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Cook County Recorder 29.00

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Property of Cook County Clerk's Office

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (this "Memorandum"), dated as of the 30th day of March, 1998, is made by and among 1272411 Illinois, Inc., an Illinois corporation ("Landlord"), and Discoverer Services, Inc., a Delaware corporation ("Tenant");

RECITALS

- A. Landlord is the fee simple title owner of that certain parcel or property commonly known as 1655 Irving Park Rd., Hanover Park, Illinois, legally described in Exhibit A attached hereto and made a part hereof (the "Premises").
- B. Landlord and Tenant have entered into that certain Lease Agreement dated as of March 30, 1998 (the "Lease"), pursuant to which Landlord has agreed to lease to Tenant the Premises upon the terms and conditions set forth in the Lease.
- C. Landlord and Tenant desire to set forth certain terms and provisions contained in the Lease in this Memorandum for recording purposes.

NOW, THEREFORE, for and in consideration of the rents reserved and the covenants and conditions set forth in the Lease, Landlord and Tenant do hereby covenant, promise and agree as follows:

- 1. **Definitions:** Capitalized terms used herein which are not otherwise defined herein shall have the respective meanings ascribed to them in the Lease.

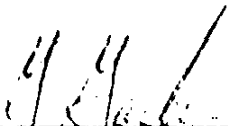
BOX 333-CTI

- 2. **Grant of Lease:** Pursuant to the Lease between Landlord and Tenant dated March 30, 1998 (the "Lease") and this Memorandum, Landlord hereby demises and leases to Tenant and Tenant hereby leases from Landlord the Premises upon the terms and conditions set forth herein and in the Lease.
- 3. **Commencement Date:** The Term shall commence on March 30, 1998.
- 4. **Expiration Date:** The Term of the Lease shall expire, unless sooner terminated or unless extended or renewed as provided herein and therein, on December 31, 2007.
- 5. **Rent:** The Rent due and payable from Tenant to Landlord for the Term of the Lease and any extension term shall be determined and payable pursuant to the terms and provisions of the Lease.
- 6. **Options to Extend:** Tenant shall have and is hereby granted four (4) consecutive options to extend the Term of the Lease for terms of five (5) years each, subject to and on such terms and conditions set forth in the Lease.
- 7. **Right of First Refusal:** Tenant shall have and is hereby granted a right of first refusal to purchase the Premises in accordance with the terms of the Lease in the event Landlord seeks to sell the Premises or receives an offer to purchase the Premises.

IN WITNESS WHEREOF, Landlord and Tenant have executed this Memorandum as of the date first written above.

LANDLORD:

TENANT:



1272411 Illinois, Inc.
an Illinois Corporation

By: Gino Gasbarre
Title: President



Discoverer Services, Inc.
a Delaware corporation

By: Mary Jane Allen
Title: Controller

THIS INSTRUMENT PREPARED BY
AND RETURN AFTER RECORDING TO:


Morris/Rose/Ledgett
Barristers and Solicitors
Suite 2600, Canada Trust Tower, BCE Place
161 Bay Street
Toronto, Ontario
M5J 2S1

Attention: Nancy J. Kleer
(N/K/MOLSB.7 @ N:165431)

PROVINCE OF ONTARIO)
CANADA)

I, NANCY KLEER, a Notary Public in and for the Province of Ontario, DO HEREBY CERTIFY, that Gino Gasbarre, personally known to me to be the President of 1272411 Illinois, Inc., a corporation of the State of Illinois, whose name is subscribed to the within Instrument, appeared before me this day in person and severally acknowledged that as such he signed and delivered the said Instrument of writing on March 27th, 1998 all to be effective March 30, 1998, as President of said Corporation to be thereunto affixed, as his free and voluntary act and as the free and voluntary act and deed of said Corporation, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal, this 27th day of March, 1998.


Notary Public

PROVINCE OF ONTARIO)
CANADA)

I, NANCY KLEER, a Notary Public in and for the Province of Ontario, DO HEREBY CERTIFY, that Mary Jane Allen, personally known to me to be the Controller of Discoverer Services, Inc., a corporation of the State of Delaware, whose name is subscribed to the within Instrument, appeared before me this day in person and severally acknowledged that as such she signed and delivered the said Instrument of writing on March 27, 1998, all to be effective March 30, 1998, as Controller of said Corporation to be thereunto affixed, as her free and voluntary act and as the free and voluntary act and deed of said Corporation, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal, this 27th day of March, 1998.

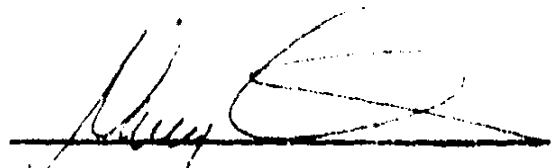

Notary Public

EXHIBIT A

Legal Description

LOT 51-"H" IN HANOVER GARDENS, A SUBDIVISION OF PART OF THE SOUTH EAST 1/4 OF SECTION 25, TOWNSHIP 41 NORTH, RANGE 9, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

P.I.N. 06-25-403-024

Address: 1655 Irving Park Rd.
Hanover Park, Illinois