



2005 000377

LAKE COUNTY
FILED FOR RECORD
2005 APR 28 AM 10:29
REC'D

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Linda M. Singer
Latham & Watkins LLP
600 West Broadway, Suite 1800
San Diego, CA 92101

see onsize attachments

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME
RIH Acquisitions IN, LLC

OR

1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
c/o Colony Capital LLC, 660 Madison Avenue, Suite 1600 New York NY 10021 U.S.A.

1d. **SEE INSTRUCTIONS** ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
LLC Indiana IN2004100100200 NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2d. **SEE INSTRUCTIONS** ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any
 NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
Deutsche Bank Trust Company Americas, as Collateral Agent

OR

3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
60 Wall Street, Floor 43 New York NY 10005 U.S.A.

4. This FINANCING STATEMENT covers the following collateral:

THIS FINANCING STATEMENT COVERS ALL ASSETS OF THE DEBTOR WHICH ARE NOW, OR MAY IN THE FUTURE BECOME LOCATED IN, ON, OR UNDER, OR AFFIXED TO THE REAL PROPERTY LOCATED IN LAKE COUNTY, INDIANA, DESCRIBED ON EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF (THE "REAL PROPERTY"). THIS FINANCING STATEMENT ALSO COVERS ALL OF THE DEBTOR'S RIGHT, TITLE, AND INTEREST, WHETHER NOW OWNED OR EXISTING OR AT ANY TIME HEREAFTER ACQUIRED, IN ALL OF THE PERMITS, CONSENTS, APPROVALS, AND ALL OTHER INSTRUMENTS OR CONVEYANCES GRANTING DEBTOR'S RIGHT IN AND TO THE REAL PROPERTY. THIS FINANCING STATEMENT ALSO COVERS ALL PROCEEDS OF THE FOREGOING COLLATERAL.
SEE ALSO ATTACHED ADDENDUM.

THIS IS A FIXTURE FILING.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable) 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (ADDITIONAL FEE) (optional) All Debtors Debtor 1 Debtor 2

County Recorder of Lake County, Indiana

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NOTED SHOWN

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

OR	9a. ORGANIZATION'S NAME RIH Acquisitions IN, LLC		
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

OR	11a. ORGANIZATION'S NAME				
	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE	

12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

OR	12a. ORGANIZATION'S NAME				
	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

13. This FINANCING STATEMENT covers timber to be cut or as-extracted collateral, or is filed as a fixture filing.

14. Description of real estate:

See Exhibit A attached hereto.

Debtor has a leasehold interest in the real property of record. The name and address of the record owner is set forth below (see item 15).

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

The City of East Chicago, Department of Redevelopment,
existing pursuant to Indiana Code 36-7-14
4920 Larkspur Drive
P.O. Box 394
East Chicago, IN 46312
Attn: John Artis, Director

16. Additional collateral description:

17. Check only if applicable and check only one box.

Debtor is a Trust or Trustee acting with respect to property held in trust or Decedent's Estate

18. Check only if applicable and check only one box.

Debtor is a TRANSMITTING UTILITY
 Filed in connection with a Manufactured-Home Transaction — effective 30 years
 Filed in connection with a Public-Finance Transaction — effective 30 years

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EXHIBIT A
Legal Description

MICHAEL E. BOONEN
PLAT

Part of Fractional Section 15 and Fractional Section 22, Township 37 North, Range 9 West of the Second Principal Meridian, in Lake County, Indiana, more particularly described as follows: Commencing at point "G" which point is on the Southeasterly bulkhead line (established by U.S. Government permits of March 27, 1908, October 15, 1929 and July 5, 1932), and the Southwesterly right of way line of Aldis Avenue extended, this point being established by a "T" rail set in concrete; thence along the Southwesterly line of Aldis Avenue, South 46 degrees 46 minutes 06 seconds East, 1376.00 feet to point "R" on plat of survey prepared by the County Surveyor of Lake County, Indiana, and dated July 3, 1959 which is the point of beginning, said point being at the intersection of the centerline of vacated Lake Place and the Southwesterly right of way line of Aldis Avenue; thence along the centerline of vacated Lake Place extended, North 43 degrees 15 minutes 00 seconds East, a distance of 66.30 feet to a point "Q" on the Northeasterly right of way line of Aldis Avenue; thence North 35 degrees 15 minutes 33 seconds East 134.74 feet (Measured North 34 degrees 53 minutes 04 seconds East, 134.78 feet) to a point; thence North 87 degrees 48 minutes 17 seconds East, 79.47 feet to a point; thence North 45 degrees 33 minutes 40 seconds East, 100.50 feet to a point; thence North 27 degrees 26 minutes 34 seconds East, 102.39 feet to a point; thence North 35 degrees 50 minutes 46 seconds East, 100.24 feet to a point; thence North 43 degrees 17 minutes 00 seconds East,

Continued on next page

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100.18 feet to a point; thence North 73 degrees 22 minutes 05 seconds East, 92.36 feet to a point; thence South 88 degrees 52 minutes 08 seconds East, 85.40 feet to a point; thence South 45 degrees 50 minutes 45 seconds East, 106.63 feet to a point; thence South 28 degrees 53 minutes 00 seconds East, 115.60 feet to a point; thence South 29 degrees 55 minutes 11 seconds East, 43.65 feet; thence North 72 degrees 41 minutes 04 seconds East, along the North edge of a dock, 63.28 feet; thence North 17 degrees 40 minutes 39 seconds West, 68.50 feet; thence North 73 degrees 08 minutes 53 seconds East, 13.57 feet; thence South 17 degrees 40 minutes 39 seconds East, along the East edge of the dock, 576.84 feet; thence South 72 degrees 59 minutes 54 seconds West, 13.46 feet; thence North 17 degrees 40 minutes 39 seconds West, 47.95 feet; thence South 74 degrees 17 minutes 22 seconds West, along the South edge of the dock, 61.64 feet; thence South 09 degrees 56 minutes 52 seconds East, 57.80 feet; thence South 04 degrees 06 minutes 11 seconds East, 100.97 feet to a point; thence South 13 degrees 30 minutes 52 seconds West, 101.43 feet to a point; thence South 12 degrees 57 minutes 25 seconds West, 101.27 feet to a point; thence South 28 degrees 36 minutes 02 seconds East, 100.89 feet to a point; thence South 36 degrees 52 minutes 10 seconds East, 100.32 feet to a point; thence South 44 degrees 18 minutes 16 seconds East, 100.12 feet to a point; thence South 63 degrees 14 minutes 35 seconds East, 107.70 feet to a point; thence South 83 degrees 56 minutes 42 seconds East, 90.42 feet to a point; thence North 03 degrees 16 minutes 06 seconds East, 100.05 feet to a point; thence North 36 degrees 03 minutes 33 seconds East, 38.83 feet to a point; thence South 30 degrees 27 minutes 20 seconds East, 37.74 feet to a point; thence South 03 degrees 35 minutes 32 seconds East, 100.40 feet to a point; thence South 01 degrees 33 minutes 00 seconds West, 100 feet to a point; thence South 02 degrees 24 minutes 49 seconds West, 112.44 feet to a point; thence South 06 degrees 04 minutes 10 seconds East, 58.35 feet to a point; thence South 08 degrees 43 minutes 41 seconds East, 182.27 feet to a point on the Southwesterly line of Aldis Avenue extended; thence Southeasterly along the Southwesterly line of Aldis Avenue, South 46 degrees 46 minutes 06 seconds East, 15.24 feet to a point; thence South 01 degrees 46 minutes 06 seconds East, 325.27 feet to a point "C", on the Northeasterly right of way line of vacated Baltimore Street; thence Northwesterly along the Northeasterly right of way line of vacated Baltimore Street, North 46 degrees 46 minutes 06 seconds West, 1285.87 feet to a point; thence South 43 degrees 13 minutes 54 seconds West, 15.90 feet to a point; thence North 55 degrees 51 minutes 36 seconds West, 465.73 feet to a point; thence North 43 degrees 15 minutes 00 seconds East, 319.49 feet to a point on the Southwesterly line of Aldis Avenue extended; thence Northwesterly along the Southwesterly line of Aldis Avenue extended, North 46 degrees 46 minutes 06 seconds West, 330.00 feet to the point of beginning.