

93-17166

ASSIGNMENT

FOR VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, and pursuant to the Purchase and Assumption Agreement dated October 21, 1992, as amended, between Tri-County Bank & Trust; FirstTier Bank, N.A., Omaha; Southroads Capital Co.; and the Estate of John H. Becker, Deceased; Tri-County Bank & Trust Co., a Nebraska state banking corporation, formerly known as The Southroads Bank, hereby assigns to FirstTier Bank, N.A., Omaha, a national banking association, all of its right, title and interest in that certain Ground Lease, and all amendments, addenda, supplements and modifications thereto, dated October 12, 1981, between Alan Baer, as lessor, and Southroads Bank, as lessee, pertaining to the real property described on Exhibit "A" attached hereto, commonly known as 1001 Fort Crook North, Bellevue, Nebraska.

Dated this 14th day of January 1993.

TRI-COUNTY BANK & TRUST, a
Nebraska banking corporation

By: [Signature]
Its: _____

ASSUMPTION

IN CONSIDERATION of the above assignment, and the written consent of Southroads Mall Limited Partnership, a Nebraska limited partnership to such assignment, FirstTier Bank, N.A., Omaha, a national banking association, hereby assumes and agrees to make all rental and other payments and charges becoming due after the date hereof under the Ground Lease identified in the foregoing assignment and perform timely each and all of the covenants and conditions required under such Ground Lease.

Dated this 14th day of January 1993.

FIRSTIER BANK, N.A., OMAHA, a
national banking association

By: [Signature]
Its: V.P.

Proof	W
D.E.	W
Verify	L
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Checked	
Fee \$	26.00

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Carol A. Davis
REGISTER OF DEEDS

017166 ✓

ATT
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CONSENT TO ASSIGNMENT BY LESSOR

Southroads Mall Limited Partnership, a Nebraska limited partnership hereby consents to the foregoing assignment.

Dated this 14th day of January 1993.

Southroads Mall Limited Partnership, a Nebraska Limited Partnership ("Lessor")

By: Southroads Mall, Inc.
A Minnesota Corporation
Its: General Partner

By: Dennis J. [Signature]
Its Vice President

By: _____
Its Receiver

ACKNOWLEDGEMENT

STATE OF NEBRASKA)
) ss
COUNTY OF SARPY)

The foregoing instrument was acknowledged before me this 15th day of JANUARY, 1993, by DIANE FORTENBURY of Tri-County Bank & Trust, a Nebraska banking corporation, on behalf of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

My Commission Expires:
8-30-94

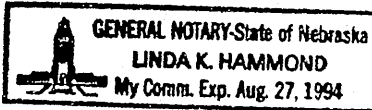
Linda Lang
Notary Public
GENERAL NOTARY-STATE of Nebraska
LINDA LANG
My Comm. Exp. Aug. 30, 1994

ACKNOWLEDGEMENT

STATE OF NEBRASKA)
) ss
COUNTY OF Douglas)

The foregoing instrument was acknowledged before me this 15 day of January, 1993, by Aaron C. Hilkemann, Vice Pres. of First Tier Bank, N.A., Omaha, a national banking association, on behalf of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Linda K. Hammond
Notary Public

My Commission Expires:

Aug 27, 1994

ACKNOWLEDGEMENT

STATE OF Minnesota)
) ss
COUNTY OF Dakota)

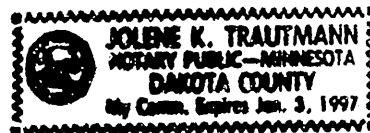
The foregoing instrument was acknowledged before me this 14th day of JANUARY, 1993, by Dennis M. Govednik, the vice president of Southroads Mall, Inc., a Minnesota corporation, as general partner on behalf of Southroads Mall Limited Partnership, a Nebraska limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Jolene K. Trautmann
Notary Public

My Commission Expires:

1-3-97



93-17166C

ACKNOWLEDGEMENT

STATE OF _____ }
COUNTY OF _____ } ss.

The foregoing instrument was acknowledged before me
this ____ day of _____, 1993 by _____
as Receiver for Southroads Mall Limited Partnership, a limited
partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal.

My Commission Expires: _____

Notary Public

o0105b

LEGAL DESCRIPTION

LEASEHOLD ESTATE INTEREST CREATED BY THAT CERTAIN GROUND LEASE DATED OCTOBER 12, 1981, BY AND BETWEEN ALAN BAER, AS LESSOR, AND THE SOUTHWEST BANK, A NEBRASKA STATE BANKING CORPORATION, AS LESSEE, A MEMORANDUM OF WHICH WAS FILED OCTOBER 28, 1981 IN BOOK 54 AT PAGE 716, BUT EXCLUDING LESSOR'S INTEREST THEREIN, IN AND TO THE FOLLOWING DESCRIBED PROPERTY:

A TRACT OF LAND IN TAX LOT L IN THE SOUTHWEST QUARTER OF SECTION 14, TOWNSHIP 14 NORTH, RANGE 13 EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHWEST CORNER OF SAID TAX LOT L WHICH IS THE INTERSECTION OF THE EASTERLY R.O.W. LINE OF U.S. HIGHWAY NO. 73 & 75 WITH THE SOUTHERLY R.O.W. LINE OF BREWSTER ROAD, THENCE, NORTH 73 DEGREES 25 MINUTES 50 SECONDS EAST ALONG THE SAID SOUTHERLY R.O.W. LINE OF BREWSTER ROAD FOR A DISTANCE OF 75.91 FEET TO A POINT; THENCE SOUTH 16 DEGREES 40 MINUTES 37 SECONDS EAST FOR A DISTANCE OF 98.91 FEET TO A POINT; THENCE NORTH 73 DEGREES 19 MINUTES 23 SECONDS EAST FOR A DISTANCE OF 84.30 FEET TO A POINT; THENCE SOUTH 16 DEGREES 40 MINUTES 37 SECONDS EAST FOR A DISTANCE OF 147.57 FEET TO A POINT; THENCE SOUTH 73 DEGREES 19 MINUTES 23 SECONDS WEST FOR A DISTANCE OF 134.10 FEET TO A POINT ON THE SAID EASTERLY R.O.W. LINE OF U.S. HIGHWAY NO. 73 & 75; THENCE 248.07 FEET IN A NORTHWESTERLY DIRECTION ALONG THE SAID R.O.W. LINE OF U.S. HIGHWAY NO. 73 & 75 WHICH IS THE ARC OF A CIRCULAR CURVE TO THE LEFT HAVING A RADIUS OF 2,914.9 FEET AND A CHORD, THE LENGTH AND BEARING OF WHICH ARE 248.00 FEET AND NORTH 22 DEGREES 43 MINUTES 16 SECONDS WEST RESPECTIVELY, TO THE POINT OF BEGINNING. (FOR THIS DESCRIPTION, USED THE RECORDED BEARING OF NORTH 73 DEGREES 25 MINUTES 50 SECONDS EAST FOR THE SOUTHERLY R.O.W. LINE OF BREWSTER ROAD.)