



PREPARED BY:

Name: Christina King Loundy

Doc#: 0330832022
Eugene "Gene" Moore Fee: \$36.50
Cook County Recorder of Deeds
Date: 11/04/2003 10:12 AM Pg: 1 of 7

Address: Piper Rudnick
203 North LaSalle Street, Suite 1800
Chicago, Illinois 60601

RETURN TO:

Name: Christina King Loundy

Address: Piper Rudnick
203 North LaSalle Street, Suite 1800
Chicago, Illinois 60601

THE ABOVE SPACE FOR RECORDER'S OFFICE

Environmental Land Use Control

THIS ENVIRONMENTAL LAND USE CONTROL ("ELUC"), is made this 23rd day of January, 2003, by W. W. Grainger, Inc. ("Property Owner"), the owner of the real property located at the common address known as 1657 Shermer Road, Northbrook, Illinois situated in the County of Cook, State of Illinois and further described in Exhibit A attached hereto and incorporated herein by reference ("Property").

WHEREAS, 415 ILCS 5/58.17 and 35 Ill. Adm. Code 742 provide for the use of an ELUC as an institutional control in order to impose land use limitations or requirements related to environmental contamination so that persons conducting remediation can obtain a No Further Remediation determination from the Illinois Environmental Protection Agency ("IEPA"). The reason for an ELUC is to ensure protection of human health and the environment. The limitations and requirements contained herein are necessary in order to protect against exposure to contaminated groundwater that may be present on the Property as a result of historic operations of the former General Fire Extinguisher Corporation on the adjacent site south of the Property ("Remediation Site"). Under 35 Ill. Adm. Code 742, the use of risk-based, site-specific remediation objectives may require the use of an ELUC on real property, and the ELUC may apply to certain physical features (e.g., engineered barriers, monitoring wells, caps, etc.).

WHEREAS, RSD Shermer, LLC intends to request risk-based, site specific soil and groundwater remediation objectives from IEPA under 35 Ill. Adm. Code 742 to obtain risk-based closure of the Remediation Site, identified by Bureau of Land #0312070004, utilizing an ELUC that will apply to the Property.

NOW, THEREFORE, the recitals set forth above are incorporated by reference as if fully set forth herein, and the Property Owner agrees as follows:

Section One. Property Owner does hereby establish an ELUC on the Property.

Attached as Exhibit B and incorporated herein by reference are site maps that show the legal boundary of the Property, the potential horizontal extent of the contaminants of concern above the applicable remediation objectives for soil or groundwater or both, and the nature, location of the source, and direction of movement of the contaminants of concern, as required under 35 Ill. Adm. Code 742.

Section Two. Property Owner represents and warrants that it is the current owner of the Property and has the authority to record this ELUC in the chain of title for the Property with the Office of the Recorder in Cook County, Illinois.

Section Three. The Property Owner hereby agrees, for itself, and its grantees, successors, assigns, transferees and any other owner, occupant, lessee, possessor or user of the Property or the holder of any portion thereof or interest therein, that the groundwater under the Property shall not be used as a potable supply of water, no potable water wells shall be installed on the Property and any contaminated groundwater removed from the Property shall be handled, managed and disposed of in accordance with applicable environmental laws.

Section Four. This ELUC is binding on the Property Owner, its grantees, successors, assigns, transferees and any other owner, occupant, lessee, possessor or user of the Property or the holder of any portion thereof or interest therein. This ELUC shall apply in perpetuity against the Property and shall not be released until the IEPA determines there is no longer a need for this ELUC as an institutional control; until the IEPA, upon written request, issues a new no further remediation determination approving modification or removal of the limitation(s) or requirement(s); and until and a release or modification of the land use limitation or requirement is recorded in the chain of title for the Property.

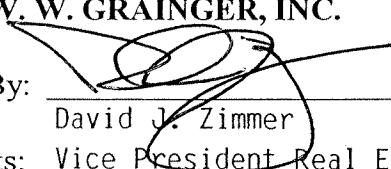
Section Five. Information regarding the remediation performed on the Property may be obtained from the IEPA through a request under the Freedom of Information Act (5 ILCS 140) and rules promulgated thereunder by providing the IEPA with #0312070004, which number references the Remediation Site entered into the Illinois Site Remediation Program.

Section Six. The effective date of this ELUC shall be the date that it is officially recorded in the chain of title for the Property to which the ELUC applies.

WITNESS the following signature:

W. W. GRAINGER, INC.

By: _____


David J. Zimmer

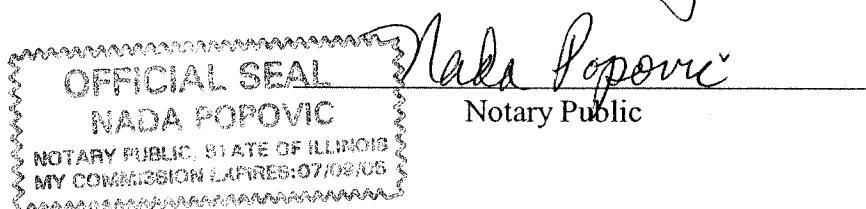
Its: Vice President, Real Estate

Date: January 23, 2003

STATE OF ILLINOIS)
COUNTY OF COOK) SS:
)

I, Nada Popovic the undersigned, a Notary Public for said County and State, DO HEREBY CERTIFY, that David J. Zimmer and _____, personally known to me to be the Property Owner(s) of 1657 Sherman Rd, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that in said capacities they signed and delivered the said instrument as their free and voluntary act for the uses and purposes therein set forth.

Given under my hand and official seal, this 24th day of January, 2003



State of _____)
) S.S.
County of _____)

I, _____, a notary public, do hereby certify that before me this day in person appeared _____, personally known to me to be the Property Owner(s), of _____, each severally acknowledged that they signed and delivered the foregoing instrument as the Property Owner(s) herein set forth and as their own free and voluntary act, for the uses and purposes herein set forth.

Given under my hand and seal this _____ day of _____ 20 ____.

Notary Public

PIN NOS. 04-15-100-019
04-15-100-030

(Parcel Index Numbers)

Exhibit A

The subject property is located in the City of Northbrook, Cook County, State of Illinois, commonly known as 1657 Shermer Road, Northbrook, Illinois and more particularly described as:

STARTING AT A POINT ON THE NORTH PROPERTY BORDER OF 1685 SHERMER ROAD (THE FORMER GENERAL FIRE EXTINGUISHER CORPORATION PROPERTY) AND 54 FEET WEST OF THE INTERSECTION OF THE NORTH AND EAST PROPERTY BORDERS, THEN NORTH 66 FEET, THEN WEST 321 FEET, THEN SOUTH 66 FEET, THEN EAST 321 FEET BACK TO THE POINT OF BEGINNING.

Exhibit B

IN ACCORDANCE WITH SECTION 742.1010(D)(8)(A)-(D), PROVIDE ALL THE FOLLOWING ELEMENTS. ATTACH SEPARATE SHEETS, LABELED AS EXHIBIT B, WHERE NECESSARY.

- (A) A scaled map showing the legal boundary of the property to which the ELUC applies.**
- (B) Scaled maps showing the horizontal and vertical extent of contaminants of concern above the applicable remediation objectives for soil and groundwater to which the ELUC applies.**
- (C) Scaled maps showing the physical features to which an ELUC applies (e.g., engineered barriers, monitoring wells, caps, etc.).**
- (D) Scaled maps showing the nature, location of the source, and direction of movement of the contaminants of concern.**

EXHIBIT B

