

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2014 JAN 21 AM 9:47

MICHAEL B. BROWN
RECORDER

2014-003649

SPACE ABOVE THIS LINE FOR RECORDER'S USE

RECORDING REQUESTED BY:
PIER 1 IMPORTS (U.S.), INC. - LEGAL DEPARTMENT
ATTN: MARILYNN MOORMAN (817-252-7632)
STORE #1644 SCHERERVILLE-IN

TITLE

Document is
MEMORANDUM OF LEASE
NOT OFFICIAL!

Prepared and Requested by: **This Document is the property of**
the Lake County Recorder!

Marilynn Moorman, Legal Department
Pier 1 Imports (U.S.), Inc.
100 Pier 1 Place
Fort Worth, TX 76102

Grantor: RB Schererville Crossings, LLC
1211 West 22nd Street, Suite 300
Oakbrook, IL 60523
Attn: Property Management

Grantee: Pier 1 Imports (U.S.), Inc.
100 Pier 1 Place
Fort Worth, TX 76102

Lease Term: Lease term does not exceed 20 years.

Legal Description: Attached

FILED

JAN 16 2014

PEGGY HOLINGA KATONA
LAKE COUNTY AUDITOR

010291

25.00
3220.992
PP

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE, made and entered into effective this 16th day of August, 2013, by and between **RB Schererville Crossings, LLC**, a Delaware limited liability company, with an address of 1211 West 22nd Street, Suite 300, Oak Brook, IL 60523, Attn: Property Management, hereinafter referred to as "LANDLORD" and **Pier 1 Imports (U.S.), Inc.**, a Delaware corporation, hereinafter referred to as "TENANT," with an address of 100 Pier 1 Place, Fort Worth, Texas 76102.

WITNESSETH, that:

1. LANDLORD, in consideration of the rents reserved and agreed to be paid by TENANT, and of the covenants, agreements, conditions and understandings to be performed and observed by TENANT, all as more fully set out in a lease executed by LANDLORD and TENANT, and dated the 16th day of August, 2013 (the "Lease"), hereby lets, leases and demises to TENANT certain premises (the "Premises"), located at the corner of Main Street and Route 41 in the Town of Schererville, County of Lake, State of Indiana, and contained in a shopping center, known as Shops on Main, constructed or to be constructed on the real property described in Exhibit A attached hereto together with all of LANDLORD'S rights, privileges, easements and appurtenances in, over and upon adjoining and adjacent public and private land, highways, roads and streets reasonably required for ingress and egress to or from the Premises. The Premises is designated on the Shopping Center site plan attached hereto as Exhibit B and shall include all improvements constructed upon the Premises.

2. The term of the Lease shall commence as set forth in the Lease and shall expire 10 lease years after the commencement date as determined and defined by the provisions of the Lease.

3. TENANT has an option to renew the Lease for 2 terms of 5 years each, on the same terms and conditions as stated in the Lease.

4. This Memorandum of Lease is subject to all of the terms, conditions and understandings set forth in the Lease between LANDLORD and TENANT, which agreement is incorporated herein by reference and made a part hereof, as though copied verbatim herein. In the event of a conflict between the terms and conditions of this Memorandum of Lease and the terms and conditions of the actual Lease, the terms and conditions of the Lease shall prevail.

5. LANDLORD acknowledges that access to the Premises and the visibility of the Premises is critical to the successful operation of TENANT'S business. LANDLORD agrees that during the term of this Lease or any renewal or extension thereof that it will not construct or permit to be constructed any building, parking facility, tower or other structure or improvement, other than as may be required by local governmental authority, in the area designated on Exhibit B (the "No Build Area") attached hereto.

[Signatures appear on following pages.]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Lease to be duly executed as of the day and year first above written.

LANDLORD:
RB SCHERERVILLE CROSSINGS, LLC,
a Delaware limited liability company

WITNESS OR ATTEST:

By: Regency Realty Group, Inc.,
a Florida corporation,
its managing member

Alisa M. Madigan
Printed Name: Alisa M. Madigan
Date: 8/16/13

By: [Signature]
Printed Name: Nick Wibbenmeyer
Title: Vice President

STATE OF Illinois

COUNTY OF Cook

Document is NOT OFFICIAL!

Before me, the undersigned authority, on this day personally appeared Nick Wibbenmeyer, the Vice President of Regency Realty Group, Inc., a Florida corporation, the managing member of **RB Schererville Crossings, LLC**, a Delaware limited liability company, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she executed the same for the purposes and consideration therein expressed, in the capacity stated, and as the act and deed of said limited liability company.

Given under my hand and official seal this 16th day of August, 2013.

(SEAL)

OFFICIAL SEAL"
DENISE M. POREMBA
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 12/31/2013



[Signature]
Notary Public in and for the State of Illinois
My commission expires: 12/31/13

(Signatures continue on next page.)

mk

WITNESS:

Justen G. Farley
Justen G. Farley

August 13, 2013

TENANT:
PIER 1 IMPORTS (U.S.), INC.,
a Delaware corporation

By: Michael A. Carter
Michael A. Carter
Senior Vice President

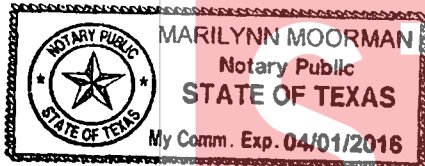
STATE OF TEXAS

COUNTY OF TARRANT

Before me, the undersigned authority, on this day personally appeared Michael A. Carter, Senior Vice President of **Pier 1 Imports (U.S.), Inc.**, a Delaware corporation, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity stated, and as the act and deed of said corporation.

Given under my hand and official seal this 13th day of August, 2013.

(SEAL)



Marilyn Moorman
Notary Public in and for the State of Texas

Exhibit A - Shopping Center Legal Description [attached]
Exhibit B - Shopping Center Site Plan [attached]

EXHIBIT A

SHOPPING CENTER LEGAL DESCRIPTION

THE SHOPS ON MAIN, NORTH DESCRIPTION:

PART OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 35 NORTH, RANGE 9 WEST, OF THE SECOND PRINCIPAL MERIDIAN, IN LAKE COUNTY, INDIANA, ALSO BEING A PART OF LOT 1 OF HACKEL'S ADDITION BEING A SUBDIVISION RECORDED OCTOBER 22, 2002, AS DOCUMENT 2002095080 IN PLAT BOOK 92, PAGE 68, IN THE OFFICE OF THE LAKE COUNTY RECORDER, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWESTERN CORNER OF LOT 1 OF HACKEL'S ADDITION BEING A SUBDIVISION RECORDED OCTOBER 22, 2002, AS DOCUMENT 2002095080 IN PLAT BOOK 92, PAGE 68, IN THE OFFICE OF THE LAKE COUNTY RECORDER; THENCE NORTH 00 DEGREES 24 MINUTES 02 SECONDS WEST (ASSUMED BEARING) ALONG THE WESTERN LINE OF SAID LOT 1, ALSO BEING THE EASTERN RIGHT-OF-WAY LINE OF US HIGHWAY NO. 41, A DISTANCE OF 758.68 FEET TO THE NORTHWESTERN CORNER OF SAID LOT 1, SAID POINT LYING 360.00 FEET SOUTHERLY OF (MEASURED PERPENDICULAR TO) THE NORTH LINE OF SAID QUARTER SECTION; THENCE SOUTH 89 DEGREES 19 MINUTES 36 SECONDS EAST PARALLEL WITH AND 360 FEET SOUTHERLY OF (MEASURED PERPENDICULAR TO) THE NORTH LINE OF SAID QUARTER SECTION; ALSO BEING THE NORTHERN LINE OF SAID LOT 1, 619.79 FEET TO A POINT LYING 670.00 FEET EASTERLY OF (MEASURED PERPENDICULAR TO) THE WEST LINE OF SAID QUARTER SECTION; THENCE NORTH 00 DEGREES 28 MINUTES 47 SECONDS WEST PARALLEL WITH AND 670 FEET EASTERLY OF THE WEST LINE OF SAID QUARTER SECTION 320.06 FEET TO A POINT LYING 40.00 FEET SOUTHERLY OF (MEASURED PERPENDICULAR TO) THE NORTH LINE OF SAID QUARTER SECTION; THENCE SOUTH 89 DEGREES 19 MINUTES 36 SECONDS EAST PARALLEL WITH AND 40 FEET SOUTHERLY OF THE NORTH LINE OF SAID QUARTER SECTION 543.69 FEET; THENCE SOUTH 00 DEGREES 01 MINUTES 15 SECONDS EAST 320.02 FEET TO THE NORTHEAST CORNER OF SAID LOT 1 IN HACKEL'S ADDITION; THENCE CONTINUING SOUTH 00 DEGREES 01 MINUTES 15 SECONDS EAST ALONG THE EASTERN LINE OF SAID LOT 1 IN HACKEL'S ADDITION 638.00 FEET TO A CORNER OF SAID LOT 1; THENCE NORTH 89 DEGREES 30 MINUTES 18 SECONDS WEST ALONG A SOUTHERN LINE OF SAID LOT 1 A DISTANCE OF 117.00 FEET TO A CORNER OF SAID LOT 1; THENCE SOUTH 00 DEGREES 01 MINUTES 15 SECONDS EAST ALONG AN EASTERN LINE OF SAID LOT 1 A DISTANCE OF 117.00 FEET TO THE SOUTHERN LINE OF SAID LOT 1; THENCE NORTH 89 DEGREES 30 MINUTES 18 SECONDS WEST ALONG THE SOUTHERN LINE OF SAID LOT 1 A DISTANCE OF 1038.84 FEET TO THE POINT OF BEGINNING, CONTAINING 23.79 ACRES, MORE OR LESS.

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EXCEPTING THEREFROM;

THE NORTH 35 FEET OF THE FOLLOWING DESCRIBED REAL ESTATE: THE EAST 60 FEET OF THE WEST 910 FEET OF THE NORTH 360 FEET OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 35 NORTH, RANGE 9 WEST, LAKE COUNTY, INDIANA, EXCEPT THE NORTH 40 FEET THEREOF, ALSO EXCEPTING THEREFROM;

THE NORTH 35.00 FEET OF THE FOLLOWING DESCRIBED REAL ESTATE: THE EAST 60 FEET OF THE WEST 970 FEET (EXCEPT THE NORTH 40.0 FEET THEREOF) OF THE NORTH 360.0 FEET OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 35 NORTH, RANGE 9 WEST, LAKE COUNTY, INDIANA, ALSO EXCEPTING THEREFROM;

THE NORTH 35 FEET OF THE FOLLOWING DESCRIBED REAL ESTATE: THE EAST 60.0 FEET OF THE WEST 1,030.0 FEET (EXCEPT THE NORTH 40.0 FEET THEREOF) OF THE NORTH 360.0 FEET TO THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 35 NORTH, RANGE 9 WEST, LAKE COUNTY, INDIANA.

ALSO EXCEPTING THEREFROM;

THE EAST 60 FEET OF THE WEST 1090.0 FEET, (EXCEPT THE NORTH 40.0 FEET THEREOF) OF THE NORTH 360.0 FEET OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 35 NORTH, RANGE 9 WEST OF THE SECOND PRINCIPAL MERIDIAN, IN LAKE COUNTY, INDIANA, EXCEPTING THEREFROM THE SOUTH 75.0 FEET.

ALSO EXCEPTING THEREFROM;

A PART OF THE NORTH 360.0 FEET OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 35 NORTH, RANGE 9 WEST, LAKE COUNTY, INDIANA, DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID QUARTER-QUARTER SECTION; THENCE SOUTH 89 DEGREES 19 MINUTES 02 SECONDS EAST 66.00 FEET ALONG THE NORTH LINE OF SAID QUARTER-QUARTER SECTION TO THE SOUTHWEST CORNER OF SECTION 33, TOWNSHIP 36 NORTH RANGE 9 WEST; THENCE SOUTH 89 DEGREES 26 MINUTES 45 SECONDS EAST 1,148.09 FEET ALONG SAID NORTH LINE TO THE PROLONGED EAST LINE OF THE OWNER'S LAND; THENCE SOUTH 0 DEGREES 08 MINUTES 59 SECONDS EAST 40.00 FEET ALONG SAID PROLONGED EAST LINE TO THE SOUTH BOUNDARY OF MAIN STREET AND THE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE CONTINUING SOUTH 0 DEGREES 08 MINUTES 59 SECONDS EAST 25.00 FEET ALONG THE EAST LINE OF THE OWNER'S LAND; THENCE NORTH 89 DEGREES 26 MINUTES 45 SECONDS WEST 102.06 FEET PARALLEL WITH THE NORTH LINE OF SAID QUARTER-QUARTER SECTION; THENCE SOUTH 0 DEGREES 33 MINUTES 15 SECONDS WEST 10.00 FEET; THENCE NORTH 89 DEGREES 26

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MINUTES 45 SECONDS WEST 21.08 FEET PARALLEL WITH SAID NORTH SECTION LINE TO THE WEST LINE OF THE OWNER'S LAND; THENCE NORTH 0 DEGREES 36 MINUTES 32 SECONDS WEST 35.01 FEET ALONG SAID WEST LINE TO THE SOUTH BOUNDARY OF SAID MAIN STREET; THENCE SOUTH 89 DEGREES 26 MINUTES 45 SECONDS EAST 123.54 FEET ALONG THE BOUNDARY OF SAID MAIN STREET TO THE POINT OF BEGINNING.

THE SHOPS ON MAIN, SOUTH DESCRIPTION:

PART OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 35 NORTH, RANGE 9 WEST, OF THE SECOND PRINCIPAL MERIDIAN, IN LAKE COUNTY, INDIANA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

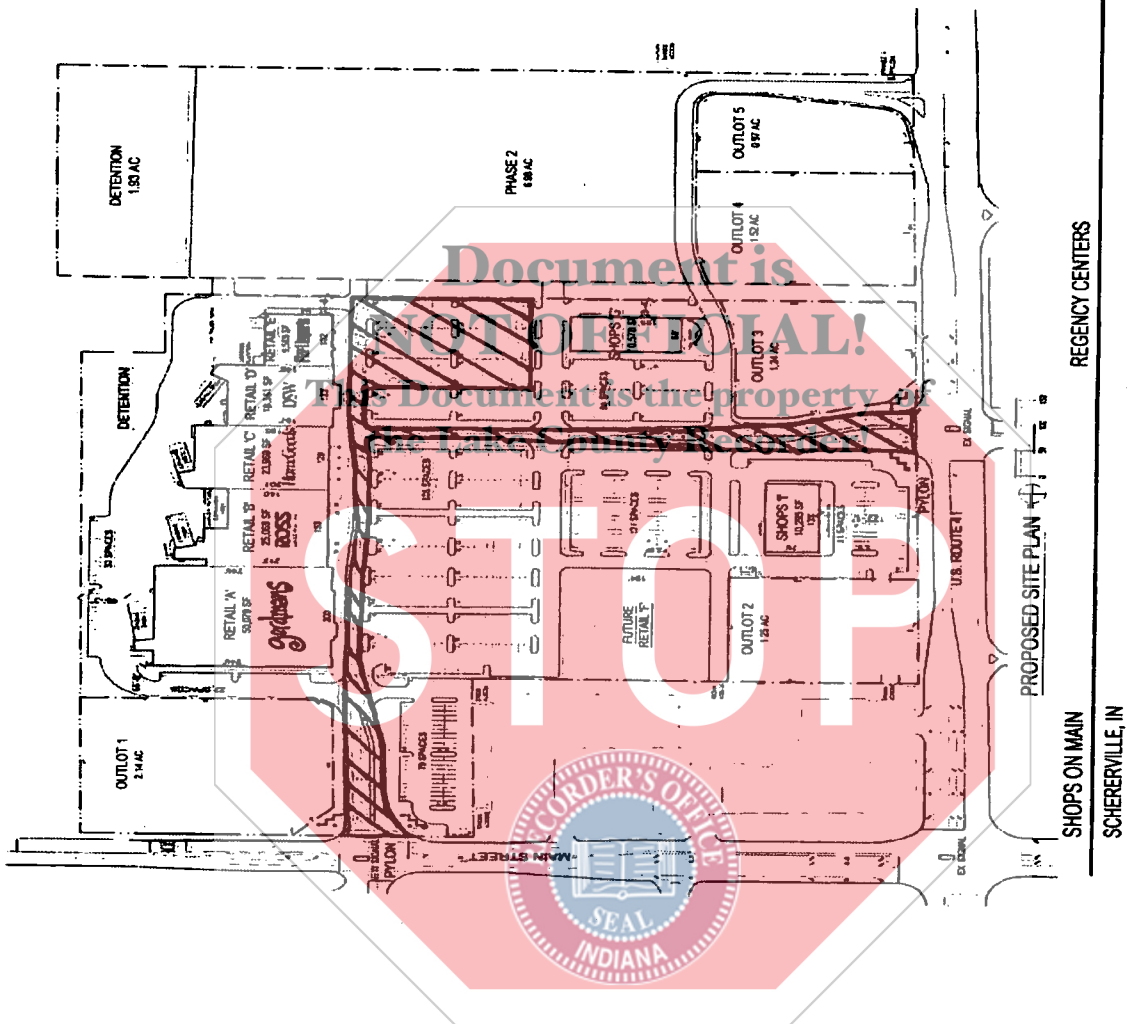
COMMENCING AT THE SOUTHWESTERN CORNER OF LOT 1 OF HACKEL'S ADDITION BEING A SUBDIVISION RECORDED OCTOBER 22, 2002, AS DOCUMENT 2002095080 IN PLAT BOOK 92, PAGE 68, IN THE OFFICE OF THE LAKE COUNTY RECORDER; THENCE SOUTH 00 DEGREES 24 MINUTES 02 SECONDS EAST (ASSUMED BEARING) ALONG THE SOUTHERLY EXTENSION OF THE WESTERN LINE OF SAID LOT 1, ALSO BEING THE EASTERN RIGHT-OF-WAY LINE OF US HIGHWAY NO. 41, A DISTANCE OF 33.00 FEET TO A POINT LYING 33.00 FEET SOUTHERLY OF (MEASURED PERPENDICULAR TO) THE SOUTHERN LINE OF LOT 1 IN SAID HACKEL'S ADDITION AND TO THE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE SOUTH 89 DEGREES 30 MINUTES 18 SECONDS EAST PARALLEL WITH AND 33 FEET SOUTHERLY OF (MEASURED PERPENDICULAR TO) THE SOUTHERN LINE OF LOT 1 IN SAID HACKEL'S ADDITION 1188.63 FEET TO THE WESTERN LINE OF THE CHICAGO, INDIANA AND SOUTHERN RAILROAD COMPANY PROPERTY ("RAILROAD") CONVEYED BY WARRANTY DEED RECORDED OCTOBER 20, 1908, IN DEED RECORD 137, PAGE 313, IN THE OFFICE OF THE LAKE COUNTY RECORDER; THENCE SOUTH 00 DEGREES 01 MINUTES 15 SECONDS EAST ALONG THE WESTERN LINE OF SAID "RAILROAD" PROPERTY 418.02 FEET TO THE SOUTH LINE OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 4; THENCE NORTH 89 DEGREES 30 MINUTES 18 SECONDS WEST ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 4 A DISTANCE OF 1185.86 FEET TO THE EASTERN RIGHT-OF-WAY LINE OF US HIGHWAY 41; THENCE NORTH 00 DEGREES 24 MINUTES 02 SECONDS WEST ALONG THE EASTERN RIGHT-OF-WAY LINE OF US HIGHWAY 41 A DISTANCE OF 418.05 FEET TO THE POINT OF BEGINNING, CONTAINING 11.393 ACRES, MORE OR LESS.

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EXHIBIT B

SHOPPING CENTER SITE PLAN

DEVELOPMENT SUMMARY	
UNDERLYING ZONING:	C-1 HIGHWAY COMMERCIAL WITH US 41 OVERLAY
SITE AREA - OVERALL:	
LOT 1:	23.79 ACRES
LOT 2:	11.40 ACRES
TOTAL SITE AREA:	35.19 ACRES
GROSS LEASABLE AREA - LOT 1	
RETAIL 'A'	90,079 S.F.
RETAIL 'B'	25,028 S.F.
RETAIL 'B' FUTURE EXPANSION	3,000 S.F.
RETAIL 'C'	23,868 S.F.
RETAIL 'D'	10,381 S.F.
RETAIL 'E'	9,589 S.F.
FUTURE RETAIL 'F'	20,500 S.F.
SHOPS 'G'	10,578 S.F.
SHOPS 'T'	10,295 S.F.
TOTAL G.L.A.	171,400 S.F.
OUTLOT SITE AREA - LOT 1	
OUTLOT 1	2.14 ACRES
OUTLOT 2	1.25 ACRES
OUTLOT 3	1.24 ACRES
OUTLOT 4	4.83 ACRES
TOTAL SITE AREA:	9.46 ACRES
SITE AREA - LOT 2	
OUTLOT 5	1.52 ACRES
OUTLOT 6	0.97 ACRES
PHASE 2:	6.08 ACRES
DETECTION:	1.83 ACRES
TOTAL SITE AREA:	11.40 ACRES
PARKING SUMMARY	
PROVIDED:	824 SPACES (5,307,000 S.F.)



PROJECT NUMBER: 1001
DATE: 11/11/10
DW Associates

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