

# Office of Chicago City Clerk



O2011-4516

# Office of the City Clerk

# City Council Document Tracking Sheet

Meeting Date:

6/8/2011

Sponsor(s):

Mayor Emanuel, Rahm

Type:

Ordinance

Title:

Class C for OF III Carroll Building LLC

Committee(s) Assignment:

Committee on Finance

### ORDINANCE

WHEREAS, the City of Chicago (the "City") is a home rule unit of government under Section6(a), Article VII of the 1970 Constitution of the State of Illinois authorized to exercise any power and perform any function pertaining to its government and affairs; and

WHEREAS, the Cook County Board of Commissioners has enacted the Cook County Real Property Assessment Classification Ordinance, as amended from time to time (the "Classification Ordinahce"), which provides for, among other things, real estate tax incentives to property owners who build, rehabilitate, enhance and occupy property which is located within Cook County and which is used primarily for industrial or commercial purposes; and

WHEREAS, the City, consistent with the Classification Ordinance, wishes to induce industry to locate, expand and remain in the City by supporting financial incentives in the form of property tax relief; and

WHEREAS, CF III Carroll Building LLC, a Delaware limited liability company (the "Applicant"), is the owner of certain real estate located generally at 1419-43 West Carroll Avenue, Chicago, Illinois 60607 (the "Subject Property"), as described on Exhibit A hereto; and

WHEREAS, the Subject Property has undergone environmental testing and was found to contain certain adverse environmental conditions (the "Contamination"); and

WHEREAS, neither the Applicant nor the Applicant's individual owners are directly or indirectly responsible for creating the Contamination; and

WHEREAS, the Applicant has undertaken environmental remediation at the Subject Property and received a No Further Remediation Letter from the Illinois Environmental Protection Agency's Site Remediation Program; and

WHEREAS, the costs of remediating the Contamination exceeded twenty-five percent of the market value of the Subject Property as determined by the Office of the Cook County Assessor's (the "Assessor") property record card in the year prior to the remediation in accordance with the eligibility requirements for Class C classification pursuant to the Classification Ordinance; and

WHEREAS, the Subject Property was vacant and unused for more than 24 continuous months; and

WHEREAS, the Applicant intends to operate an approximately 36,000 square foot storage facility on the Subject Property (the "Development") to be used for industrial purposes in accordance with the eligibility requirements for Class C classification pursuant to the Classification Ordinance; and

WHEREAS, the Subject Property is located within the boundaries of the Kinzie Industrial Corridor Redevelopment Project Area (created pursuant to the Illinois Tax Increment Allocation Redevelopment Act, 65 ILCS 5/11-74.4-1 et. seg., as amended, and pursuant to an ordinance enacted by the City Council of the City), and the purposes of the Redevelopment Project Area is

also to provide certain incentives in order to stimulate economic activity and to revitalize depressed areas; and

- WHEREAS, the Applicant has filed an application for the Class C classification with the Assessor pursuant to the Classification Ordinance; and
- WHEREAS, it is the responsibility of the Assessor to determine that an application for a Class C classification is eligible pursuant to the Classification Ordinance; and
- WHEREAS, the Classification Ordinance requires that, in connection with the filing of a Class C application with the Assessor, an applicant must obtain from the municipality in which such real estate is located an ordinance or resolution expressly stating that the municipality has determined that the classification incentive is necessary for the development of the property to occur and that the municipality supports and consents to the Class C classification; now therefore.

### BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF CHICAGO:

- **SECTION 1.** The above recitals are hereby expressly incorporated as if fully set forth herein.
- **SECTION 2.** The City hereby determines that the incentive provided by the Class C classification is necessary for the **D**evelopment to occur on the **S**ubject Property.
- **SECTION 3.** The City hereby expressly supports and consents to the Class C classification with respect to the Subject Property.
- **SECTION 4.** The City Clerk of the City is authorized and hereby directed to and shall send a certified copy of this Ordinance to the Assessor, and a certified copy of this Ordinance may be included with the Class C application filed with the Assessor by the Applicant, as applicant, in accordance with the Classification Ordinance.
- **SECTION 5.** To the extent that any ordinance, resolution, order or provision of the Municipal Code of Chicago, or part thereof, is in conflict with the provisions of this Ordinance, the provisions of this Ordinance shall be controlling. If any section, paragraph, clause or provision shall be held invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the other provisions of this Ordinance.
- **SECTION 6.** This Ordinance shall be effective immediately upon its passage and approval.



# CHICAGO July 6, 2011

To the President and Members of the City Council:

Your Committee on Finance having had under consideration

An ordinance authorizing the approval of a Class C Real Estate Tax Incentive Classification for CF III Carroll Building LLC.

Having had the same under advisement, begs leave to report and recommend that your Honorable Body pass the proposed

**Ordinance Transmitted Herewith** 

This recommendation was concurred in by \_\_\_\_\_\_\_(a viva voce vote of members of the committee with \_\_\_\_\_\_\_ dissenting vote(s).

Alderman Burke abstains from voting pursuant to Rule 14.

Respectfully submitted

Chairman



# OFFICE OF THE MAYOR CITY OF CHICAGO

RAHM EMANUEL MAYOR

June 8, 2011

# TO THE HONORABLE, THE CITY COUNCIL OF THE CITY OF CHICAGO

Ladies and Gentlemen:

At the request of the Commissioner of Housing and Economic Development, i transmit herewith ordinances authorizing a class C tax status for various properties.

Your favorable consideration of these ordinances will be appreciated.

Very truly yours,

Māyor

## **EXHIBIT A**

# **Subject Property Legal Description:**

See Attached

# Permanent Real Estate Tax Index Numbers (PINS):

17-08-310-001 17-08-310-002

# **Address Commonly Known as:**

1419-43 West Carroll, Chicago, Illinois 60607

# **Legal Description**

LOTS 3 TO 14, BOTH INCLUSIVE, AND VACATED ALLEY 12 FEET WIDE WEST OF AND ADJOINING LOT 9, IN BLOCK 9 IN UNION PARK 2<sup>ND</sup> ADDITION TO CHICAGO, IN SECTION 8, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting	ng this EDS. Include d/b/a/ if applicable:
CF III CARROLL BUILDING LLC	·
Check ONE of the following three boxes:	
Indicate whether the Disclosing Party submitting  1. [x] the Applicant  OR  2. [1] a legal entity holding a direct or indirect	g this EDS is: ct interest in the Applicant. State the legal name of the
	olds an interest:
3. [] a legal entity with a right of control (se which the Disclosing Party holds a right of c	ee Section II.B.1.) State the legal name of the entity in control:
B. Business address of the Disclosing Party:	5600 N. RIVER ROAD, SUITE 150
	ROSEMONT, ILLINOIS 60018
C. Telephone:847-588-5698 Fax:847	-588-0034 Email: NRUSSELL@NEWMARKKFE.COM
D. Name of contact person: NANCY RUSSELL	
E. Federal Employer Identification No. (if you h	ave one):
F. Brief description of contract, transaction or of which this EDS pertains. (Include project numb	ther undertaking (referred to below as the "Matter") to er and location of property, if applicable):
CLASS C REAL ESTATE TAX STATUS FOR THE PROPE	RTY LOCATED AT 1413-1433 W. CARROLL, CHICAGO, IL
G. Which City agency or department is requesti	ng this EDS? DEPARTMENT OF HOUSING AND ECONOMIC
If the Matter is a contract being handled by the complete the following:	ne City's Department of Procurement Services, please
Specification #	and Contract #

# SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

# A. NATURE OF THE DISCLOSING PARTY

I. Indicate the nature of the Disclosing Pa	urtv:
[ ] Person	[X] Limited liability company
Description Publicly registered business corporation	[] Limited liability partnership
[ ] Privately held business corporation	[] Joint venture
Sole proprietorship	Not-for-profit corporation
General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
[ ] Limited partnership	[]Yes []No
[] Trust	[] Other (please specify)
2. For legal entities, the state (or foreign of	country) of incorporation or organization, if applicable:
DELAWARE	
	·
3. For legal entities not organized in the S business in the State of Illinois as a foreign en	State of Illinois: Has the organization registered to do
business in the State of Inmois as a foreign en	ury t
[ ] No	[] N/A
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
1. List below the full names and titles of a	all executive officers and all directors of the entity.
	ist below all members, if any, which are legal entities. If
	rs." For trusts, estates or other similar entities, list below
the legal titleholder(s).	
_ ,,	d partnership, limited liability company, limited liability
partnership or joint venture, list below the nan	ne and title of each general partner, managing member,
manager or any other person or entity that con	trols the day-to-day management of the Disclosing Party.
NOTE: Each legal entity listed below must su	ibmit an EDS on its own behalf.
Name	Title
DCJ MANAGEMENT, LLC	MANAGER
<u> </u>	

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Percentage Interest in the

Business Address

Name

- · · · · · · · · · · · · · · · · · · ·			
GOOT BINANGIAL DE	AT ECHAND TITE TIC	Disclosing Party	
	AL ESTATE FUND III, LLC	Ξ,	•
5600 N. RIVER ROA	D, SUITE 150, ROSEMONT, IL 60018	100%	
		•	
	•	,	•
·F		,	
		`	
			•
CECTION III	BUSINESS RELATIONSHIPS WI	TH CITY OF DOTED ARRI	CIATO
SECTION III J	DOSINESS KELATIONSHIFS WI	In CITI ELECTED OFFI	CIALS
TT 11 TO 1		. 10 1 01 01	
Has the Disclos	sing Party had a "business relationship	p," as defined in Chapter 2-15	6 of the Municipal
Code, with any Ci	ty elected official in the 12 months be	efore the date this EDS is sign	ed?
J = 1,			
[ ] Yes	[ <b>x</b> ] <b>N</b> o		
		. '	·
If ves, please iden	tify below the name(s) of such City e	lected official(s) and describe	such
• • •	,	(_)	
relationship(s):	•		
			· · · · · · · · · · · · · · · · · · ·
	•		•

### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

•				• •
Name (indicate whether	Business	Rela	tionship to Disclosing Pa	rty Fees (indicate whether
retained or anticipated	Address	(sub	contractor, attorney,	paid or estimated.) NOTE
to be retained)		lobby	yist, etc.)	"hourly rate" or "t.b.d." is
PIONEER ENGINEERING & ENVIRONMENTAL SERVICES	700 N. SACR		SUITE 101 SUBCONTRACTOR	not an acceptable response
MUCH SHELIST	191 N. WACK CHICAGO, IL	ER DR.,	<del>,</del>	\$5,000 (ESTIMATE)
(Add sheets if necessary)				
[] Check here if the Disc	losing Party h	as not r	retained, nor expects to re	etain, any such persons or entitie
SECTION V CERTIF	CICATIONS			
A. COURT-ORDERED	CHILD SUP	PORT C	COMPLIANCE	
-		-		ness entities that contract with throughout the contract's term.
Has any person who direct arrearage on any child sup	-	-	•	sclosing Party been declared in petent jurisdiction?
[]Yes []N		No perso	on directly or indirectly og Party.	wns 10% or more of the
If "Yes," has the person e is the person in compliance				ayment of all support owed and
[]Yes []N	0			•
D ELIDTHED CEDTIEL	CATIONS			

#### B. FURTHER CERTIFICATIONS

1. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I") (which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 3. The certifications in subparts 3, 4 and 5 concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.

closing Party is unable he Disclosing Party m	•	•	tatements in this Par	t B (Further
		<del></del>	<u> </u>	· · · · · · · · · · · · · · · · · · ·
 • • .	,			

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)

[] is [X] is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[] Yes [x] No

NOTE: If you checked "Yes" to Item D.1., proceed to Items D.2. and D.3. If you checked "No" to Item D.1., proceed to Part E.

elected official or emp any other person or en for taxes or assessmen	loyee shall have a financial intitity in the purchase of any property, or (iii) is sold by virtue of location for property ta	terest in his or he perty that (i) belo egal process at th	er own name or in ongs to the City, on the suit of the City	the name of r (ii) is sold (collectively,
	inancial interest within the mea	<del>-</del>		domain power
Does the Matter invol	ve a City Property Sale?		•	, , , , , , , , , , , , , , , , , , ,
[]Yes	[X] No			. ·
	"Yes" to Item D.1., provide the having such interest and ident			the City
Name	Business Address	Nature	e of Interest	
		•		
be acquired by any Ci	g Party further certifies that no ty official or employee.		cial interest in the	Matter will
E. CERTIFICATION	REGARDING SLAVERY ER	RA BUSINESS		
disclose below or in a comply with these dis-	1. or 2. below. If the Disclosin attachment to this EDS all in closure requirements may mak latter voidable by the City.	formation requir	ed by paragraph 2	2. Failure to
the Disclosing Party a from slavery or slavel issued to slaveholders	g Party verifies that the Disclond any and all predecessor entiteled insurance policies during that provided coverage for datas found no such records.	ities regarding re g the slavery era	cords of investme (including insura	ents or profits nce policies
Disclosing Party has f policies. The Disclosing	g Party verifies that, as a resul ound records of investments or ing Party verifies that the follo names of any and all slaves or	r profits from sla wing constitutes	very or slavehold full disclosure of	er insurance all such
				-
	·			

### SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VL If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

### A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):					
Toppoor to the Manter (Tada Bricots it moves sally).					
(If no explanation appears or begins on the lines above, or if the appear, it will be conclusively presumed that the Disclosing Paregistered under the Lobbying Disclosure Act of 1995 have m Disclosing Party with respect to the Matter.)	arty means that NO persons or entities				

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing I	Party the Applicant?		,
[] Yes	[ ] No		
If "Yes," answer t	he three questions below	:	
1. Have you d	eveloped and do you hav	ve on file affirmative action programs pursuan	t to applicable
federal regulations	s? (See 41 CFR Part 60-	2.)	
[] Yes	[ ] No		
Contract Complia	_	ting Committee, the Director of the Office of all Employment Opportunity Commission all a	
equal opportunity	clause?	ous contracts or subcontracts subject to the	
[] Yes	[ ] No		
If you checked "N	o" to question 1. or 2. ab	oove, please provide an explanation:	
			<del></del>

# SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

- F.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

## **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS and Appendix A (if applicable) on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS and Appendix A (if applicable) are true, accurate and complete as of the date furnished to the City.

CF 111 CARROLL BUILDING LLC	1 .
(Print or type name of Disclosing Party) DCJ MANAGEMENT, LLC, Manager	• .
By: ).0 /ht.	
(Sign here)	
DAVID J. MITIDIERO	
(Print or type name of person signing)	
Manager, DCJ Management, LLC	•
(Print or type title of person signing)	•
	•
Signed and sworn to before me on (date)	May 12, 2011,
at COOK County, ILLINOIS	_(state).
- Luneu	Notary Public.
Commission expires: 1(-(-13)	
	_
OFFICIAL SEAL NANCY J RUSSELL NOTARY PUBLIC - STATE OF ILLINOIS MY COMMISSION EXPIRES: 11/01/13	

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

# FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aumt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Apphcable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[]Yes		[x] <b>N</b> o				•
	ase identify below (1) to				_	-
•	is connected; (3) the na familial relationship, a		•	•		nom such
		,	•			
.*						•

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting	ng this EDS. Include d/b/a/ if applicable:
DCJ MANAGEMENT, LLC	
Check ONE of the following three boxes:	
Indicate whether the Disclosing Party submitting 1. [] the Applicant OR	g this EDS is:
	et interest in the Applicant. State the legal name of the olds an interest:
3. [x] a legal entity with a right of control (se which the Disclosing Party holds a right of c	ee Section II.B.1.) State the legal name of the entity in CF III CARROLL BUILDING LLC and ontrol: COOK FINANCIAL REAL ESTATE FUND III, LLC
B. Business address of the Disclosing Party:	5600 N. RIVER ROAD, SUITE 150 ROSEMONT, ILLINOIS 60018
C. Telephone: Fax: Fax:	-588-0034 Email: NRUSSELL@NEWMARKKFE.COM
D. Name of contact person: NANCY RUSSELL	· .
E. Federal Employer Identification No. (if you h	ave one):
F. Brief description of contract, transaction or of which this EDS pertains. (Include project numb	ther undertaking (referred to below as the "Matter") to er and location of property, if applicable):
CLASS C REAL ESTATE TAX STATUS FOR THE PROPER	RTY LOCATED AT 1413-1433 W. CARROLL, CHICAGO, IL
G. Which City agency or department is requesting	ng this EDS? ECONOMIC DEVELOPMENT
If the Matter is a contract being handled by the complete the following:	ne City's Department of Procurement Services, please
Specification #	and Contract #

# SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

# A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Pa	irty:
[] Person	[X] Limited liability company
[ ] Publicly registered business corporation	[] Limited liability partnership
[] Privately held business corporation	[] Joint venture
Sole proprietorship	[] Not-for-profit corporation
[] General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
[] Limited partnership	[] Yes [] No
[] Trnst	[] Other (please specify)
·	
DELAWARE	State of Illinois: Has the organization registered to do
J	•
[ <sup>x</sup> ] Ycs [ ] No	[] N/A
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
,	
NOTE: For not-for-profit corporations, also I there are no such members, write "no member the legal titleholder(s).  If the entity is a general partnership, limited partnership or joint venture, list below the narrow."	all executive officers and all directors of the entity. ist below all members, if any, which are legal entities. If rs." For trusts, estates or other similar entities, list below d partnership, limited liability company, limited liability me and title of each general partner, managing member, atrols the day-to-day management of the Disclosing Party. abmit an EDS on its own behalf.
NOTE: For not-for-profit corporations, also I there are no such members, write "no member the legal titleholder(s).  If the entity is a general partnership, limited partnership or joint venture, list below the narmanager or any other person or entity that corn NOTE: Each legal entity listed below must support the support of the suppor	ist below all members, if any, which are legal entities. If its." For trusts, estates or other similar entities, list below d partnership, limited liability company, limited liability me and title of each general partner, managing member, atrols the day-to-day management of the Disclosing Party. Ibmit an EDS on its own behalf.
NOTE: For not-for-profit corporations, also I there are no such members, write "no member the legal titleholder(s).  If the entity is a general partnership, limited partnership or joint venture, list below the narmanager or any other person or entity that corn NOTE: Each legal entity listed below must so Name	ist below all members, if any, which are legal entities. If rs." For trusts, estates or other similar entities, list below d partnership, limited liability company, limited liability me and title of each general partner, managing member, atrols the day-to-day management of the Disclosing Party. Ibmit an EDS on its own behalf.
NOTE: For not-for-profit corporations, also I there are no such members, write "no member the legal titleholder(s).  If the entity is a general partnership, limited partnership or joint venture, list below the narmanager or any other person or entity that corn NOTE: Each legal entity listed below must support the support of the suppor	ist below all members, if any, which are legal entities. If its." For trusts, estates or other similar entities, list below d partnership, limited liability company, limited liability me and title of each general partner, managing member, atrols the day-to-day management of the Disclosing Party. In its an EDS on its own behalf.

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name	Business Address	Percentage Interest in the
JOEL I. FRIEDLAND	5600 N. RIVER ROAD.	Disclosing Party SOITE 150, ROSEMONT, IL 60018 40%
DAVID J. MITIDIERO		SUITE 150, ROSEMONT, IL 60018 40%
DAVID N. FRIEDLAND	5600 N. RIVER ROAD,	SUITE 150, ROSEMONT, IL 60018 20%
		·

### SECTION HI - BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[ ] Yes	[x] No					
If yes, please iden relationship(s):	tify below the name(	(s) of such Cit	y elected o	official(s) and de	escribe such	
			•			,
ė.				·		
						<del></del>

## SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Part (subcontractor, attorney, lobbyist, etc.)	y Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
	•	,	
(Add sheets if necessary)			
[x] Check here if the Discl	osing Party h	as not retained, nor expects to reta	in, any such persons or entities.
SECTION V CERTIF	ICATIONS		
A. COURT-ORDERED	CHILD SUPP	ORT COMPLIANCE	
•		-415, substantial owners of busine th their child support obligations t	
, <u>, , , , , , , , , , , , , , , , , , </u>	•	tly owns 10% or more of the Discons by any Illinois court of compe	
[]Yes [¾]N		to person directly or indirectly ow sclosing Party.	ns 10% or more of the
If "Yes," has the person e is the person in compliance		court-approved agreement for pay greement?	ment of all support owed and
[]Ýes []N	0		
B. FURTHER CERTIFIC	CATIONS		
consult for defined terms submitting this EDS is the	(e.g., "doing e Applicant ar	apter 1-23, Article I ("Article I")(business") and legal requirements and is doing business with the City licant nor any controlling person i	), if the Disclosing Party , then the Disclosing Party

consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year comphance timeframes in certifications 2 and 3 below.

- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.I. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V:
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 3. The certifications in subparts 3, 4 and 5 concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of fieedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affihated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.

7. If the Dis Certifications), to NONE.		•	-	ove stateme	ents in this Pa	rt B (Further
	 		<del></del>			
			•			
•	 					
	,	/				***************************************
		····				,

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)

[] is [x] is not

a "fmancial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[] Yes [x] No

NOTE: If you checked "Yes" to Item D.1., proceed to Items D.2. and D.3. If you checked "No" to Item D.1., proceed to Part E.

elected official or en any other person or for taxes or assessm "City Property Sale"	nployee shall have a financial interentity in the purchase of any propeents, or (iii) is sold by virtue of lego.  Compensation for property takes.	rest in his or her own name or in the name of city that (i) belongs to the City, or (ii) is sold gal process at the suit of the City (collectively, en pursuant to the City's eminent domain power
does not constitute a	a financial interest within the mean	ing of this Part D.
Does the Matter inv	olve a City Property Sale?	
[]Yes	[x] No	
<del>-</del>	ed "Yes" to Item D.1., provide the es having such interest and identif	names and business addresses of the City y the nature of such interest:
Name	Business Address	Nature of Interest
	ing Party further certifies that no p City official or employee.	rohibited financial interest in the Matter will
E. CERTIFICATIO	N REGARDING SLAVERY ERA	A BUSINESS
disclose below or in comply with these	an attachment to this EDS all info	g Party checks 2., the Disclosing Party must ormation required by paragraph 2. Failure to any contract entered into with the City in
the Disclosing Party from slavery or slav issued to slavehold	y and any and all predecessor entitiveholder insurance policies during	ing Party has searched any and all records of ies regarding records of investments or profits the slavery era (including insurance policies age to or injury or death of their slaves), and
Disclosing Party ha policies. The Discl	s found records of investments or soing Party verifies that the follow	of conducting the search in step 1 above, the profits from slavery or slaveholder insurance ring constitutes full disclosure of all such slaveholders described in those records:

### SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

#### A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the fe	deral Lobbyi	ng
Disclosure Act of 1995 who have made lobbying contacts on behalf of the I	Disclosing Pa	rty with
respect to the Matter: (Add sheets if necessary):		

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Apphcant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing I	Party the Applicant?	•
[]Yes	[] No	
If "Yes," answer t	he three questions below:	
	eveloped and do you have os? (See 41 CFR Part 60-2.) [] No	on file affirmative action programs pursuant to applicable
Contract Complia	•	g Committee, the Director of the Office of Federal Employment Opportunity Commission all reports due
equal opportunity	clause?	contracts or subcontracts subject to the
[]Yes	[ ] No	
If you checked "N	o" to question 1. or 2. above	e, please provide an explanation:
SECTION VII -	ACKNOWLEDGMENT	S. CONTRACT INCORPORATION.

The Disclosing Party understands and agrees that:

COMPLIANCE, PENALTIES, DISCLOSURE

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procedure, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

- F.1. The Disclosing Party is not dehnquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Apphcant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS and Appendix A (if applicable) on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS and Appendix A (if applicable) are true, accurate and complete as of the date furnished to the City.

OFFICIAL SEAL
NANCY J RUSSELL
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES: 11/01/13

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

### FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "famihal relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Appheable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-ur-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Apphcable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "famihal relationship" with an elected city official or department head?

[]Yes	[x] <b>N</b> o	
such person is comec	ted; (3) the name and title o	title of such person, (2) the name of the legal entity to which of the elected city official or department head to whom such cise nature of such familial relationship.

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting	ng this EDS. Include d/b/a/ if applicable:
COOK FINANCIAL REAL ESTATE FOND III, LLC	
Check ONE of the following three boxes:	
Indicate whether the Disclosing Party submitting 1. [] the Applicant OR	g this EDS is:
	ct interest in the Applicant. State the legal name of the olds an interest: CF III CARROLL BUILDING LLC
3. [] a legal entity with a right of control (se which the Disclosing Party holds a right of c	ee Section II.B.1.) State the legal name of the entity in ontrol:
B. Business address of the Disclosing Party:	5600 N. RIVER ROAD, SUITE ISO
· · · · · · · · · · · · · · · · · · ·	ROSEMONT, ILLINOIS 60018
C. Telephone: 847-588-5698 Fax: 847	-588-0034 Email: NRUSSELL@NEWMARKKFE.COM
D. Name of contact person: NANCY RUSSELL	
E. Federal Employer Identification No. (if you h	ave one):
F. Brief description of contract, transaction or of which this EDS pertains. (Include project numb	ther undertaking (referred to below as the "Matter") to er and location of property, if applicable):
CLASS C REAL ESTATE TAX STATUS FOR THE PROPER	RTY LOCATED AT 1413-1433 W. CARROLL, CHICAGO, IL
G. Which City agency or department is requesti	ng this EDS? DEVELOPMENT DEVELOPMENT
	ne City's Department of Procurement Services, please
Specification #	and Contract #

## SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

# , A. NATURE OF THE DISCLOSING PARTY

<ol> <li>Indicate the nature of the Disclosing Pa</li> <li>Person</li> <li>Publicly registered business corporation</li> <li>Privately held business corporation</li> <li>Sole proprietorship</li> <li>General partnership</li> <li>Limited partnership</li> <li>Trust</li> </ol>	rty:  [X] Limited liability company  [] Limited liability partnership  [] Joint venture  [] Not-for-profit corporation  (Is the not-for-profit corporation also a 501(c)(3))?  [] Yes  [] No  [] Other (please specify)
2. For legal entities, the state (or foreign c	ountry) of incorporation or organization, if applicable:
DELAWARE	
3. For legal entities not organized in the S business in the State of Illinois as a foreign en	tate of Illinois: Has the organization registered to do tity?
[X] Yes [] No	[] N/A
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
NOTE: For not-for-profit corporations, also list there are no such members, write "no member the legal titleholder(s).  If the entity is a general partnership, limited partnership or joint venture, list below the name	all executive officers and all directors of the entity. It below ail members, if any, which are legal entities. If It is." For trusts, estates or other similar entities, list below It partnership, limited liability company, limited liability It is and title of each general partner, managing member, It is the day-to-day management of the Disclosing Party. It is built an EDS on its own behalf.
Name	Title
DCJ MANAGEMENT, LLC	MANAGER
•	·

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name	Business Address	Percentage Interest in the	,
AFG REAL ESTATE	811 CAMP HORNE ROAD, #100	Disclosing Party	
OPPORTUNITIES FUND, LP	PITTSBURGH, PA 15237	10.27% •	
AUGUSTA LLC	5600 N. RIVER ROAD, SUITE 150 ROSEMONT, ILLINOIS 60018	7.7%	

### SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[] <b>Y</b> es	[x] <b>N</b> o	•	•
If yes, please ident relationship(s):	ify below the name(s) of such City	elected official(s) and de	scribe such
Terationship(s).			· · · · · · · · · · · · · · · · · · ·

### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself: "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is
·	<u> </u>		not an acceptable response.
(Add sheets if necessary)			
[X] Check here if the Discl	osing Party h	as not retained, nor expects to retain	n, any such persons or entities
SECTION V CERTIF	ICATIONS		
A. COURT-ORDERED O	CHILD SUPP	ORT COMPLIANCE	
<u> </u>		-415, substantial owners of busines th their child support obhgations thr	
	•	tly owns 10% or more of the Discloons by any Illinois court of compete	-
[]Yes [¾]N		o person directly or indirectiy owns sclosing Party.	s 10% or more of the
If "Yes," has the person e is the person in compliance		court-approved agreement for paym greement?	nent of all support owed and
[]Yes []N	o		,
B. FURTHER CERTIFIC	CATIONS		
consult for defined terms submitting this EDS is the certifies as follows: (i) ne	(e.g., "doing le Appheant ar ither the Apph	apter 1-23, Article I ("Article I")(who business") and legal requirements), and is doing business with the City, the licant nor any controlling person is the result of the convicted of the placed under the convicted of the conv	if the Disclosing Party hen the Disclosing Party currently indicted or charged

criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article 1 applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fiaud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 3. The certifications in subparts 3, 4 and 5 concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affihated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affihated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contiactor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Ilhnois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.

		-	ny of the above statements in	this Part B (Further
NONE.	the Disclosing Pa	arty must explam bel	low:	
	/ .		,	

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

- 1. The Disclosing Party certifies that the Disclosing Party (check one)
- $\supset$ [] is [x] is not
- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affihate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[] Yes [x] No

NOTE: If you checked "Yes" to Item D.1., proceed to Items D.2. and D.3. If you checked "No" to Item D.1., proceed to Part E.

elected official or en any other person or e for taxes or assessme "City Property Sale"	ursuant to a process of competitive aployee shall have a financial integrative in the purchase of any property, or (iii) is sold by virtue of legal. Compensation for property take financial interest within the mean	erest in his or her own name of erty that (i) belongs to the City gal process at the suit of the C en pursuant to the City's emin	r in the name of y, or (ii) is sold City (collectively,
Does the Matter invo	olve a City Property Sale?	,	. •
[] Yes	[x] No		
-	d "Yes" to Item D.1., provide the es having such interest and identif		s of the City
Name	Business Address	Nature of Interest	
3	,		
	ng Party further certifies that no p City official or employee.	rohibited financial interest in	the Matter will
E. CERTIFICATION	N REGARDING SLAVERY ERA	A BUSINESS	
disclose below or in comply with these di	er 1. or 2. below. If the Disclosing an attachment to this EDS all infoisclosure requirements may make Matter voidable by the City.	ormation required by paragrap	ph 2. Failure to
the Disclosing Party from slavery or slave issued to slaveholder	ing Party verifies that the Disclosi and any and all predecessor entiti cholder insurance policies during rs that provided coverage for dam has found no such records.	ies regarding records of inves the slavery era (including ins	stments or profits curance policies
Disclosing Party has policies. The Disclo	ing Party verifies that, as a result of found records of investments or posing Party verifies that the follow are names of any and all slaves or s	profits from slavery or slaveh ving constitutes full disclosure	nolder insurance e of all such
		·	•

### SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

#### A. CERTIFICATION REGARDING LOBBYING

	mes of all persons or entities reg who have made lobbying contac	-	, ,	· h
respect to the Matter: (A		·	Joing Luity Wi	-11
7			•	

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.I. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contiact, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.l. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Apphcant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing P	arty the Apphcant?			
[]Yes	[] No	•		
If "Yes," answer th	e three questions belo	ow:		
	eveloped and do you h ? (See 41 CFR Part 6		ative action programs pursua	ant to applicable
[]Yes	[]No			
Contract Complian	<del>-</del>	qual Employment	the Director of the Office of Opportunity Commission al	
3. Have you pa		vious contiacts or s	ubcontracts subject to the	
[]Yes	[] No			• •
If you checked "No	o" to question I. or 2.	above, please prov	vide an explanation:	
		·		

# SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

- F.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illulois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not hmited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Apphcant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to behave has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS and Appendix A (if apphcable) on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS and Appendix A (if applicable) are true, accurate and complete as of the date furnished to the City.

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

### FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "famihal relationship" with any elected city official or department head. A "famihal relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-iu-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party hsted in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a hmited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, tieasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currentiy have a "familial relationship" with an elected city official or department head?

[ ] Yes	[x] No			
such person is connect	fy below (I) the name and title of so ed; (3) the name and title of the ele elationship, and (4) the precise natu	cted city official or d	epartment head	
· · · · · · · · · · · · · · · · · · ·			. · -	
				······································
			·····	· ·

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

### SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting	ng this EDS. Include d/b/a/ if applicable:
AUGUSTA LLC	· · · · · · · · · · · · · · · · · · ·
Check ONE of the following three boxes:	
Indicate whether the Disclosing Party submitting 1. [] the Applicant OR 2. [X] a legal entity holding a direct or indirect Applicant in which the Disclosing Party holding	ct interest in the Applicant. State the legal name of the olds an interest:  CF III CARROLL BUILDING LLC
3. [] a legal entity with a right of control (se which the Disclosing Party holds a right of c	ee Section II.B.1.) State the legal name of the entity in ontrol:
B. Business address of the Disclosing Party:	5600 N. RIVER ROAD, SUITE 150
G T 1 847-588-5698 F 847	ROSEMONT, ILLINOIS 60018  -588-0034  NRUSSELL@NEWMARKKFE.COM
D. Name of contact person: NANCY RUSSELL	-588-0034 Email: NRUSSELL@NEWMARKKFE.COM
E. Federal Employer Identification No. (if you h	ave one):
which this EDS pertains. (Include project numb	ther undertaking (referred to below as the "Matter") to ber and location of property, if applicable):  RTY LOCATED AT 1413-1433 W. CARROLL, CHICAGO, IL
	DEPARTMENT OF HOUSING AND
G. Which City agency or department is requesti	ng this EDS? ECONOMIC DEVELOPMENT
If the Matter is a contract being handled by the complete the following:	ne City's Department of Procurement Services, please
Specification #	and Contract #

### SECTION.II -- DISCLOSURE OF OWNERSHIP INTERESTS

### A. NATURE OF THE DISCLOSING PARTY

<ul> <li>Indicate the nature of the Disclosing Pa</li> <li>Person</li> <li>Publicly registered business corporation</li> <li>Privately held business corporation</li> <li>Sole proprietorship</li> <li>General partnership</li> <li>Limited partnership</li> <li>Trust</li> </ul>	[X] Limited liability company [ ] Limited liability partnership [ ] Joint venture [ ] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))?         [ ] Yes
2. For legal entities, the state (or foreign of	country) of incorporation or organization, if applicable:
ILLINOIS	
3. For legal entities not organized in the S business in the State of Illinois as a foreign en	tate of Illinois: Has the organization registered to do tity?  [4] N/A
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
NOTE: For not-for-profit corporations, also I there are no such members, write "no member the legal titleholder(s).  If the entity is a general partnership, limited partnership or joint venture, list below the name	all executive officers and all directors of the entity. ist below all members, if any, which are legal entities. If rs." For trusts, estates or other similar entities, list below d partnership, limited liability company, limited liability me and title of each general partner, managing member, strols the day-to-day management of the Disclosing Party. abmit an EDS on its own behalf.
Name	Title
JOEL I. FRIEDLAND	MANAGER
DAVID J. MITIDIERO	MANAGER
DAVID N. FRIEDLAND	MANAGER

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name	1	Business Address	Percentage Interest in the
			Disclosing Party
JOEL 1. FRIEDLAND		5600 N. RIVER ROAD,	SUITE 150, ROSEMONT, IL 60018 40%
DAVID J. MITIDIERO		5600 N. RIVER ROAD,	SUITE 150, ROSEMONT, IL 60018 40%
DAVID N. FRIEDLAND	,	5600 N. RIVER ROAD,	SUITE 150, ROSEMONT, IL 60018 20%
			1

#### SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[ ] <b>Y</b> es	[x] No		~
If yes, please iden relationship(s):	tify below the name(s) of s	such City elected official(s) and describe such	

### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estunated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
		,	
		·	
(Add sheets if necessary)		•	
[X] Check here if the Disc	losing Party h	as not retained, nor expects to retain	a, any such persons or entities
SECTION V - CERTIF	CATIONS		
A. COURT-ORDERED	CHILD SUPP	PORT COMPLIANCE	
the City must remain in c	ompliance wi	-415, substantial owners of busines th their child support obhgations thr tly owns 10% or more of the Discloons by any Illinois court of compete	oughout the contract's term.
[]Yes [科N		To person directly or indirectly owns sclosing Party.	10% or more of the
If "Yes," has the person e is the person in complian		court-approved agreement for paym greement?	ent of all support owed and
[]Yes []N	О		
B. FURTHER CERTIFIC	CATIONS		· .
consult for defined terms submitting this EDS is th certifies as follows: (i) no	(e.g., "doing e Applicant as either the App	apter 1-23, Article I ("Article Î")(who business") and legal requirements), and is doing business with the City, the licant nor any controlling person is wer been convicted of, or placed und	if the Disclosing Party hen the Disclosing Party currently indicted or charged

criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I apphes to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

Page 4 of 13

- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrnst statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 3. The certifications in subparts 3, 4 and 5 concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitatron: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or enhloyee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affihated Entity is listed on any of the following fists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.

7. If the Disclosing Party is a Certifications), the Disclosing Party is a NONE.		e statements in this Part B (Further
:		
	•	

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

- 1. The Disclosing Party certifies that the Disclosing Party (check one)
- [] is [x] is not
- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affihate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affihates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[ ] Yes (x) No

NOTE: If you checked "Yes" to Item D.1., proceed to Items D.2. and D.3. If you checked "No" to Item D.1., proceed to Part E.

elected official or emp any other person or ent	oyee shall have a financial inte ity in the purchase of any prope	re bidding, or otherwise permitted, no City rest in his or her own name or in the name of crty that (i) belongs to the City, or (ii) is sold gal process at the suit of the City (collectively,
	Compensation for property taken nancial interest within the mean	en pursuant to the City's eminent domain power aing of this Part D.
Does the Matter involv	e a City Property Sale?	
[] Yes	[x] No	
•	'Yes" to Item D.1., provide the having such interest and identif	names and business addresses of the City y the nature of such interest:
Name	Business Address	Nature of Interest
		/
4. The Disclosing be acquired by any Cit	_	prohibited financial interest in the Matter will
E. CERTIFICATION	REGARDING SLAVERY ERA	A BUSINESS
disclose below or in ar comply with these disc	attachment to this EDS all info	g Party checks 2., the Disclosing Party must ormation required by paragraph 2. Failure to any contract entered into with the City in
the Disclosing Party as from slavery or slaveh issued to slaveholders	nd any and all predecessor entitional older insurance policies during	ing Party has searched any and all records of ies regarding records of investments or profits the slavery era (including insurance policies age to or injury or death of their slaves), and
Disclosing Party has for policies. The Disclosi	ound records of investments or ng Party verifies that the follow	of conducting the search in step 1 above, the profits from slavery or slaveholder insurance ring constitutes full disclosure of all such slaveholders described in those records:
		•

### SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

#### A. CERTIFICATION REGARDING LOBBYING

Disclosure A	ct of 1995 wh	•	nes registered under the recontacts on behalf of the I	,
,				

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.l. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modity any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Apphcant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain ah such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Apphcant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing P	arty the Apphcant?			
[] Yes	[ ] No	·		
If "Yes," answer th	ne three questions below	:	•	
	eveloped and do you hav ? (See 41 CFR Part 60-	•	ive action programs pu	ursuant to applicable
[] Yes	[] No			
Contract Complian	led with the Joint Repor ace Programs, or the Equ le filing requirements? [] No			
3. Have you pequal opportunity	articipated in any previo clause?	ous contracts or sub	bcontracts subject to th	ne ·
[] Yes	[ ] No			
If you checked "N	o" to question 1. or 2. at	oove, please provid	de an explanation:	
				,
			4	

# SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matrer. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or dechning to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

- F.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities dehnquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to behave has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS and Appendix A (if apphcable) on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS and Appendix A (if applicable) are true, accurate and complete as of the date fumished to the City.

AUGODIII EEG	
(Print or type name of Disclosing Party)	
By: De Anton	i,
(Sign here)	
DAVID J. MITIDIERO	
(Print or type name of person signing)	*
MANAGER	
(Print or type title of person signing)	
A	•
Signed and sworn to before me on (date)	2, 20((),
at COOK County, ILLINOIS (state).	
Notary P	ublic.
Commission expires: $(1-1-1)^2$ .	
OFFICIAL SEAL NANCY J RUSSELL NOTARY PUBLIC - STATE OF ILLINOIS MY COMMISSION EXPIRES: 11/07/13	9

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

### FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currentiy has a "famihal relationship" with any elected city official or department head. A "famihal relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Apphcable Party" means (1) all executive officers of the Disclosing Party hsted in Sechon II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and hmited partners of the Disclosing Party, if the Disclosing Party is a hmited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited hability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

EVI No

F TVoc

[ ] I cs	[2] 140		•	
such person is comect	ty below (1) the name and tide of ed; (3) the name and title of the electionship, and (4) the precise na	lected city official or de	partment head to whor	o which n such
· · · · · · · · · · · · · · · · · · ·	( )			

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# **SECTION I -- GENERAL INFORMATION**

$\cdot$
A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:
AFG REAL ESTATE OPPORTUNITIES FUND, LP
Check ONE of the following three boxes:
Indicate whether the Disclosing Party submitting this EDS is:  1. [] the Applicant  OR
2. [X] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the Applicant in which the Disclosing Party holds an interest: CF III CARROLL BUILDING LLC OR
3. [] a legal entity with a right of control (see Section II.B.1.) State the legal name of the entity in which the Disclosing Party holds a right of control:
B. Business address of the Disclosing Party:  SII CAMP HORNE ROAD, SUITE 100
PITTSBURGH, PA 15237
C. Telephone: 412-536-8008 Pax: 412-367-2043 Email: TMILLER@ALLEGHENYFINANCIAL.C
D. Name of contact person: TARA MILLER  E. Federal Employer Identification No. (if you have one):
F. Brief description of contract, transaction or other undertaking (referred to below as the "Matrer") to which this EDS pertains. (Include project number and location of property, if applicable):
CLASS C REAL ESTATE TAX STATUS FOR THE PROPERTY LOCATED AT 1413-1433 W. CARROLL, CHICAGO, IL
G. Which City agency or department is requesting this EDS? DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:
Specification # and Contract #

### SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

# A. NATURE OF THE DISCLOSING PARTY

I. Indicate the nature of the Disclosing Pa	arty:
[] Person	[] Limited liability company
[ ] Publicly registered business corporation	[] Limited liability partnership
[ ] Privately held business corporation	[] Joint venture
Sole proprietorship	Not-for-profit corporation
[] General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
[X] Limited partnership	[] Yes [] No
[] Trust	[] Other (please specify)
<del></del>	
2. For legal entities, the state (or foreign of	country) of incorporation or organization, if applicable:
(c	y when y
DELAWARE	
	•
3. For legal entities not organized in the S	State of Illinois: Has the organization registered to do
business in the State of Illinois as a foreign en	
[ ] Yes	[] N/A
B. IF THE DISCLOSING PARTY IS A LEG	SAL ENTITY:
	• •
1. List below the full names and titles of	all executive officers and all directors of the entity.
	ist below all members, if any, which are legal entities. If
	rs." For trusts, estates or other similar entities, list below
the legal titleholder(s).	2 01 01 01 00 00 01 0 00 00 00 00 00 00 0
_ ,	d partnership, limited liability company, limited liability
	me and title of each general partner, managing member,
	atrols the day-to-day management of the Disclosing Party.
NOTE: Each legal entity listed below must su	
110 1 D. Lach legal entity listed below must st	omit an EDS on its own behan.
Name	Title
AFG REALTY ADVISORS, LP	GENERAL PARTNER
₩.	

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve fall disclosure.

Name	Busin	ess Address	Percentage I		•
JOHN A. SWANSON	REVOCABLE TRUST	811 CAMP HORNE ROL PITTSBURGN, PA 152	AD, SUITE DISCLOSING P 237 20.93%	arty	
		,			
	·			44	
·		· · · · · · · · · · · · · · · · · · ·			
SECTION III	- BUSINESS RE	LATIONSHIPS W	ITH CITY ELECT	ED OFFICIALȘ	
	•		nip," as defined in Cha before the date this E	apter 2-156 of the Munici DS is signed?	pal
[ ] <b>Y</b> es	[x] No				,
If yes, please id relationship(s):	-	ame(s) of such City	elected official(s) and	d describe such	
			· · · · · · · · · · · · · · · · · · ·		

### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated	Business Address	Relationship to Disclosing Party (subcontractor, attorney,	Fees (indicate whether paid or estimated.) NOTE:
to be retained)		lobbyist, etc.)	"hourly rate" or "t.b.d." is not an acceptable response.
		and the second s	
			`
(Add sheets if necessary)	•		
[X] Check here if the Disc	losing Party h	as not retained, nor expects to retain	a, any such persons or entities.
SECTION V CERTIF	ICATIONS		
A. COURT-ORDERED	CHILD SUPP	PORT COMPLIANCE	· · · · · · · · · · · · · · · · · · ·
		2-415, substantial owners of business the their child support obligations thr	
	•	tly owns 10% or more of the Discloons by any Ilhnois court of compete	
, [] Yes		lo person directly or indirectiy owns isclosing Party.	10% or more of the
If "Yes," has the person e is the person in compliance		court-approved agreement for paym greement?	ent of all support owed and
[]Yes []N	o .		
B. FURTHER CÉRTIFIC	CATIONS		
consult for defined terms submitting this EDS is the certifies as follows: (i) ne with, or has admitted guil criminal offense involvin	(e.g., "doing e Applicant an ither the App t of, or has evg actual, atter	apter 1-23, Article I ("Article I") (whe business") and legal requirements), and is doing business with the City, the licant nor any conttolling person is ever been convicted of, or placed under a present of the City or a conficer or employee of the City or a	if the Disclosing Party nen the Disclosing Party currently indicted or charged er supervision for, any ery, theft, fraud, forgery,

Applicant understands and acknowledges that compliance with Article I is a contiauing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared meligible or voluntarily excluded from any tiunsactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found hable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 3. The certifications in subparts 3, 4 and 5 concem:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially die same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affihated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affihated Entity, or an Affihated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.

7. If the Disclosing Certifications), the Dis		tatements in this Part	B (Further
	·	 • •	

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

- 1. The Disclosing Party certifies that the Disclosing Party (check one)
- [] is [x] is not
- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affihates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter 2-32 of the Municipal Code, explain here (attach additional pages if necessary):

If the letters "NA," the word "Nona," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-II0 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[ ] Yes [x] No

NOTE: If you checked "Yes" to Item D.1., proceed to Items D.2. and D.3. If you checked "No" to Item D.1., proceed to Part E.

elected official or any other person o for taxes or assess "City Property Sal	employee shall have a financial inter r entity in the purchase of any prope ments, or (iii) is sold by virtue of le	re bidding, or otherwise permitted, no City crest in his or her own name or in the name of erty that (i) belongs to the City, or (ii) is sold gal process at the suit of the City (collectively, en pursuant to the City's eminent domain powerning of this Part D.
Does the Matter in	volve a City Property Sale?	
[] Yes	[x] No	
	ked "Yes" to Item D.1., provide the yees having such interest and identi	names and business addresses of the City ty the nature of such interest:
Name	Business Address	Nature of Interest
-	. )	
	·	
E. CERTIFICATI  Please check eidisclose below or comply with these connection with the second of the	ON REGARDING SLAVERY BRA ther 1. or 2. below. If the Disclosin in an attachment to this EDS all infe disclosure requirements may make the Matter voidable by the City. The disclosing Party verifies that the Disclosing Party verifies the Disclosing Party verifies the Disclosing Party verifies the Disclosing Party verifies the Discl	A BUSINESS  g Party checks 2., the Disclosing Party must ormation required by paragraph 2. Failure to any contract entered into with the City in ing Party has searched any and all records of ites regarding records of investments or profits
from slavery or slavehold	aveholder insurance pohcies during	the slavery era (including insurance policies age to or injury or death of their slaves), and
Disclosing Party by policies. The Disc	as found records of investments or closing Party verifies that the follow	of conducting the search in step 1 above, the profits from slavery or slaveholder insmance ving constitutes full disclosure of all such slaveholders described in those records:

### SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obhgations of the City are not federal funding.

### A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying
Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with
respect to the Matter: (Add sheets if necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matrer.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated fimds to pay any person or entity listed in Paragraph A.l. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modity any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matrer and must make such certifications promptly available to the City upon request.

## B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing I	Party the Apphcant?		
[] Yes	[ ] No		. •
If "Yes," answer t	he three questions below:		
1. Have you d	eveloped and do you hav	e on file affirmative action programs pursuant to ap	plicable
	s? (See 41 CFR Part 60-2		
.[] Yes	[] No		
	nce Programs, or the Equole filing requirements? [] No	al Employment Opportunity Commission all reports	3 due
3. Have you p		us contracts or subcontracts subject to the	
[] Yes	[]No		
If you checked "N	o" to question 1. or 2. ab	ove, please provide an explanation:	
<u></u>			
SECTION VII	ACKNOWLEDGMEN	ITS, CONTRACT INCORPORATION,	

# SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept cmrent. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matrers subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

- F.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affihated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not hmited to, all water charges, sewer charges, heense fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is die Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Apphcant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to behave has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS and Appendix A (if apphcable) on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS and Appendix A (if applicable) are true, accurate and complete as of the date furnished to the City.

AFG REAL ESTATE OPPORTUNITIES FUND, LP	
(Print or type name of Disclosing Party) AFG REALTY ADVISORS, LP, ITS GENERAL PA	\R <b>TNE</b> R
BROWNE, HAYNES, KUHN, LLC, A DELAWARE LIMITED LIABILITY  COMPANY, ITS GENERAL PARTNER	
By: (Sign here)	
JONATHAN A. KUHN	
(Print er type name of person signing)	
MANAGING MEMBER	
(Print or type title of person signing)	
Signed and swom to before me on (date) May 12, 2011	
at Allegheny County, Phnsylvania (estate).	
Mawen Winberg Notary Public.	
Commission expires: Murch 23, 2015.	

CÓMMONWEALTH OF PENNSYLVANIA Notarial Seal

Notatial Seal
Lauren Winberg, Notacy Public
Ohlo Twp., Allegheny County
My Commission Expires March 23, 2015

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

### FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currentiy has a "famihal relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city tieasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Apphcable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited hability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "famihal relationship" with an elected city official or department head?

F-7 NI-

[] I es	[v] 140	
such person is connecte	y below (1) the name and title of such person d; (3) the name and title of the elected city of ationship, and (4) the precise nature of such	official or department head to whom such

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## **SECTION I -- GENERAL INFORMATION**

A. Legal name of the Disclosing Party submittin	g this EDS. Include d/b/a/ if applicable:
AFG REALTY ADVISORS, LP	
Check ONE of the following three boxes:	
Indicate whether the Disclosing Party submitting  1. [] the Applicant  OR	this EDS is:
	et interest in the Applicant. State the legal name of the elds an interest: CF III CARROLL BUILDING LLC
3. [] a legal entity with a right of control (se which the Disclosing Party holds a right of co	e Section II.B.1.) State the legal name of the entity in ontrol:
B. Business address of the Disclosing Party:	811 CAMP HORNE ROAD, SUITE 100
	PITTSBURGH, PA 15237
C. Telephone: 412-536-8008 Fax: 412-3  D. Name of contact person: TARA MILLER	Email: TMILLER@ALLEGHENYPINANCIAL.CO
E. Federal Employer Identification No. (if you have	ave one):
F. Brief description of contract, transaction or ot which this EDS pertains. (Include project numb	ther undertaking (referred to below as the "Matter") to er and location of property, if applicable):
CLASS C REAL ESTATE TAX STATUS FOR THE PROPER	RTY LOCATED AT 1413-1433 W. CARROLL, CHICAGO, IL
G. Which City agency or department is requesting	ng this EDS? ECONOMIC DEVELOPMENT
If the Matter is a contract being handled by th complete the following:	e City's Department of Procurement Services, please
Specification #	and Contract #

## SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

## A. NATURE OF THE DISCLOSING PARTY

<ol> <li>Indicate the nature of the Disclosing Particle Person</li> <li>Publicly registered business corporation</li> <li>Privately held business corporation</li> <li>Sole proprietorship</li> <li>General partnership</li> <li>Limited partnership</li> <li>Trust</li> </ol> 2. For legal entities, the state (or foreign or partnership)	[] Limited liability company [] Limited liability partnership [] Joint venture [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No [] Other (please specify)  country) of incorporation or organization, if applicable:
DELAWARE	· · · · · · · · · · · · · · · · · · ·
3. For legal entities not organized in the S business in the State of Illinois as a foreign en [] Yes [x] No	State of Illinois: Has the organization registered to do atity?  [] N/A
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
NOTE: For not-for-profit corporations, also I there are no such members, write "no member the legal titleholder(s).  If the entity is a general partnership, limited partnership or joint venture, list below the name	all executive officers and all directors of the entity. ist below all members, if any, which are legal entities. If rs." For trusts, estates or other similar entities, list below departmentship, limited liability company, limited liability me and title of each general partner, managing member, atrols the day-to-day management of the Disclosing Party. Is but the analysis on its own behalf.
Name BROWNE, HAYNES, KUHN, LLC	Title GENERAL PARTNER
DIOMID, IMINDO, ROIN, DEC	CARAMA I ANTINA

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name	Business Address	Percentage Interest in the	
•		Disclosing Party	
	NONE		•
	·		
		TITH CITY ELECTED OFFICIA	
	ty elected official in the 12 months	- ·	the Municipal
[ ] <b>Y</b> es	[X] No		•
If yes, please identrelationship(s):	ify below the name(s) of such City	elected official(s) and describe sucl	ı
·	•		
<u> </u>			-

### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Par (subcontractor, attorney, lobbyist, etc.)	ty Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
(Add sheets if necessary)	•		
[X] Check here if the Disc	losing Party h	as not retained, nor expects to ret	ain, any such persons or entitie
SECTION V CERTIF	CICATIONS		
A. COURT-ORDERED	CHILD SUPF	PORT COMPLIANCE	
-		2-415, substantial owners of busin th their child support obligations	*
		tly owns 10% or more of the Disc ons by any Illinois court of compo	
[] Yes [x] N		To person directly or indirectly own isclosing Party.	ns 10% or more of the
If "Yes," has the person e is the person in compliance		court-approved agreement for pagreement?	yment of all support owed and
[]Yes []N	0		
B. FURTHER CERTIFIC	CATIONS		

1. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I") (which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitmst statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 3. The certifications in subparts 3, 4 and 5 concem:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.

		unable to certify Party must explai		above statement	s in this Part B (Further
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 ****				• ;	

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

## C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1.	The Disclosing Party certifies that the Disclosing Party (check	cone)
	·	•

[] is [x] is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

<del>-</del>	ty is unable to make this pledge become of the Municipal Code) is a predato	•	
	al Code, explain here (attach addition	-	,
	. (	-	

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[]Yes

[x] No

NOTE: If you checked "Yes" to Item D.1., proceed to Items D.2. and D.3. If you checked "No" to Item D.1., proceed to Part E.

elected official or any other person of for taxes or assess "City Property Sa	employee shall have a financial interest in learning or entity in the purchase of any property that sments, or (iii) is sold by virtue of legal procle"). Compensation for property taken pursue a financial interest within the meaning of the	nis or her own name or in the name of (i) belongs to the City, or (ii) is sold less at the suit of the City (collectively, uant to the City's eminent domain power
Does the Matter is	nvolve a City Property Sale?	
[]Yes	[X] No	
*	cked "Yes" to Item D.1., provide the names byees having such interest and identify the names	•
Name	Business Address	Nature of Interest
be acquired by an  E. CERTIFICAT:  Please check edisclose below or comply with these connection with the second connection with t	osing Party further certifies that no prohibited by City official or employee.  ION REGARDING SLAVERY ERA BUSI ither 1. or 2. below. If the Disclosing Party in an attachment to this EDS all information e disclosure requirements may make any contact the Matter voidable by the City.	NESS  checks 2., the Disclosing Party must n required by paragraph 2. Failure to attract entered into with the City in
the Disclosing Pa from slavery or sl issued to slavehol	losing Party verifies that the Disclosing Part crty and any and all predecessor entities regal laveholder insurance policies during the slav lders that provided coverage for damage to carty has found no such records.	rding records of investments or profits very era (including insurance policies
Disclosing Party policies. The Dis	losing Party verifies that, as a result of cond has found records of investments or profits is sclosing Party verifies that the following cong the names of any and all slaves or slaveholds.	from slavery or slaveholder insurance astitutes full disclosure of all such

### SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

### A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities Disclosure Act of 1995 who have made lobbying con	•			
respect to the Matter: (Add sheets if necessary):	iitacis Oii	ochan or th	e Disclosing	g I arty with
(If no explanation appears or begins on the lines abo appear, it will be conclusively presumed that the Dis registered under the Lobbying Disclosure Act of 199 Disclosing Party with respect to the Matter.)	sclosing l	Party means	that NO per	sons or entities

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

## B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing I	arty the Applicant?			.•
[] Yes	[ ] No			•
If "Yes," answer the	he three questions below			
1. Have you d	eveloped and do you hav	e on file affirmative act	tion programs pu	rsuant to applicable
federal regulations	s? (See 41 CFR Part 60-2	2.)	`	
[] Yes	[ ] No	,	· ·	
Contract Complian	iled with the Joint Repornce Programs, or the Equole filing requirements?  [] No	i i		
3. Have you p	participated in any previo	us contracts or subcontr	acts subject to th	ie
equal opportunity			3	
[] Yes	[ ] No			·
If you checked "N	o" to question 1. or 2. ab	ove, please provide an	explanation:	•
,				<u> </u>
				-

## SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (unposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

- F.I. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, heense fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be htred in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

## **CERTIFICATION**

ΒY:

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS and Appendix A (if applicable) on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS and Appendix A (if applicable) are true, accurate and complete as of the date furnished to the City.

(Print or type name of Disclosing Party)
BROWNE, HAYHES, KUHN, LLC, A DELAWARE LIMITED LIABILITY
COMPANY, ITS GENERAL PARTNER
11/1/1
Bu MA
Ву:
(Sign there)
1 1/2 1
JONATHAN A. KUHN
(Print or type name of person signing)
(1 Time of type name of person signing)
MANAGING MEMBER
(Print or type title of person signing)
/
Signed and swom to before me on (date) June 3, 2011,
Allechany a Panny lyang (1)
at Allegheny County, Pennylynnia (state).
MOUTEN Winher Notary Public
Notary Public.
Commission expires: March 23, 2015.
Commission expires: / "IIII (ALLACA), ZUI").

AFG REALTY ADVISORS, LP, A DELAWARE LIMITED PARTNERSHIP

CÓMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Lauren Winberg, Notary Public

ONlo Twp., ASegheny County

My Commission Expires March 23, 2015

MEMBER, PENWSYLVANIA ASSOCIATION OF NOTABLES

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

#### FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entify which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and hmited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[ ] Yes		[x] <b>N</b> o		*		
such person is o	connected; (3) the	e name and title	d title of such person, of the elected city off recise nature of such fa	icial or depar	rtment head to	
				·	٠.	
		<del> </del>	-			
				,	,	
	,		,			

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party subs	mitting this EDS. Include d/b/a/ if applicable:
BROWNE, HATNED, ROIN, ELE	
Check ONE of the following three boxes:	
Indicate whether the Disclosing Party subm  1. [] the Applicant  OR	itting this EDS is:
	ndirect interest in the Applicant. State the legal name of the rty holds an interest: CF III CARROLL BUILDING LLC
3. [] a legal entity with a right of control which the Disclosing Party holds a right	ol (see Section II.B.1.) State the legal name of the entity in t of control:
B. Business address of the Disclosing Part	y: SII CAMP HORNE ROAD, SUITE 100
	PITTSBURGH, PA 15237
C. Telephone: 412-536-8008 Fax:Fax:	412-367-2043 Email: TMILLER@ALLEGHENYFINANCIAL.CO
E. Federal Employer Identification No. (if	you have one):
which this EDS pertains. (Include project i	or other undertaking (referred to below as the "Matter") to number and location of property, if applicable):  PROPERTY LOCATED AT 1413-1433 W. CARROLL, CHICAGO, IL
G. Which City agency or department is req	DEPARTMENT OF HOUSING AND ECONOMIC DEVELOPMENT
If the Matter is a contract being handled complete the following:	by the City's Department of Procurement Services, please
Specification #	and Contract #

## SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

## A. NATURE OF THE DISCLOSING PARTY

I. Indicate the nature of the Disclosing Par	ty:
[] Person	[X] Limited liability company
[ ] Publicly registered business corporation	[] Limited liability partnership
[ ] Privately held business corporation	[] Joint venture
[] Sole proprietorship	Not-for-profit corporation
[] General partnership	(Is the not-for-profit corporation also a 501(c)(3))?
[] Limited partnership	[]Yes []No
[] Trust	[] Other (please specify)
v.	
2. For legal entities, the state (or foreign co	ountry) of incorporation or organization, if applicable:
DELAWARE	
3. For legal entities not organized in the St	ate of Illinois: Has the organization registered to do
business in the State of Illinois as a foreign ent	ity?
[] Yes [x] No	[] N/A
D TETTIE DIGGI ACING DARTY ICA I DO	A T. T.NIMYMY.
B. IF THE DISCLOSING PARTY IS A LEGA	ALENIIIY:
1. List below the full names and titles of al	Il avagnating officers and all dimentance of the autitus
	ll executive officers and all directors of the entity.
• • • • • • • • • • • • • • • • • • •	st below all members, if any, which are legal entities. If
	." For trusts, estates or other similar entities, list below
the legal titleholder(s).	north analis limited lightlitus administration limited lightlitus
·	partnership, limited liability company, limited liability
	e and title of each general partner, managing member,
	rols the day-to-day management of the Disclosing Party.
NOTE: Each legal entity listed below must sub	omit an EDS on its own benail.
Name	Title
JAMES J. BROWNE	Title MANAGING MEMBER
JONATHAN A. KUHN	MANAGING MEMBER
BRANDON J. HAYNES	MANAGING MEMBER

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture,

interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name	Business Address	Percentage Interest in the Disclosing Party
JAMES J. BROWNE, 811 CAM	IP HORNE RD, SUITE 100, PITTSBURG	GH, PA 15237 33 1/3%
JONATHAN A. KUHN, 811 C	AMP HORNE RD, SUITE 100, PITTSBU	JRGH, PA 15237 33 1/3%
BRANDON J. HAYNES, 811 C	CAMP HORNE RD, SUITE 100, PITTSB	URGH, PA 15237 33 1/3%

## SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

[] Yes [x] No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (I) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	r Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated.) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
		_	·
(Add sheets if necessar	y)	,	
			. \
[x] Check here if the Di	sclosing Party h	nas not retained, nor expects to retain	n, any such persons or entitie
SECTION V CERT	IFICATIONS		
A. COURT-ORDERE	D CHILD SUPI	PORT COMPLIANCE	
<del>-</del>		2-415, substantial owners of busines the their child support obligations the	
·	•	tly owns 10% or more of the Disclo ons by any Illinois court of compete	2 .
[] Yes [x]		No person directly or indirectly owns isclosing Party.	s 10% or more of the
If "Yes," has the person is the person in complia		court-approved agreement for paym greement?	ent of all support owed and
[]Yes []	No		
B. FURTHER CERTII	FICATIONS	• .	

1. Pursuant to Municipal Code Chapter 1-23, Article I ("Article I") (which the Applicant should consult for defined terms (e.g., "doing business") and legal requirements), if the Disclosing Party submitting this EDS is the Applicant and is doing business with the City, then the Disclosing Party certifies as follows: (i) neither the Applicant nor any controlling person is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any sister agency; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If Article I applies to the Applicant, the permanent compliance timeframe in Article I supersedes some five-year compliance timeframes in certifications 2 and 3 below.

- 2. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrnst statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in clause B.2.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 3. The certifications in subparts 3, 4 and 5 concern:
  - the Disclosing Party;
  - any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
  - any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor nor any Agents have, during the five years before the date this EDS is signed, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the five years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 4. Neither the Disclosing Party, Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 5. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 6. The Disclosing Party understands and shall comply with the applicable requirements of Chapters 2-55 (Legislative Inspector General), 2-56 (Inspector General) and 2-156 (Governmental Ethics) of the Municipal Code.

•	e Disclosing Party is unns), the Disclosing Part	•	ove statements	in this P	art B (Further
					,
<del></del>			 		
	·	· -	•		
		,	. ' ?		

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

- 1. The Disclosing Party certifies that the Disclosing Party (check one)
- [] is [x] is not
- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter							
•	2-32 of the Municipal Code, explain here (attach additional pages if necessary):						
2 32,01 mo mano	pur code, emp	Auth Horo (utta	on addition	au pugos ir	,	,	
			,			· · · · · · · · · · · · · · · · · · ·	·

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

### D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

[] Yes [x] No

NOTE: If you checked "Yes" to Item D.1., proceed to Items D.2. and D.3. If you checked "No" to Item D.1., proceed to Part E.

elected official or any other person of for taxes or assess "City Property Sal	employee shall have a financial inte or entity in the purchase of any prope ments, or (iii) is sold by virtue of leg	re bidding, or otherwise permitted, no City rest in his or her own name or in the name erty that (i) belongs to the City, or (ii) is so gal process at the suit of the City (collective en pursuant to the City's eminent domain paing of this Part D.	of ld ely,
Does the Matter in	nvolve a City Property Sale?		
[ ] Yes /	[x] No		
=	ked "Yes" to Item D.1., provide the yees having such interest and identif	names and business addresses of the City by the nature of such interest:	
Name	Business Address	Nature of Interest	
,-			
	:		
E. CERTIFICATI  Please check eidisclose below or comply with these	in an attachment to this EDS all info	A BUSINESS  g Party checks 2., the Disclosing Party mu  primation required by paragraph 2. Failure  any contract entered into with the City in	
the Disclosing Par from slavery or sl issued to slavehol	rty and any and all predecessor entiti aveholder insurance policies during	ing Party has searched any and all records ies regarding records of investments or prothe slavery era (including insurance policitage to or injury or death of their slaves), and	ofits es
Disclosing Party I policies. The Dis	nas found records of investments or party verifies that the follow	of conducting the search in step 1 above, the profits from slavery or slaveholder insuranting constitutes full disclosure of all such slaveholders described in those records:	
			<del>.</del>

#### SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

### A. CERTIFICATION REGARDING LOBBYING

Disclosing Party with respect to the Matter.)

I. List below the names of all persons or entities registered under the federal Lobbying					
Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with					
respect to the Matter: (Add sheets if necessary):					
	· .				
		I			
			·		
(If no explanation appears or begins on the lines at	oove, or if th	e letters "NA"	or if the word "	None"	
appear, it will be conclusively presumed that the D	isclosing Pa	rty means that 1	NO persons or	entities	
registered under the Lobbying Disclosure Act of 19	995 have rna	de lobbying co	ntacts on behal	f of the	

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.I. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.
- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

## B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing I	Party the Applicant?	
[] Yes	[ ] No	
If "Yes," answer t	he three questions below:	
	eveloped and do you have s? (See 41 CFR Part 60-2.)	on file affirmative action programs pursuant to applicabl
[]Yes	[] No	
Contract Complian	· · · · · · · · · · · · · · · · · · ·	ng Committee, the Director of the Office of Federal Employment Opportunity Commission all reports due
	articipated in any previous	s contracts or subcontracts subject to the
, <del></del>		ve, please provide an explanation:

## SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N.

Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any atrachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to Article I of Chapter 1-23 of the Municipal Code (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by Chapter 1-23 and Section 2-154-020 of the Municipal Code.

The Disclosing Party represents and warrants that:

- F.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its Affiliated Entities delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- F.2 If the Disclosing Party is the Applicant, the Disclosing Party and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility heted by the U.S. E.P.A. on the federal Excluded Parties List System ("EPLS") maintained by the U.S. General Services Administration.
- F.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in F.1. and F.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in F.1., F.2. or F.3. above, an explanatory statement must be attached to this EDS.

## **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS and Appendix A (if applicable) on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS and Appendix A (if applicable) are true, accurate and complete as of the date furnished to the City.

BROWNE, HAYNES, KUHN, LLC, A DELAWARE LIMITED LIABILITY COMPANY
(Print or type name of Disclosing Party)
Ву:
(Sign Kerd) V
JONGTHAN A. KUHN
(Print or type name of person signing)
MANAGING MEMBER
(Print or type title of person signing)
<b>,</b>
Signed and swom to before me on (date) Sune 3,2011
at Allgheny County, Pennsylvania (state).
Rower Winherg Notary Public.
Commission expires: Mourch 23, 2015.

COMMONWEALTH OF PENNSYLVANIA

Notartal Seal

Lauren Winberg, Notary Public
Chio Typ., Allegheny County
My Commission Expires March 23, 2015

MRED. BENNSY VANTA ASSOCIATION OF WOTARM

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT APPENDIX A

## FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

[ ] Yes	[x]	No	٠			
If yes, please identi such person is coumect	ted; (3) the name a	nd title of the	e elected city	official or de	partment head	
person has a familial r	elationship, and (4	) the precise	nature of suc	h familial re	lationship.	
			٠	- :		
					•	

APPROVED

Style L. Latter

CORPORATION COUNSEL

APPROVED

Mayor SEP

7/12/11

Mayor SEP