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Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
05/31/2011 10:17:51.00



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LOAN # 63553
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ASSIGNMENT OF DEED OF TRUST AND OTHER RECORDED DOCUMENTS

KNOW ALL MEN BY THESE PRESENTS, that the undersigned FEDERAL DEPOSIT INSURANCE CORPORATION, as Receiver for Hillcrest Bank, having an office at 1601 Bryan Street, Dallas, Texas 75201 ("Assignor"), for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, has sold, assigned and transferred, and does hereby sell, assign and transfer, without recourse, representation or warranty, express or implied, by Assignor in its corporate capacity or as Receiver, to HILLCREST BANK, NATIONAL ASSOCIATION, having an address at 11111 West 95th Street, Overland Park, Kansas 66214 ("Assignee"), all of Assignor's right, title and interest in, to and under those recorded documents identified on Exhibit A attached hereto and made a part hereof, relating to the real property described on Exhibit B attached hereto and made a part hereof, together with the promissory note evidencing the indebtedness secured by such recorded documents.

IN WITNESS WHEREOF, pursuant to that certain Limited Power of Attorney dated November 4, 2010, a copy of which is attached hereto as Exhibit C, this Assignment of Deed of Trust and Other Recorded Documents has been executed by Assignor as of April 18, 2011, but fully effective as of October 22, 2010.

FEDERAL DEPOSIT INSURANCE CORPORATION,
as Receiver of Hillcrest Bank

By: Freida Powers
Freida Powers, Attorney-in-Fact

STATE OF Missouri)

) ss.

COUNTY OF JACKSON)

On this 18th day of April, 2011, before me, the undersigned notary public, duly commissioned and qualified for and in said county, personally came FREIDA POWERS, the Attorney-in-Fact for the FEDERAL DEPOSIT INSURANCE CORPORATION, as Receiver of Hillcrest Bank, pursuant to that certain Limited Power of Attorney dated November 4, 2010, known to be the identical person whose name is subscribed to the foregoing instrument and acknowledged the execution thereof to be his/her voluntary act and deed and the voluntary act and deed of said receiver.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in JACKSON County the day and year last written above.

Cynthia L. Helton
Notary Public

My Commission Expires:

10/23/12

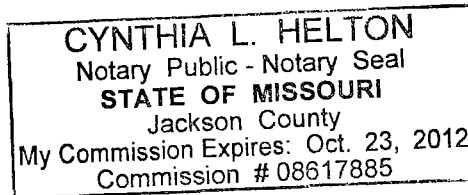


EXHIBIT A

RECORDED DOCUMENTS

1. Deed of Trust, Security Agreement, Assignment of Rents and Fixture Filing recorded May 8, 2006 as Document No. 2006051235 in the Office of the Register of Deeds of Douglas County, Nebraska.

2. Assignment of Leases and Rents recorded May 8, 2006 as Document No. 2006051236 in the Office of the Register of Deeds of Douglas County, Nebraska.

3. UCC-1 Financing Statement Fixture Filing recorded May 8, 2006 as Document No. 2006051237 in the Office of the Register of Deeds of Douglas County, Nebraska.

EXHIBIT B

LEGAL DESCRIPTION

Parcel 1: **43-03460**

Lots 5 and 6, Block 9, in Bensonvale Acres, an Addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska, EXCEPT that part more particularly described as follows:

Beginning at the Southeast corner of said Lot 5; thence West along the South line of Lots 5 and 6, a distance of 272.0 feet; thence North along the West line of said Lot 6, a distance of 8.0 feet; thence Southeasterly a distance of 2.0 feet to a point 7.0 feet North and 1/5 feet East of the Southwest corner of said Lot 6; thence East along a line parallel to the South line of said Lots 5 and 6, a distance of 261.0 feet to a point 7.0 feet North and 9.5 feet West of the Southeast corner of said Lot 5; thence Northeasterly a distance of 19.5 feet to a point on the East line of said Lot 5, said point being 24.0 feet North of the Southeast corner of said Lot 5; thence South along the East line of said Lot 5, a distance of 24.0 feet to the point of beginning; EXCEPT the South 10 feet of the North 93 feet of said Lots 5 and 6 abutting Ames Avenue, which has been dedicated to the City of Omaha;

AND **43-03460**

The South 1/2 of Lot 7 in Block 9, in Bensonvale Acres, an Addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska.

Parcel 2: **15-18780**

Lots 11 and 12, in Block 6, in Jerome Park, an Addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska.

EXHIBIT C

LIMITED POWER OF ATTORNEY

See the copy attached hereto.



LIMITED POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the FEDERAL DEPOSIT INSURANCE CORPORATION, a corporation organized and existing under an Act of Congress, hereafter called the "FDIC", hereby designates the individual(s) of Hillcrest Bank, National Association, set out below (the "Attorney(s)-in-Fact") for the sole purpose of executing the documents outlined below:

G. Timothy Laney, employee of Hillcrest Bank, National Association
James B. Fitzgerald, employee of Hillcrest Bank, National Association
Thomas M. Metzger, employee of Hillcrest Bank, National Association
Donald Gaiter, employee of Hillcrest Bank, National Association
Kathryn M. Hinderhofer, employee of Hillcrest Bank, National Association
Michael D. Balsbaugh, employee of Hillcrest Bank, National Association
Tim Gervy, employee of Hillcrest Bank, National Association
Freida Powers, employee of Hillcrest Bank, National Association
Patricia Humphreys, employee of Hillcrest Bank, National Association

WHEREAS, the undersigned has full authority to execute this instrument on behalf of the FDIC under applicable Resolutions of the FDIC's Board of Directors and redelegations thereof.

NOW THEREFORE, the FDIC grants to the above-named Attorney(s)-in-Fact the authority, subject to the limitations herein, as follows:

1. To execute, acknowledge, seal and deliver on behalf of the FDIC as receiver of Hillcrest Bank, ("Receiver") all instruments of transfer and conveyance, including but not limited to deeds, assignments, satisfactions, and transfers, appropriately completed, with all ordinary or necessary endorsements, acknowledgments, affidavits and supporting documents as may be necessary or appropriate to evidence the sale and transfer of any asset of Hillcrest Bank including all loans formerly held by Hillcrest Bank to Hillcrest Bank, National Association, pursuant to that certain Purchase and Assumption Agreement, dated as of October 22, 2010 between Receiver, and Hillcrest Bank, National Association.

2. Regarding indebtedness previously owned by the former Hillcrest Bank that had been paid off or otherwise satisfied prior to bank failure, authority is granted to the Attorney(s)-in-Fact to execute, acknowledge, seal and deliver on behalf of the Receiver any and all lien releases that may be necessary for the completion of the documentation obligations of the former Hillcrest Bank, in connection with such paid-off loans or other debt obligations. All lien releases and related documents prepared in connection with this Limited Power of Attorney shall be appropriately completed with all ordinary or necessary endorsements, acknowledgments, affidavits and supporting documents as may be necessary or appropriate to evidence the release of the collateral and satisfaction of the debt.

Attorneys-in-Fact shall undertake to complete all appropriate due diligence necessary to verify the full and final payment and satisfaction of all indebtedness secured by the collateral being released.

The form which the Attorney(s)-in-Fact shall use for endorsing promissory notes or preparing allonges to promissory notes is as follows:

Pay to the order of

Without Recourse

FEDERAL DEPOSIT INSURANCE CORPORATION
as Receiver of Hillcrest Bank

By: _____

Name: _____

Title: Attorney-in-Fact

All other documents of assignment, conveyance, or transfer shall contain this sentence: "This assignment is made without recourse, representation or warranty, express or implied, by the FDIC in its corporate capacity or as Receiver."

3. FDIC further grants to each Attorney-in-Fact full power and authority to do and perform all acts necessary to carry into effect the powers granted by this Limited Power of Attorney as fully as FDIC might or could do with the same validity if all and every such act had been herein particularly stated, expressed, and especially provided for.

This Limited Power of Attorney shall be effective from October 22, 2010, and shall continue in full force and effect through October 31, 2012, unless otherwise terminated by an official of the FDIC authorized to do so by the Board of Directors ("Revocation"). At such time this Limited Power of Attorney will be automatically revoked. Any third party may rely upon this document as the named individual(s)' authority to continue to exercise the powers herein granted, unless a Revocation has been recorded in the public records of the jurisdiction where this Limited Power of Attorney has been recorded, or unless a third party has received actual notice of a Revocation.

IN WITNESS WHEREOF, the FDIC, by its duly authorized officer empowered by appropriate resolution of its Board of Directors, has caused these presents to be subscribed in its name this 4th day of November, 2010.

FEDERAL DEPOSIT INSURANCE CORPORATION

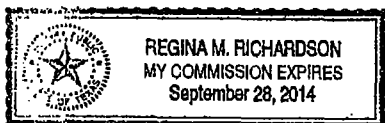
By: Bettye Holston-Okae
Name: Bettye Holston-Okae
Title: Resolutions and Closings Manager
Dallas Regional Office

Signed in the presence of:

Cassandra Veasley
Witness
Name: Cassandra Veasley
Beverly Waddy
Witness
Name: Beverly Waddy

STATE OF TEXAS
COUNTY OF DALLAS

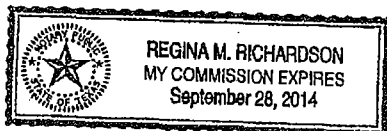
On this 4th day of November, 2010, before me, a Notary Public in and for the State of Texas appeared Bettye Holston-Okae, to me personally known, who, being by me first duly sworn did depose that she is Resolutions and Closings Manager, Dallas Regional Office of the Federal Deposit Insurance Corporation (the "Corporation"), in whose name the foregoing Limited Power of Attorney was executed and subscribed, and the said Limited Power of Attorney was executed and subscribed on behalf of the said Corporation by due authority of the Corporation's Board of Directors, and the said Bettye Holston-Okae, acknowledged the said Limited Power of Attorney to be the free act and deed of said Corporation.



Regina M. Richardson
Notary Public
My Commission expires: 9-28-2014

STATE OF TEXAS
COUNTY OF DALLAS

On this 4th day of November, 2010, before me, a Notary Public in and for the State of Texas appeared Cassandra Veasley (witness #1) and Beverly Waddy (witness #2), to me personally known to be the persons whose names are subscribed as witness to the foregoing instrument Bettye Holston-Okae, Resolutions and Closings Manager, Dallas Regional Office of the Federal Deposit Insurance Corporation, the person who executed the foregoing instrument, subscribe the same, and that they had signed the same as a witness at the request of the person who executed the same.



Regina M. Richardson
Notary Public
My Commission expires: 9-28-2014