

RE: Ground Lease dated October 12, 1981 between Alan Baer, as lessor, and Southroads Bank, as lessee, together with all amendments, addenda, supplements and modifications thereto respecting the real estate described on Exhibit "A" attached hereto and commonly known as 1001 Fort Crook North, Bellevue, Nebraska

ASSUMPTION OF GROUND LEASE

FirstTier Bank, N.A., Omaha, a national banking association ("FirstTier"), as assignee of the Ground Lease, hereby assumes and agrees to make all rental and other payments and charges becoming due after the date hereof under the Ground Lease and to observe and perform timely each and all of the terms, provisions, covenants and conditions set forth in the Ground Lease and in, and subject to, that certain letter agreement entered into between FirstTier, Lund Company, Receiver, and Southroads Mall Limited Partnership contemporaneously herewith. The within assumption has been executed and delivered to Lund Company, Receiver, in consideration of its consent to the assignment of the Ground Lease to FirstTier and FirstTier hereby acknowledges the reliance of Lund Company, Receiver, hereon.

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

DATED: January 15, 1993

By Alan Chish
Title: V.P.

CONSENT TO ASSIGNMENT

Lund Company, Receiver, hereby consents to the assignment of the Ground Lease to FirstTier; provided, the within consent is executed and delivered without any representation or warranty (either express or implied) whatsoever as to or respecting the Ground Lease, including without limitation, the existence or nonexistence of any default or event of default thereunder and provided further, the within consent shall not: (a) modify or amend the Ground Lease, (b) release or discharge the assignor of the Ground Lease, (c) waive or otherwise affect the rights and remedies of the undersigned, or (d) constitute, or be deemed or construed as, a consent to any further assignment of the Ground Lease by FirstTier.

LUND COMPANY, Receiver

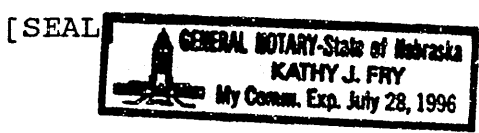
DATED: January 15, 1993

By [Signature]
Title: President

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 15th day of January, 1993, before me, a notary public in and for said county and state, personally came Aaron C. Hillemann, Vice President of FIRSTIER BANK, N.A., OMAHA, a national banking association, known to me to be the identical person who signed the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed and the voluntary act and deed of said banking association.

WITNESS my hand and notarial seal at Omaha, in said county and state, the day and year last above written.

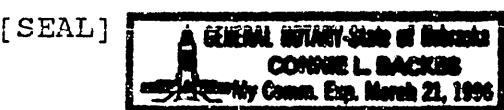


Kathy J. Fry
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 15th day of January, 1993, before me, a notary public in and for said county and state, personally came John F. Lund, President of LUND COMPANY, Receiver, known to me to be the identical person who signed the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed and the voluntary act and deed of said corporation.

WITNESS my hand and notarial seal at Omaha, in said county and state, the day and year last above written.



Connie L. Backes
Notary Public

RWR:ces

INSTRUMENT NUMBER
93-017167

93 JUL 21 AM 10:02

Carol A. Davis
REGISTER OF DEEDS

Proof	<u>✓</u>
D.E.	<u>✓</u>
Verify	<u>✓</u>
Filmed	_____
Checked	_____
Fee \$	<u>16.00</u>

LEGAL DESCRIPTION

LEASEHOLD ESTATE INTEREST CREATED BY THAT CERTAIN GROUND LEASE DATED OCTOBER 12, 1981, BY AND BETWEEN ALAN BAER, AS LESSOR, AND THE SOUTHRoadS 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.)