its Members has caused this Third Amendment to be executed.

MEMBERS:

AMERICAN ACADEMY OF PEDIATRICS

By: _____

Its: _____

APPLE VACATIONS WEST, INC.

By: *Harold J. Power*

Its: *Assistant Secretary*

ADP, INC.

By: _____

Its: _____

METROPOLITAN LIFE INSURANCE COMPANY

By: _____

Its: _____

ELK GROVE SUITES INVESTMENT LIMITED PARTNERSHIP

By: _____

Its: _____

SUBURBAN BUS DIVISION OF THE REGIONAL TRANSPORTATION AUTHORITY, an Illinois Municipal Corporation, operating under the name of Pace

By: _____

Its: _____

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MEMBERS:

AMERICAN ACADEMY OF PEDIATRICS

By: _____

Its: _____

APPLE VACATIONS WEST, INC.

By: _____

Its: _____

ADP, INC.

By: 

Its: President James B. Henry

METROPOLITAN LIFE INSURANCE COMPANY

By: _____

Its: _____

ELK GROVE SUITES INVESTMENT LIMITED PARTNERSHIP

By: _____

Its: _____

SUBURBAN BUS DIVISION OF THE REGIONAL TRANSPORTATION AUTHORITY, an Illinois Municipal Corporation, operating under the name of Pace

By: _____

Its: _____

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MEMBERS:

AMERICAN ACADEMY OF PEDIATRICS

By: _____

Its: _____

APPLE VACATIONS WEST, INC.

By: _____

Its: _____

ADP, INC.

By: _____

Its: _____

METROPOLITAN LIFE INSURANCE COMPANY

By: [Signature] _____

Its: ASSISTANT VICE-PRESIDENT _____

ELK GROVE SUITES INVESTMENT LIMITED PARTNERSHIP

By: _____

Its: _____

SUBURBAN BUS DIVISION OF THE REGIONAL TRANSPORTATION AUTHORITY, an Illinois Municipal Corporation, operating under the name of Pace

By: _____

Its: _____

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MEMBERS:

AMERICAN ACADEMY OF PEDIATRICS

By: _____

Its: _____

APPLE VACATIONS WEST, INC.

By: _____

Its: _____

ADP, INC.

By: _____

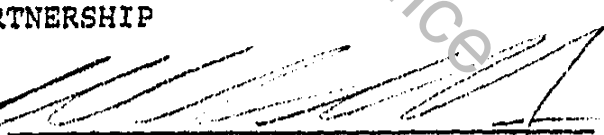
Its: _____

METROPOLITAN LIFE INSURANCE COMPANY

By: _____

Its: _____

ELK GROVE SUITES INVESTMENT LIMITED PARTNERSHIP

By:  _____

Its: GENIVAN MANROSE

SUBURBAN BUS DIVISION OF THE REGIONAL TRANSPORTATION AUTHORITY, an Illinois Municipal Corporation, operating under the name of Pace

By: _____

Its: _____

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MEMBERS:

AMERICAN ACADEMY OF PEDIATRICS

By: _____

Its: _____

APPLE VACATIONS WEST, INC.

By: _____

Its: _____

ADP, INC.

By: _____

Its: _____

METROPOLITAN LIFE INSURANCE COMPANY

By: _____

Its: _____

ELK GROVE SUITES INVESTMENT LIMITED PARTNERSHIP

By: _____

Its: _____

SUBURBAN BUS DIVISION OF THE REGIONAL TRANSPORTATION AUTHORITY, an Illinois Municipal Corporation, operating under the name of Pace

By: _____

Its: EXECUTIVE DIRECTOR

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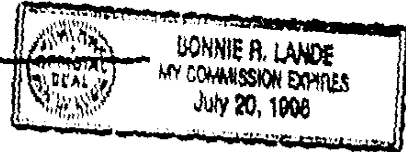
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STATE OF Illinois
COUNTY OF Cook S.S.

I, Bonnie Lande, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Keith Kamart, personally known to me to be the CFO of AMERICAN ACADEMY OF PEDIATRICS, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such Keith Kamart he/she signed and delivered the said instrument as his/her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and 13 seal this January day of January, A.D. 1997.

Bonnie R. Lande
Notary Public



Cook County Clerk's Office

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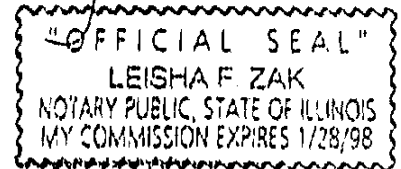
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STATE OF Illinois
COUNTY OF Cook } S.S.

I, Leisha F. Zak, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Kenneth P. Larsen, personally known to me to be the Asst. Secretary of APPLE VACATIONS WEST, INC., and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such _____ he/she signed and delivered the said instrument as his/her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and _____ seal this 14th day of January, A.D. 1997.



Notary Public
Leisha F. Zak

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STATE OF New Jersey)
) S.S.
COUNTY OF Essex)

I, Angelyn Arcaro, a Notary Public in and for said County, in the State aforesaid, do hereby certify that James B. Benson, personally known to me to be the President of ADP, Inc., and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such _____ he/she signed and delivered the said instrument as his/hers free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and _____ seal this 19th day of January, A.D. 1998.

Notary Public
Angelyn Arcaro

ANGELYN M. ARCARO
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES AUGUST 10, 2002

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SERIALIZED FILED
MAR 11 1964
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STATE OF ILLINOIS)
) S.S.
COUNTY OF DU PAGE)

I, Dennis K. Moore, a Notary Public in and for said County, in the State aforesaid, do hereby certify that James C. Jensen, personally known to me to be the President of METROPOLITAN LIFE INSURANCE COMPANY, and personally known to me to be the same person, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such President he/she signed and delivered the said instrument as his/her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and Notary seal this 27th day of January, A.D. 1998.

Notary Public

Dennis K. Moore

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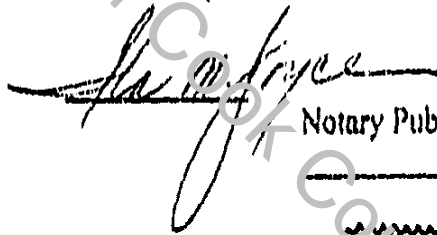
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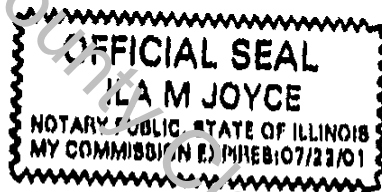
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STATE OF ILLINOIS)
) S.S.
COUNTY OF COOK)

I, Ma M. Joyce, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Michael Escalante, personally known to me to be the General Manager of ELK GROVE SUITES INVESTMENT LIMITED PARTNERSHIP, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such General Manager he/she signed and delivered the said instrument as his/her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and Notary seal this 14th day of January, 1998, A.D. 1997.


Notary Public



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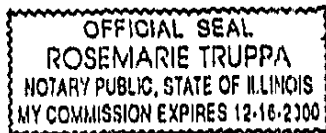
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STATE OF ILLINOIS)
) S.S.
COUNTY OF COOK)

I, Rosemarie TRUPPA, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Joseph Di John, personally known to me to be the Executive Director of SUBURBAN BUS DIVISION OF THE REGIONAL TRANSPORTATION AUTHORITY, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such JOSEPH Di John he/~~she~~ signed and delivered the said instrument as his/~~her~~ free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and _____ seal this 15th day of January, A.D. 1997⁸.



Notary Public

Rosemarie Truppa

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THIS DOCUMENT PREPARED BY AND AFTER RECORDING RETURN TO:
Steven C. Karp
Counsel
Metropolitan Life Insurance Company
2001 Spring Road, Suite 400
Oak Brook, IL 60523

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EXHIBIT A

Parcel 1

A tract of land comprised of parts of the South West 1/4 of Section 15, part of the South East 1/4 of Section 16, and part of the North East 1/4 of Section 21 and part of the North West 1/4 of Section 22, all in Township 41 North, Range 11, East of the Third Principal Meridian, described as follows: Beginning at a point in the East line of the North East 1/4 of Section 21 aforesaid 9.88 chains Northerly of the South East corner thereof; thence continuing North 00 degrees 01 minutes 00 seconds East along the East line of the North East 1/4 of Section 21 aforesaid 684.13 feet to the South West corner of the North West 1/4 of the North West 1/4 of Section 22 aforesaid; thence North 89 degrees 21 minutes 48 seconds East along the South line of the North West 1/4 of the North West 1/4 of Section 22 aforesaid 1326.41 feet to the South East corner thereof (also being the South West corner of Lot 11 in Owner's subdivision of the West 15 rods of the South East 1/4 and the East 46/80 [as measured on the North and South lines] of the East 1/2 of the South West 1/4 of Section 15, Township 41 North, Range 11, East of the Third Principal Meridian, also the North East 1/4 of the North West 1/4 of Section 22, Township 41 North, Range 11, East of the Third Principal Meridian); thence North 89 degrees 21 minutes 48 seconds East along the South line of Lot 11 aforesaid 663.42 feet to the South East corner thereof; thence North 00 degrees 01 minutes 22 seconds West along the East line of Lot 11 aforesaid 172.54 feet to a point in the Southwesterly line of Northern Illinois Gas Company right of way as per Warranty Deed recorded as document number 17374100; thence Northwesterly along said Southwesterly line being an arc convex Northeasterly and having a radius of 11,251.70 feet for a distance of 652.47 feet more or less to an angle point; thence South 81 degrees 51 minutes 56 seconds West along said right of way line 90.77 feet to an angle point; thence North 48 degrees 46 minutes 19 seconds West along said right of way line 136.50 feet to a point in the West line of Lot 11 aforesaid; thence North 48 degrees 44 minutes 14 seconds West along the Southwesterly line of the Northern Illinois Gas Company right of way as per deed recorded as document number 17502850, 69.5 feet (more or less) to an angle point therein; thence North 51 degrees 10 minutes 35 seconds West along said right of way line 915.90 feet to a point in the North line of the North West 1/4 of Section 22 aforesaid; thence South 89 degrees 24 minutes 38 seconds West along said North line 2 feet (more or less) to another Southwesterly right of way line of the Northern Illinois Gas Company as per aforesaid deed recorded as document number 17502850; thence North 51 degrees 36 minutes 17 seconds West along said right of way line 175.5 feet (more or less) to an angle point therein; thence North 55 degrees 33 minutes 50 seconds West along said right of way line 676.20 feet to an angle point therein; thence North 57 degrees 20 minutes 51 seconds West along said right of way line 128.4 feet (more or less) to a point in the South line of Lot 1 in August Busse's Division of parts of the East 1/2 of Section 16, Township 41 North, Range 11, East of the Third Principal Meridian; thence North 58 degrees 36 minutes 15 seconds West 275.21 feet to a corner of parcel E-7A-20C of condemnation 70L737; thence North 86 degrees 45 minutes 06 seconds West 50.40 feet (more or less) along the Southerly line of said parcel E-7A-20C to a point in the West line of the East

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522.33 feet of Lot 1 aforesaid; thence South 00 degrees 04 minutes 50 seconds East along said West line 147.29 feet to the South line of Lot 1 aforesaid; thence South 89 degrees 47 minutes 09 seconds West along the South line of Lot 1 aforesaid 300.98 feet to a point in the Easterly line of parcel N-7A-22A of condemnation 702736; thence South 58 degrees 51 minutes 05 seconds West along said Easterly line 278.4 feet; thence continuing South 36 degrees 59 minutes 50 seconds West along said Easterly line 125.3 feet; thence continuing South 16 degrees 16 minutes 33 seconds West along said Easterly line 333.7 feet to a point in the South line of the South East 1/4 of Section 16 aforesaid; thence North 89 degrees 59 minutes 01 seconds West along said South line 18.84 feet (more or less) to the East line of Arlington Heights Road; thence along the Easterly line of said Arlington Heights Road the following 5 courses and distances: South 08 degrees 08 minutes 29 seconds West along said East line 319.16 feet to an angle point; thence South 10 degrees 43 minutes 29 seconds West 232.68 feet to an angle point; thence South 17 degrees 25 minutes 30 seconds West 257.66 feet to an angle point; thence South 13 degrees 14 minutes 01 seconds West 999.18 feet to an angle point; thence South 18 degrees 21 minutes 38 seconds West 49.20 feet to a point in the Easterly extension of the North line of Lot 54 in Higgins Road Commercial Subdivision Unit, 35 being a resubdivision in Section 21, Township 41 North, Range 11, East of the Third Principal Meridian; thence South 83 degrees 10 minutes 06 seconds East along the North line of Higgins Road Commercial Subdivision in Section 21 aforesaid 1670.18 feet to the point of beginning, in Cook County, Illinois.

Excepting therefrom, that portion of Parcel 1 described as follows:

THAT PART OF THE NORTH EAST 1/4 OF SECTION 21, TOWNSHIP 41 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS, COMMENCING AT A POINT IN THE EAST LINE OF THE NORTH EAST 1/4 OF SECTION 21 AFORESAID 9 60 CHAINS NORTHERLY OF THE SOUTH EAST CORNER THEREOF, THENCE NORTH 83 DEGREES 10 MINUTES 06 SECONDS WEST ALONG THE NORTH LINE OF HIGGINS ROAD COMMERCIAL SUBDIVISIONS IN SECTION 21 AFORESAID A DISTANCE OF 1670.18 FEET TO A POINT IN THE EAST LINE OF ARLINGTON HEIGHTS ROAD; THENCE NORTH 18 DEGREES 21 MINUTES 38 SECONDS EAST ALONG THE EAST LINE OF ARLINGTON HEIGHTS ROAD 49.20 FEET TO AN ANGLE POINT, THENCE NORTH 13 DEGREES 14 MINUTES 01 SECONDS EAST 392.0 FEET TO A POINT (HEREINAFTER REFERRED TO AS POINT "252"); THENCE EASTERLY ALONG A LINE (HEREINAFTER REFERRED TO AS "CENTER LINE 252-270") THE FOLLOWING BEARINGS AND DISTANCES: SOUTH 79 DEGREES 30 MINUTES 44 SECONDS EAST 79.95 FEET TO A POINT OF CURVATURE; THENCE EASTERLY ALONG AN ARC OF A CIRCLE CONVEX NORTHERLY AND HAVING A RADIUS OF 6954.69 FEET FOR A DISTANCE OF 599.63 FEET TO A POINT OF TANGENCY; THENCE SOUTH 74 DEGREES 34 MINUTES 20 SECONDS EAST 290.0 FEET TO A POINT OF CURVATURE; THENCE EASTERLY ALONG AN ARC OF A CIRCLE CONVEX SOUTHEASTERLY AND HAVING A RADIUS OF 439.68 FEET FOR A DISTANCE OF 375.40 FEET TO A POINT OF TANGENCY; THENCE NORTH 56 DEGREES 30 MINUTES 30 SECONDS EAST 128.05 FEET TO A POINT OF CURVATURE; THENCE NORTHEASTERLY ALONG AN ARC OF A CIRCLE CONVEX NORTHWESTERLY AND HAVING A RADIUS OF 368.11 FEET FOR A DISTANCE OF 81.38 FEET TO A POINT OF TANGENCY (HEREINAFTER REFERRED TO AS ARC 265-267); THENCE NORTH 69 DEGREES 10 MINUTES 30 SECONDS EAST A DISTANCE OF 28.40 FEET TO A POINT IN THE EAST LINE OF THE NORTH EAST 1/4 OF SECTION 21 AFORESAID WHICH IS 86.38 FEET NORTH OF THE NORTH WEST CORNER OF LOT 46 OF HIGGINS ROAD COMMERCIAL SUBDIVISION UNIT NO. 2

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BEING A SUBDIVISION IN THE WEST 1/2 OF SECTION 22, TOWNSHIP 41 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, (SAID POINT HEREINAFTER REFERRED TO AS POINT "270") AND THE EAST TERMINUS OF "CENTER LINE 252-270"); THENCE SOUTH 00 DEGREES 01 MINUTES 00 SECONDS WEST ALONG THE EAST LINE OF THE NORTH EAST 1/4 OF SECTION 21 AFORESAID 35.31 FEET TO A POINT OF INTERSECTION WITH A LINE WHICH IS 33.0 FEET SOUTHEASTERLY OF AND PARALLEL WITH "CENTER LINE 252-270", HEREINBEFORE DESCRIBED; SAID POINT BEING THE POINT OF BEGINNING OF LAND HEREIN DESCRIBED. THENCE SOUTH 00 DEGREES 01 MINUTES 00 SECONDS WEST ALONG THE EAST LINE OF THE NORTH EAST 1/4 OF SECTION 21 AFORESAID 385.40 FEET; THENCE NORTH 69 DEGREES 59 MINUTES 00 SECONDS WEST 135.0 FEET; THENCE NORTH 01 DEGREE 01 MINUTES 00 SECONDS EAST 293.26 FEET; THENCE NORTH 33 DEGREES 29 MINUTES 30 SECONDS WEST 13.93 FEET TO A POINT IN A LINE WHICH IS 33.0 FEET SOUTHEASTERLY OF AND PARALLEL WITH "CENTER LINE 252-270" HEREINBEFORE DESCRIBED. THENCE NORTH 56 DEGREES 30 MINUTES 30 SECONDS EAST ALONG SAID PARALLEL LINE 74.50 FEET TO A POINT OF CURVATURE, THENCE NORTHEASTERLY ALONG AN ARC OF A CIRCLE CONVEX NORTHWESTERLY, HAVING A RADIUS OF 335.11 FEET AND CONCENTRIC WITH ARC: 265-26" HEREINBEFORE DESIGNATED FOR A DISTANCE OF 74.08 FEET; THENCE NORTH 59 DEGREES 10 MINUTES 30 SECONDS EAST 15.64 FEET TO THE POINT OF BEGINNING. ALL IN COOK COUNTY, ILLINOIS.

Parcel 2

Non-Exclusive Easement for ingress and egress for the benefit of Parcel 1 over and across the following described land: the East 28.25 feet of Lot 58 and the West 31.75 feet of Lot 59 in Higgins Road Commercial Subdivision Unit No. 3, being a subdivision in the West 1/2 of Section 22, Township 41 North, Range 11, East of the Third Principal Meridian, in Cook County, Illinois, as created by Easement Agreement dated December 15, 1980 and recorded January 20, 1981 as Document 25743727 made between Malden Corp., a corporation of Illinois, and LaSalle National Bank, as Trustee under Trust Agreement dated March 11, 1980 and known as Trust Number 102000, and Progress Record Distribution, Inc., an Ohio corporation.

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Property Address:

The Park at Northwest Point
S/E/C of Arlington Heights Road & I-90
Elk Grove Village, Illinois 60007

Permanent Index Numbers:

08-21-202-072-0000

08-21-202-073-0000

08-21-202-074-0000

08-21-202-075-0000

08-21-202-076-0000

08-21-202-079-0000

08-22-102-241-0000

08-21-202-077-0000

08-21-202-066-0000

08-21-202-067-0000

08-21-202-068-0000

08-22-100-015-0000

08-22-102-237-0000



LAWYERS TITLE INSURANCE CORPORATION
10 SOUTH LASALLE STREET, 25th FLOOR
CHICAGO, ILLINOIS 60603

Attn: David Kozicki

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