



DEPARTMENT OF PLANNING AND DEVELOPMENT
CITY OF CHICAGO

Via U.S. Certified Mail, return receipt requested

October 15, 2014

The Ziegler Companies, Inc.
200 S. Wacker Drive
Chicago, Illinois 60606
Attention: Legal Department

RE: Ziegler Companies Redevelopment Agreement (the "Agreement") dated as of March 10, 2008 by and between the City of Chicago ("City") and Ziegler Companies, Inc. and B.C. Ziegler and Company (collectively, the "Developer") and recorded with the Cook County Recorder of Deeds on March 10, 2008 as Doc. #0807031100

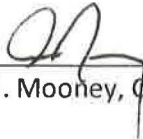
Ladies and Gentlemen:

On February 3, 2014, the City delivered to Developer written notice under Section 15.02 of the Agreement, a copy of which notice is attached hereto as Exhibit A (the "Notice of Default").

The applicable cure periods under Section 15.03 of the Agreement have passed. The Developer has failed to cure, or to commence to cure, the defaults detailed in the Notice of Default within these periods and, accordingly, they have become Events of Default under the Agreement.

This letter constitutes the City's notice that, pursuant to Section 15.02 of the Agreement, and effective as of the date of this letter, the City hereby terminates the Agreement and any related agreements. The City reserves the right to pursue any remedies under the Agreement and to seek any other remedies available to law or in equity.

City of Chicago, acting through its
Department of Planning and Development

By: 
Andrew J. Mooney, Commissioner

Copies to the following:
By U.S. Certified Mail, return receipt requested

Ziegler Companies, Inc.
200 S. Wacker Drive
Chicago, Illinois 60606
Attn: Angelique David, General Counsel

Barnes and Thornburg, LLP
1 N. Wacker Drive, Suite 4400
Chicago, IL 60606
Attn: Jeffrey P. Gray

Aarti Kotak, DPD
Jim Horan, DPD
Adam Walker, City Law

Exhibit A

Notice of Default dated February 3, 2014

[see attached]



DEPARTMENT OF PLANNING AND DEVELOPMENT
CITY OF CHICAGO

Date: February 3, 2014

By U.S. Certified Mail
Return Receipt Requested

The Ziegler Companies, Inc.
200 S. Wacker Drive
Chicago, Illinois 60606
ATTN: Angelique David, General Counsel

RE: Ziegler Companies Redevelopment Agreement dated as of March 10, 2008 (the "Agreement") by and between the City of Chicago ("City") and Ziegler Companies, Inc. ("Developer") for a project in the LaSalle Central Redevelopment Project Area.

NOTICE OF EVENT OF DEFAULT

To Whom It May Concern:

This shall serve as a notice of Event of Default under the Agreement.

Any capitalized terms not defined herein shall have the meaning ascribed to them in the Agreement.

Pursuant to Section 15 of the Agreement, of its default under the Jobs Maintenance Compliance Period provisions of Section 8.06 of the Agreement. Specifically, please note the following portions of Section 8.06:

"(v) by December 31, 2011: [Developer shall] create and relocate a net total of 141 FTEs, by creating (in addition to the amount required for the prior year) not fewer than 10 new FTEs"

"(vi) by December 31, 2012: [Developer shall] create and relocate a net total of 151 FTEs, by creating (in addition to the amount required for the prior year) not fewer than 10 new FTEs"

Section 8.06 requires that the Developer was to have filed a Jobs Certificate with DPD on February 1, 2012 certifying to its compliance with the requirements of "(v)", and another Jobs Certificate on February 1, 2013 certifying to its compliance with the requirements of "(vi)." The City has received neither of these Jobs Certificates from Developer.

If this default is not cured within the time periods stated in Agreement Section 8.06, than an uncured Event of Default will exist under the Agreement. The City reserves the right to pursue remedies available to it under the Agreement and to seek any other remedies available to it at law or in equity.

Thank you for your attention to this notice and to this matter.

Sincerely,



Andrew J. Mooney
Commissioner

Department of Planning and Development

Copies to the following:

By U.S. Certified Mail, return receipt requested

Ziegler Companies, Inc.
200 S. Wacker Drive
Chicago, Illinois 60606
Attn: Angelique David, General Counsel

Edwards Wildman
225 W Wacker Drive – Suite 3000
Chicago, Illinois 60606
Attn: Jeffrey P. Gray