




MISC 2007140759



DEC 26 2007 10:18 P 7

*Misc* 63-23780  
 FEE 3850 FB 01-60000  
 BKP 4-15-12 C/O \_\_\_\_\_ COMP \_\_\_\_\_  
 DEL \_\_\_\_\_ SCAN \_\_\_\_\_ FV \_\_\_\_\_  
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Received - DIANE L. BATTIATO  
 Register of Deeds, Douglas County, NE  
 12/26/2007 10:18:31.55  
  
 2007140759

**GERMAN AMERICAN CAPITAL CORPORATION**, a Maryland corporation, with  
 an address at 60 Wall Street, 10<sup>th</sup> Floor, New York, New York 10005, as assignor  
 (“Assignor”)

to

**FANNIE MAE**, duly organized and existing under the Federal National Mortgage  
 Association Charter Act, 12 U.S.C. § 1716 et seq., as amended from time to time, with an  
 address at 3900 Wisconsin Avenue N.W., Washington, D.C. 20016, Mail Stop 11H-807,  
 as assignee (“Assignee”)

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**ASSIGNMENT OF SECURITY AGREEMENTS**

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Dated: December 7, 2007

Location: Omaha, Nebraska

Parcel Number: 2742-0005-01

Town: Omaha

County: Douglas

State: Nebraska

DOCUMENT PREPARED BY AND WHEN RECORDED, RETURN TO:

Cadwalader, Wickersham & Taft LLP  
 227 West Trade Street, Suite 2400  
 Charlotte, North Carolina 28202  
 Attention: Jeffrey J. Lee, Esq.



## ASSIGNMENT OF SECURITY AGREEMENTS

WHEREAS, **GERMAN AMERICAN CAPITAL CORPORATION**, a Maryland corporation ("**Assignor**"), is the legal and equitable owner and holder of that certain Multifamily Promissory Note, dated as of April 3, 2007, made by 10100 Grand Plaza Omaha LLC, an Iowa limited liability company, having an address at c/o BH Equities, L.L.C., 400 Locust Street, Suite 790, Des Moines, Iowa 50309 (the "**Borrower**"), in the principal amount of \$7,155,000.00 (the "**Note**"), which Note is secured by the mortgage described on Schedule 1 attached hereto and by this reference made a part hereof, (the "**Mortgage**"), recorded on **April 9, 2007** in the county of Douglas (the "**Clerk's Office**"), and by an Assignment of Leases and Rents executed by the Borrower and recorded in the Clerk's Office on **April 9, 2007** in the county of Douglas, dated as of even date with the Note (the "**ALR**", and together with the Mortgage, collectively the "**Security Instrument**"); and

WHEREAS, Assignor has endorsed the Note to FANNIE MAE ("**Assignee**") and the parties desire that the Security Instrument be assigned to Assignee.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, grant, transfer, set over and convey to Assignee, its successors and assigns, the Security Instrument, which encumbers certain improved real property (the "**Mortgaged Property**") as more particularly described on Exhibit A annexed hereto and made a part hereof; and

Together with the Note and other obligations described in said Security Instrument and secured thereby and all of Assignor's right, title, and interest therein. To have and to hold the same unto the Assignee, its successors and assigns, forever.

This assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

This Assignment shall be governed by and construed in accordance with the laws of the State of Nebraska.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned has executed and delivered  
this instrument as of the 1 day of December, 2007.

**GERMAN AMERICAN CAPITAL  
CORPORATION**, a Maryland corporation

By: 

Name: ERIC DRAEGER

Title: V.P.

By: 

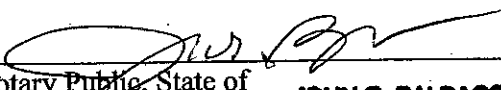
Name: STEPHAN GRAWEPLUS

Title: V.P.

ACKNOWLEDGMENT

STATE OF New York )  
COUNTY OF New York )

The foregoing instrument was acknowledged before me on December 11, 2007, by Eric Draeger, the Vice President, of GERMAN AMERICAN CAPITAL CORPORATION, a Maryland corporation, on behalf of the corporation.

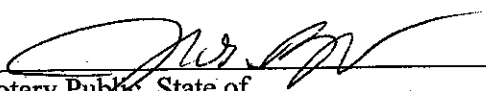
  
Notary Public, State of \_\_\_\_\_ **JOHN G. BALDACCHINO**  
**NOTARY PUBLIC, STATE OF NEW YORK**  
My Commission Expires: NO. 01BA6096562  
**QUALIFIED IN NASSAU COUNTY**  
**MY COMMISSION EXPIRES JULY 28, 2011**

ACKNOWLEDGMENT

STATE OF New York )  
COUNTY OF New York )

**NOTARIAL SEAL  
REGISTER OF DEEDS**

The foregoing instrument was acknowledged before me on December 11, 2007, by Stephan Gianopoulos, the Vice President, of GERMAN AMERICAN CAPITAL CORPORATION, a Maryland corporation, on behalf of the corporation.

  
Notary Public, State of \_\_\_\_\_ **JOHN G. BALDACCHINO**  
My Commission Expires: **NOTARY PUBLIC, STATE OF NEW YORK**  
**NO. 01BA6096562**  
**QUALIFIED IN NASSAU COUNTY**  
**MY COMMISSION EXPIRES JULY 28, 2011**

**NOTARIAL SEAL  
REGISTER OF DEEDS**

## Schedule 1

A Multifamily Deed of Trust and Security Agreement, together with any and all addenda, riders, exhibits, supplements, amendments, schedules and attachments thereto (the "Mortgage") among 10100 GRAND PLAZA OMAHA LLC, an Iowa limited liability company (the "Borrower"), for the benefit of DEUTSCHE BANK BERKSHIRE MORTGAGE, INC., a Delaware corporation, (the "Original Lender"), dated April 3, 2007, and recorded on the 9<sup>th</sup> day of April, 2007 as Document Number 2007039469 among the records of the Office of the Recorder for Douglas County, Nebraska.

An Assignment of Leases and Rents, together with any and all addenda, riders, exhibits, supplements, amendments, schedules and attachments thereto (the ("ALR")) among 10100 GRAND PLAZA OMAHA LLC, an Iowa limited liability company (the "Borrower"), for the benefit of DEUTSCHE BANK BERKSHIRE MORTGAGE, INC., a Delaware corporation, (the "Original Lender"), dated April 3, 2007, and recorded on the 9<sup>th</sup> day of April, 2007 as Document Number 2007039470 among the records of the Office of the Recorder for Douglas County, Nebraska.

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**EXHIBIT A**

**Legal Description**

Exhibit "A"

NWNE  
SWNE

Part of the NE 1/4 of Section 4, Township 15 North, Range 12 East of the 6th P.M., Douglas County, Nebraska, and Lots 1 through 6, inclusive, Block 39, Maple Village, an addition to the City of Omaha, as surveyed, platted and recorded in Book 1247, Page 227 and vacated Grand Avenue, Saratoga Street and Redman Avenue, all more particularly described as follows: Beginning at a point which is South 175.0 feet and S 89°40'W, 175.0 feet from the Northeast corner of the SW 1/4 of the NE 1/4 of said Section 4, thence S 89°40'W 728.75 feet to a point on the East R.O.W. Line of Interstate Highway No. 680; thence N 1°46'30"E on the East R.O.W. Line of Interstate Highway No. 680, 443.40 feet; thence N 20°03'42"E on the Easterly R.O.W. Line of Interstate Highway No. 680, 333.17 feet; thence N 89°40'E, 499.45 feet; thence S 0°20'E, 125.00 feet; thence N 89°40'E, 93.00 feet to the Southeast corner of Lot 7, Block 39, Maple Village; thence Southerly on a curve to the right (radius being 1495.71 feet, chord bearing S 1°26'02"E) . An arc distance of 74.86 feet; thence South on the East line of Lots 1 through 6, inclusive, Block 39, Maple Village, 505.17 feet; thence S 5°42'50"E, 50.22 feet to the point of beginning.