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STATE OF INDIANA  
LAKE COUNTY  
FILED FOR RECORD

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] **2007 000303**

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

PRIVATEBANK & TRUST COMPANY  
70 W. MADISON STREET, 2ND FLOOR  
CHICAGO, ILLINOIS 60602

*see onsize attachments*

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MICHAEL A. BROWN  
RECORDER

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  
MILLER BEACH PLAZA, LLC

OR  
1b. INDIVIDUAL'S LAST NAME

1c. MAILING ADDRESS  
5820 S. ASHLAND

CITY  
CHICAGO

STATE  
IL

POSTAL CODE  
60636

COUNTRY  
USA

1d. SEE INSTRUCTIONS

ADD'L INFO RE ORGANIZATION DEBTOR

1e. TYPE OF ORGANIZATION  
LLC

1f. JURISDICTION OF ORGANIZATION  
INDIANA

1g. ORGANIZATIONAL ID #, if any  
2007022600598

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

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  
THE PRIVATEBANK & TRUST COMPANY

OR  
3b. INDIVIDUAL'S LAST NAME

3c. MAILING ADDRESS  
70 W. MADISON STREET, 2ND FLOOR

CITY  
CHICAGO

STATE  
IL

POSTAL CODE  
60602

COUNTRY  
USA

**4. This FINANCING STATEMENT covers the following collateral:**

SEE EXHIBITS "A" AND "B" ATTACHED HERETO AND MADE A PART HEREOF.

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

8. OPTIONAL FILER REFERENCE DATA  
BEAL WALGREENS - 801 S. LAKE STREET, GARY, IN

EXHIBIT "A"

Debtor: MILLER BEACH PLAZA, LLC, an Indiana limited liability company

Secured Party: THE PRIVATEBANK AND TRUST COMPANY

This Financing Statement covers the following property:

(a) If and to the extent owned by Debtor: all fixtures, fittings, furnishings, appliances, apparatus, equipment and machinery including, without limitation, all gas and electric fixtures, radiators, heaters, engines and machinery, boilers, ranges, ovens, elevators and motors, bathtubs, sinks, water closets, basins, pipes, faucets and other air conditioning, plumbing and heating fixtures, mirrors, mantles, refrigerating plant, refrigerators, iceboxes, dishwashers, carpeting, furniture, laundry equipment, cooking apparatus and appurtenances, and all building material, supplies and equipment now or hereafter delivered to the premises described in Exhibit "B" attached hereto (the "Premises") and intended to be installed therein; all other fixtures and personal property of whatever kind and nature at present contained in or hereafter placed in any building standing on said Premises; such other goods, equipment, chattels and personal property of whatever kind and nature at present contained in or hereafter placed in any building standing on said Premises; such other goods, equipment, chattels and personal property as are usually furnished by landlords in letting other premises of the character of the Premises; and all renewals or replacements thereof or articles in substitution thereof; and all proceeds and profits thereof and all of the estate, right, title and interest of the Debtor in and to all property of any nature whatsoever, now or hereafter situated on the Premises or intended to be used in connection with the operation thereof;

(b) All the rights, title and interest of the Debtor in and to any fixtures or personal property subject to a lease agreement, conditional sale agreement or chattel mortgage or security agreement and all deposits made thereon or therefor, together with the benefit of any payments now or hereafter made thereon;

(c) All leases and use agreements of machinery, equipment and other personal property of Debtor in the categories hereinabove set forth, under which Debtor is the lessee of, or entitled to use, such items;

(d) All rents, income, profits, revenues, royalties, bonuses, rights, accounts, contract rights, general intangibles, and benefits and guarantees under any and all leases or tenancies now existing or hereafter created of the Premises or any part thereof with the right to receive and apply the same to indebtedness due Secured Party and Secured Party may demand, sue for and recover such payments but shall not be required to do so;

(e) All judgments, awards of damages and settlements hereafter made as a result of or in lieu of any taking of the Premises or any part thereof or interest therein under the power of eminent domain, or for the damage (whether caused by such taking or otherwise) to the Premises or the improvements thereon or any part thereof or interest therein; including any award for change of grade of streets;

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(f) All proceeds of the conversion, voluntary or involuntary, of any of the foregoing into cash or liquidated claims;

(g) Any monies now or hereafter on deposit for the payment of real estate taxes or special assessments against the Premises or for the payment of premiums on policies of fire and other hazard insurance covering the collateral described hereunder or the Premises and all proceeds paid for damage done to the collateral described hereunder or the Premises.

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**EXHIBIT A**

**LEGAL DESCRIPTION**

LOTS 2 TO 9, BOTH INCLUSIVE, PARTS OF LOTS 1, 10 AND 27 TO 33, BOTH INCLUSIVE, AND PART OF THE VACATED ALLEY IN BLOCK "F", DUNES HIGHWAY REALTY COMPANY'S SECOND SUBDIVISION, AS RECORDED IN PLAT BOOK 20 PAGE 11 IN THE OFFICE OF THE RECORDER OF LAKE COUNTY, INDIANA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT A POINT ON THE WEST LINE OF BLOCK 'F' IN SAID DUNES HIGHWAY REALTY COMPANY'S SECOND SUBDIVISION, SAID POINT BEING 7.75 FEET SOUTH OF THE NORTHWEST CORNER OF LOT 10 IN SAID BLOCK "F"; THENCE NORTH 00'09'03" WEST ALONG SAID WEST LINE 237.21 FEET TO A LINE 50.00 FEET SOUTH TO THE CENTER LINE OF U.S. HIGHWAY 20; THENCE SOUTH 84'50'03" EAST PARALLEL TO SAID CENTER LINE, 248.79 FEET; THENCE SOUTH 00'19'05" EAST; THENCE SOUTH 89'43'24" WEST, 248.34 FEET TO THE POINT OF BEGINNING, ALL IN LAKE COUNTY, INDIANA.

TAXING UNIT: 25

KEY NO: 42-219-27; 42-219-48; 42-219-1; 42-219-17; 42-219-20 (affects part of land and other real estate)

COMMONLY KNOWN AS: 801 S. LAKE STREET, GARY, INDIANA

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