

FILED

**MEMORANDUM OF CONTRACT FOR
CONDITIONAL SALE OF REAL ESTATE**

Tax bills to: 7802 W. 93rd St., St. John, Indiana 46373

THIS CONTRACT, made October 1st 1997, by and between BANK CALUMET NATIONAL ASSOCIATION, as Co-Trustee of the Franklin G. Rudolph Insurance Trust, and ALENE RUDOLPH, as beneficiary Co-Trustee of said Trust, hereafter referred to as "BUYER" and NAPLES DEVELOPMENT, LLC, a Limited Liability Company as Assignee of Buyer, hereafter referred to as "Assignee of Buyer";

OCT 07 1997
CAMORICH
OFFICE
LAKE COUNTY

WITNESSETH THAT:

Pursuant to a certain "Contract for Conditional Sale of Real Estate" of even date herewith, Seller promises and agrees to sell and convey to Buyer and has given consent to Buyer's immediate and contemporaneous assignment of said Contract to NAPLES DEVELOPMENT, LLC; and Buyer promises and agrees to purchase of and from Seller, and has contemporaneously assigned its rights and obligations under said Contract to NAPLES DEVELOPMENT LLC, the following described real estate located in lake County, State of Indiana, to-wit:

The South 1/2 of the Southwest 1/4 of Section 26, Township 35 North, Range 9 West of the 2nd Principal Meridian, in Lake County, Indiana 11-16-15

This agreement is made upon and subject to the terms and provisions set forth in that certain "Contract for Conditional Sale of Real Estate" of even date herewith, by and between the Seller and Buyer, which contains and sets forth the specific detailed Contract and the agreement of the parties hereto. This Contract provides that the Buyer shall pay all real estate taxes.

This instrument is executed for the purpose of affording evidence of the existence of said specific and detailed contract of even date herewith and shall be recorded by the parties hereto in the Office of the Recorder of Lake County, Indiana.

BANK CALUMET NATIONAL ASSOCIATION,
as Co-Trustee of the Franklin G. Rudolph
Insurance Trust (Trust P-1209)

By:
Printed Name: DEBRA K. LUKE
Its: Debra K. Luke
Title: VP + TD

NAPLES DEVELOPMENT, LLC
a Limited Liability Company

BY: Dennis M. McGov
DENNIS M. MCGOV
Managing Partner

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD
9701-8 AM 9:54
MORRIS
RECORDER
CLERK

ALENE RUDOLPH, as Co-Trustee and as
Beneficiary of the Franklin G.
Rudolph Insurance Trust

Debra K. Luke Attorney in fact for Alene Rudolph
Printed Name: ALENE RUDOLPH
SELLER

Debra K. Luke, as attorney
in fact for Alene Rudolph

BUYER 000459

209057-2 J. 506m

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K/24

STATE OF INDIANA)
) SS:
COUNTY OF LAKE)

Before me, a Notary Public within and for said County and State, on this 1st day of October, 1997, came BANK CALUMET NATIONAL ASSOCIATION as Co-Trustee of the Franklin G. Rudolph Insurance Trust (Trust No. P-1209), by DEBRA K. LUKE its VICE-PRESIDENT, who, as such VICE-PRESIDENT for and on behalf of said BANK CALUMET NATIONAL ASSOCIATION as said Trustee, and acknowledged the execution of the foregoing Memorandum of Contract for Conditional Sale of Real Estate.

WITNESS my hand and official seal.

G. Edward M. McHie
G. EDWARD MCHIE
Notary Public

My commission Expires:
4-11-98

County of Residence:
Lake

STATE OF INDIANA)
) SS:
COUNTY OF LAKE)

Before me, a Notary Public in and for said County and State, on this 1st day of October, 1997, personally appeared the within named ALENE RUDOLPH as beneficiary and as Co-Trustee of the Franklin G. Rudolph Insurance Trust, by DEBRA K. LUKE, her Attorney-in-Fact, and acknowledged the execution of the foregoing Memorandum of Contract for Conditional Sale of Real Estate.

WITNESS my hand and official seal.

G. Edward M. McHie
G. EDWARD MCHIE
Notary Public

My commission Expires:
4-11-98

County of Residence:
Lake

STATE OF INDIANA)
) SS:
COUNTY OF LAKE)

Before me, the undersigned, a Notary Public in and for said County and State, this 1st day of October, 1997, personally appeared: NAPLES DEVELOPMENT, a Limited Liability Company by

DENNIS M. McCOY, its Managing Partner

and acknowledged the execution of the foregoing Memorandum of Contract for Conditional Sale of Real Estate.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal

G. Edward McHie

G. EDWARD MCHIE

Notary Public

My Commission Expires:
4-11-98

County of Residence: Lake

This Instrument prepared by: G. Edward McHie, Attorney at Law,
53 Muenich Court, Hammond, IN 46320