NYSCEF DOC. NO. 2

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EXECUTION VERSION

LIMITED LIABILITY COMPANY AGREEMENT BROOKVIEW LLC

This Limited Liability Company Agreement (together with the schedules attached hereto, **BROOKVIEW LLC**, a Delaware limited liability company (the this "Agreement") of "Company"), is entered into by A BROOKVIEW MEZZANINE LLC, a Delaware limited liability company, as the sole equity member (the "Member"), and Jennifer A. Schwartz and Ricardo Beausoleil, each as an Independent Manager and Special Member (each as defined on Schedule A hereto). Capitalized terms used and not otherwise defined herein have the meanings set forth on Schedule A hereto and if not defined on Schedule A or elsewhere in this Agreement then they shall have the meanings set forth in the Loan Agreement.

RECITALS:

WHEREAS, the Company was formed as a limited liability company pursuant to and in accordance with the Delaware Limited Liability Company Act (6 Del. C. § 18-101 et seq.), as amended from time to time (the "Act"), by the filing of a Certificate of Formation dated April 25, 2017, with the Secretary of State of the State of Delaware.

NOW, THEREFORE, in consideration of the premises, agreement and obligations set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Member, Jennifer A. Schwartz and Ricardo Beausoleil, hereby agree that the Existing Operating Agreement is hereby amended and restated in its entirety as follows:

Section 1. Name.

The name of the limited liability company is Atlas Brookview LLC.

Section 2. Principal Business Office.

The principal business office of the Company shall be located at 55 E Monroe, Suite 3610, Chicago, IL 60603 or such other location as may hereafter be determined by the Member.

Section 3. Registered Office.

The address of the registered office of the Company in the State of Delaware is c/o Universal Registered Agents, Inc., 12 Timber Creek Lane, Newark, DE 19711 (New Castle County).

Section 4. Registered Agent.

The name and address of the registered agent of the Company for service of process on the Company in the State of Delaware are Universal Registered Agents, Inc., 12 Timber Creek Lane, Newark, DE 19711 (New Castle County).

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