

RESOLUTION 2015-135

A RESOLUTION AUTHORIZING EXECUTION OF ESTOPPEL CERTIFICATE FOR REDEVELOPMENT AGREEMENT DATED MAY 9, 2006, AMENDED BY ORDINANCE NO 2006-57 ADOPTED ON SEPTEMBER 19, 2006 BETWEEN THE VILLAGE OF VERNON HILLS AND OPUS DEVELOPMENT COMPANY, L.L.C. (AS SUCCESSOR IN INTEREST TO OPUS NORTH CORPORATION)

Whereas, the Village of Vernon Hills, Illinois (“Village”) entered into a Redevelopment Agreement dated May 9, 2006 and an amendment to the Redevelopment adopted on September 9, 2006 (collectively referred to as “Agreement”) with Opus Development Company, L.L.C., a Delaware limited liability company (as successor in interest to Opus North Corporation, an Illinois corporation) (“Opus”), which agreement required Opus to complete certain improvements as defined in the Agreement; and

Whereas, Opus is selling a portion of the property that is the subject of the Agreement to each of Chitown-Millico VH Townhome Parcels LLC and Chitown-Millico VH Multifamily & Detention Parcels LLC, via an assignment from Chitown Development L.L.C.; and

Whereas, Chitown Development L.L.C. requested from the Village an estoppel certificate confirming among other things that the Agreement is in full force and effect and the status of the improvements required by the Agreement; and

Whereas, the Village is willing to issue the estoppel certificate.

Now, Therefore, Be It Resolved by the Village President and Board of Trustees of the Village of Vernon Hills, Lake County, Illinois:

That the Village Manager is authorized to execute said Estoppel Certificate for Redevelopment Agreement.

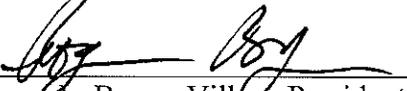
Dated this 11th day of August, 2015

Adopted by roll call vote as follows:

AYES: 4 – Hebda, Koch, Marquardt, Schwartz

NAYS: 0 - None

ABSENT AND NOT VOTING: 2 – Schultz, Williams


Roger L. Byrne, Village President

PASSED: 8/11/2015

APPROVED: 8/11/2015


John Kalmar, Village Clerk

ESTOPPEL FOR REDEVELOPMENT AGREEMENT

(Opus)

To: Chitown Development L.L.C.
c/o The Taxman Corporation
5215 Old Orchard Road, Suite 130
Skokie, Illinois 60077
Attention: Seymour Taxman

Re: *Redevelopment Agreement, dated May 9, 2006, among VILLAGE OF VERNON HILLS, ILLINOIS, an Illinois municipal corporation ("Village"), and OPUS NORTH CORPORATION, an Illinois corporation, amended by Ordinance No. 2006-57 passed on September 19, 2006 (collectively, the "Redevelopment Agreement")*

Sir or Madam:

The Village understands that pursuant to that certain Purchase Agreement between Opus Development Company, L.L.C., a Delaware limited liability company ("**Opus**"), and Port Clinton Place Owner, L.L.C., a Delaware limited liability company (collectively, "**Seller**"), and Chitown Development L.L.C., an Illinois limited liability company ("**Purchaser**"), Purchaser will be purchasing the remaining Opus Property (the "**Subject Property**"). The Subject Property is comprised of: (i) one (1) parcel of real property (the "**Tower II Parcel**"), having an area of approximately 1.26 acres, located at the northwest corner of Town Center Road and Byrne Boulevard; (ii) five (5) parcels of real property (collectively, the "**Townhome Parcel**") located at the northwest corner Route 45 and Town Center Road, and bordered by Windward Lane to the North; and (iii) one (1) parcel of real property located between the Tower II Parcel and Townhome Parcel. Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Redevelopment Agreement.

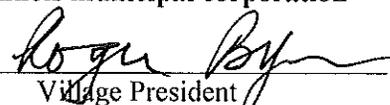
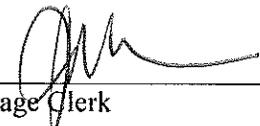
Pursuant to Section 13.16 of the Redevelopment Agreement, the Village certifies the following with the intention that Purchaser, any of Purchaser's lenders who makes a loan collateralized by the Subject Property and their respective successors and assigns may rely fully thereon:

1. The Improvements (as defined in the Redevelopment Agreement) have been completed;
2. The Redevelopment Agreement is in full force and effect and has not been modified, supplemented or superseded in any manner;
3. There exists no breach or an Event of Default under the Redevelopment Agreement by Developer, and no notice of any Event of Default, failure, omission or act unpermitted under the Redevelopment Agreement has been given, nor is the Village aware of any facts or circumstances that exist which, with the passage of time or giving of notice, or both, would constitute an Event of Default under the Redevelopment Agreement by Developer;
4. The Village's consent is not required for the conveyance of the Subject Property to Purchaser or any subsequent owner of the Subject Property;
5. Purchaser will not have any obligations of Developer under the Redevelopment Agreement regarding the Improvements, except that Purchaser will be obligated to complete the on-site improvements list on attached and incorporated Schedule 1 (the

“Punch List Items”). With respect to the Punch List Items (i) Opus has posted a bond with the Village in the amount of \$443,850.00 (the “Bond”), and (ii) the allocation of the Punch List Items as they relate to the Tower II Parcel and the Townhome Parcel are set forth on attached and incorporated Schedule 2 (the “Allocation Chart”). Irrespective that the Allocation Chart reflects an estimate amount of \$398,411.00 for the bond, the required amount of the Bond remains at \$443,850.00; and

6. Upon Purchaser's acquisition of the Subject Property, the Bond would need to be either (i) assigned by Opus to Purchaser, or (ii) replaced with a bond or bonds in the same amount delivered by Purchaser to the Village. In addition, the Village agrees that Purchaser may replace the Bond with two (2) separate bonds allocating 20% of the amount of the Bond to the Tower II Parcel and the remaining 80% to the Townhome Parcel.

This document may be delivered by facsimile or other reliable electronic means (including emails of .pdf documents), and such facsimile or other electronic transmission shall be valid and binding for all purposes when transmitted to and actually received by the other party.

VILLAGE OF VERNON HILLS, an Illinois municipal corporation	ATTEST:
By: <u></u>	By: <u></u>
Its: Village President	Its: Village Clerk
Dated: <u>8/18/15</u> , 2015	

SCHEDULE 1

Punch List Items

See Attached



490 Greenleaf Drive • Vernon Hills, IL 60061-2999

Phone 847-367-3726 • FAX 847-367-3728

Public Works Department • Engineering Division

Date: June 1, 2015

To: David H. Brown P.E., Director of Public Works/Village Engineer
Joe Carey, Assistant Village Manager

From: Tom Brettmann, Engineering Technician
Steven Maslov, Engineering Technician

Re: Port Clinton Place outstanding work

Here is the revised list of work remaining for the Port Clinton Place Engineering Site Improvements from our original punchlist in September 2011.

Excavation and Grading Improvements:

1. Install all erosion control items per the approved plan within the un-improved areas.
2. Remove sales trailer, grade building pad and extend utilities as required.
3. Topsoil was re-spread to establish turf in 2011. Topsoil will need to be stockpiled for construction and re-spread for final landscape work.
4. We cannot confirm that the building pads are at grade. The site may be high or short with clay.
5. Remove vegetation and cut subgrade for pavement, curb and sidewalks. All pavements not yet installed per original plan.
6. Complete landscape work for all unimproved areas.
7. Complete grading along RT45 where the original marketing sign was left in place and final grade was not established.

Sanitary and Water Main Improvements:

1. Sanitary and Water Main Improvements within the finished areas have been approved by Lake County Public Works. Adjustments to structures within the un-improved areas will need to be completed by the contractor-developer and a Final Inspection - Punchlist of sanitary and water main improvements will be conducted by Lake County Public Works for the utilities within the un-improved areas.

Storm Sewer Improvements:

1. Structures and pipe within the improved areas have been approved. Structures and pipe within the un-improved areas still need to be adjusted and inspected for a final punchlist prior to final paving.

Public Utility Improvements:

1. It is unknown as to the status of the Electric, Gas and Telephone Improvements as we do not do inspections of those services.

On Site Roadway Improvements:

1. Replace all damaged curb and sidewalk within the areas not completed.
2. Proofroll binder course, clean asphalt, patch asphalt as determined by the proof roll inspection and prime Winward Lane before final surface.
3. The existing slope into Town Center Road from Winward Lane is too steep and does not meet slope requirements or ADA allowable slope for pedestrian crossing. Provide a plan for review to correct this problem.
4. Verify the site lighting is operational, or make necessary repairs.

SCHEDULE 2

Allocation Chart

Site Improvement Bond Estimate	Townhomes	Apartment Building	Total
	\$ 324,089	\$ 74,322	\$ 398,411
Excavation and Grading Improvements:	\$ 115,593	\$ 55,303	\$ 170,897
1. Install all erosion control items per the approved plan within the un-improved areas.	\$ 5,405	\$ 4,359	\$ 9,764
2. Remove sales trailer, grade building pad and extend utilities as required.	\$ 23,100	\$ -	\$ 23,100
3. Topsoil was re-spread to establish turf in 2011. Topsoil will need to be stockpiled for construction and re-spread for final landscape work	\$ 23,921	\$ 12,393	\$ 36,314
4. We cannot confirm that the building pads are at grade. The site may be high or short with clay.	\$ 8,106	\$ 12,483	\$ 20,589
5. Remove vegetation and cut subgrade for pavement, curb and sidewalks. All pavements not yet installed per original plan.	\$ 4,037	\$ 2,018	\$ 6,055
6. Complete landscape work for all unimproved areas.	\$ 50,050	\$ 24,050	\$ 74,100
7. Complete grading along RT45 where the original marketing sign was left in place and final grade was not established.	\$ 975	\$ -	\$ 975
Sanitary and Water Main Improvements:	\$ 59,793	\$ -	\$ 59,793
1. Sanitary and Water Main Improvements within the finished areas have been approved by Lake County Public Works. Adjustments to structures within the un-improved areas will need to be completed by the contractor-developer and a Final Inspection - Punchlist of sanitary and water main improvements will be conducted by Lake County Public Works for the utilities within the un-improved areas.	\$ 59,793	\$ -	\$ 59,793
Storm Sewer Improvements:	\$ -	\$ -	\$ -
1. Structures and pipe within the improved areas have been approved. Structures and pipe within the un-improved areas still need to be adjusted and inspected for a final punchlist prior to final paving.			\$ -
Public Utility Improvements:	\$ -	\$ -	\$ -
1. It is unknown as to the status of the Electric, Gas and Telephone Improvements as we do not do inspections of those services	\$ -	\$ -	\$ -
On Site Roadway Improvements:	\$ 148,703	\$ 19,019	\$ 167,722
1. Replace all damaged curb and sidewalk within the areas not completed.	\$ 37,310	\$ 6,900	\$ 44,210
2. Proofroll binder course, clean asphalt, patch asphalt as determined by the proof roll inspection and prime Windward Lane before final surface.	\$ 41,662	\$ 11,326	\$ 52,988
3. The existing slope into Town Center Road from Winward Lane is too steep and does not meet slope requirements or ADA allowable slope for pedestrian crossing. Provide a plan for review to correct this problem.	\$ 68,145	\$ -	\$ 68,145
4. Verify the site lighting is operational, or make necessary repairs.	\$ 1,586	\$ 793	\$ 2,379