

CERTIFICATE OF COMPLETION OF CONSTRUCTION

PURSUANT TO Section 7.01 of the CNA Financial Corporation and Continental Assurance Company Redevelopment Agreement (the "Agreement") dated as of November 2, 2006, recorded on November 2, 2006 as document number 0630617051 in the office of the Cook County Recorder of Deeds and subsequent amendment dated December 1, 2008 (the "Agreement") by and between the City of Chicago, an Illinois municipal corporation (the "City") and CNA Financial Corporation and Continental Assurance Company (the "Developer") by and through its Department of Planning and Development hereby certifies as follows:

1. Completion of the Project. The Developer has fulfilled its obligation to complete the Project (as defined in the Agreement) located on the property legally described on Exhibit A hereto, in accordance with the terms of the Agreement.

2. Other provisions of the Agreement; no waiver. Except with respect to the terms of the Agreement specifically related to the Developer's obligation to complete the Project, which the City hereby certifies have been satisfied: (a) all executory terms and conditions of the Agreement and all representations and covenants contained therein remain in force and effect; and (b) the issuance of this certificate shall not be construed as a waiver by the City of any of its rights and remedies pursuant to such executory terms.

IN WITNESS WHEREOF, the City has caused this Certificate of Completion to be executed this 5th day of December, 2008.

CITY OF CHICAGO

By: 

Jeff Struder
Deputy Commissioner
Department of Planning and Development

STATE OF ILLINOIS)
) ss
COUNTY OF COOK)

I, Yolanda Quesada, a notary public in and for the said County, in the State aforesaid, DO HEREBY CERTIFY that Jeff Streder, personally known to me to be a Deputy Commissioner of the Department of Planning and Development of the City of Chicago (the "City"), and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed, and delivered said instrument pursuant to the authority given to him by the City, as his free and voluntary act and as the free and voluntary act of the City, for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 5 day of Dec., 2008.

Yolanda Quesada
Notary Public

My Commission Expires Aug. 17, 2009

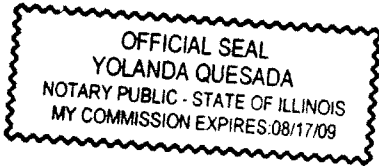


EXHIBIT A
To Certificate of Completion dated December 5, 2008

Legal Description of the Project
as defined in the CNA Financial Corporation and Continental Assurance Company
Redevelopment Agreement

SEE LEGAL DESCRIPTION ATTACHED HERETO AND MADE A PART HEREOF

PROPERTY

Legal Description of Land Underlying CNA Center (333 S. Wabash Ave.)

PARCEL 1:

LOT 6 (EXCEPT THE EAST 9.0 FEET THEREOF TAKEN AND USED AS A PUBLIC ALLEY) IN BLOCK 8 OF FRACTIONAL SECTION 15, SURVEYED AND SUBDIVIDED BY THE BOARD OF CANAL COMMISSIONERS PURSUANT TO LAW IN THE MONTH OF APRIL, YEAR OF 1836, RECORDED JUNE 18, 1836, ANTE FIRE, AND RE-RECORDED SEPTEMBER 24, 1877 AS DOCUMENT NUMBER 151609, TOGETHER WITH LOTS 1 THROUGH 5 INCLUSIVE AND THE 10 FOOT VACATED PUBLIC ALLEY IN AVERELL AND GILES SUBDIVISION OF LOTS 7 AND 10 IN BLOCK 8 OF FRACTIONAL SECTION 15 ADDITION TO CHICAGO IN SECTION 15, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN IN COOK COUNTY, ILLINOIS.

PARCEL 2:

EASEMENTS FOR THE BENEFIT OF PARCEL 1 CREATED BY EASEMENT AGREEMENT DATED MAY 14, 2003 AND RECORDED MAY 20, 2003 AS DOCUMENT NUMBER 0314042017 MADE BY 55 E. JACKSON LLC TO CONTINENTAL ASSURANCE COMPANY OVER PORTIONS OF LOTS 1 TO 8, INCLUSIVE, IN ASSESSOR'S DIVISION OF LOTS 2 AND 3 OF BLOCK 8 IN THE NORTHWEST 1/4 OF FRACTIONAL SECTION 15, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN IN COOK COUNTY, ILLINOIS, AS DESCRIBED THEREIN.

PARCEL 3:

EASEMENTS FOR THE BENEFIT OF PARCEL 1 CREATED BY UNDERGROUND PARKING GARAGE CROSS EASEMENT AGREEMENT DATED MAY 14, 2003 AND RECORDED MAY 20, 2003 AS DOCUMENT NUMBER 0314042019 MADE BY 55 E. JACKSON LLC TO CONTINENTAL ASSURANCE COMPANY OVER PORTIONS OF LOTS 1 TO 8, INCLUSIVE, IN ASSESSOR'S DIVISION OF LOTS 2 AND 3 OF BLOCK 8 IN THE NORTHWEST 1/4 OF FRACTIONAL SECTION 15, TOWNSHIP 39 NORTH, RANGE 14 EAST OF THE THIRD PRINCIPAL MERIDIAN IN COOK COUNTY, ILLINOIS, AS DESCRIBED THEREIN.