| COUNTER PM                             |
|--|
| VERIFY <u>PM</u>                       |
| FEES \$ 20.50                          |
| CHG SFILE                              |
| SUBMITTED _FIRST AMERICAN TITLE - OMAH |

FILED SARPY CO. NE. INSTRUMENT NUMBER
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REGISTER OF DEEDS

### SUBORDINATION AGREEMENT

THIS AGREEMENT by and between MUY MUCHO GROUP LP, a Texas limited partnership ("Sub-Sublessor") and MMG NEBRASKA F&B INC., a Nebraska corporation ("Sub-Sublessee") this 17 day of February, 2011.

### WITNESSETH:

- 1. Sub-Sublessor has entered into that certain Sub-Sublease (the "Sub-Sublease") effective as of December 10, 2009, with Sub-Sublessee for that certain real property described on Exhibit A, attached hereto.
- 2. Regions Financial Corporation, a national banking association ("<u>Administrative Agent</u>"), as agent for itself and the other lenders (collectively, "<u>Lenders</u>") from time to time party to a certain Credit Agreement dated December 29, 2009, entered into with Sub-Sublessor and certain of its affiliates, as may be amended from time to time (the "<u>Credit Agreement</u>"), is the holder of certain Mortgages (as defined in the Credit Agreement) and Loan Documents (as defined in the Credit Agreement).
- 3. The undersigned desires, for the consideration hereinafter set forth, to subordinate its interest under the Sub-Sublease to the lien of the Mortgages and to the Loan Documents.

NOW, THEREFORE, IN CONSIDERATION of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Sub-Sublessee agrees to and does subordinate all of its right, title, and interest created by the Sub-Sublease to the right, title and interest therein of the Administrative Agent created by the Mortgages and Loan Documents. Sub-Sublessee acknowledges and agrees that this Subordination may be relied upon by the Administrative Agent and the Lenders, their successors and assigns.

[Signatures commence on following page.]

IN WITNESS WHEREOF, the Sub-Sublessor and Sub-Sublessee have executed this Subordination under seal the day and year first above written.

### **SUB-SUBLESSOR**:

MUY MUCHO GROUP LP, a Texas limited partnership

By: MUY MUCHO GP, LLC, a Texas limited liability company its general partner

By: Mark Menking, its Manager

| STATE OF TEXAS   | )    |
|------------------|------|
|                  | ) ss |
| COUNTY OF DALLAS | )    |

On this 17 day of February, 2011, before me personally appeared Mark Menking to me known to be the Manager of Muy Mucho GP, LLC, a Texas limited liability company, the general partner of Muy Mucho Group LP, a Texas limited partnership, the limited partnership that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said limited partnership, for the uses and purposes therein mentioned, and on oath stated that (s)he was authorized to execute said instrument.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal the day and year first above written.

Signature

Notary Public in and for said County and State

My Commission Expires: 2-23-14

JESSICA RAWLINS
HOTARY PUBLIC STATE OF TEXAS
COMMBBION EXPIRES:
02-22-2014

(Signatures continued on following page)

# (Signatures continued from previous page)

## **SUB-SUBLESSEE**:

MMG NEBRASKA F&B INC, a Nebraska corporation

Name: Mark Menking

Its: President

STATE OF TEXAS ) ss. COUNTY OF DALLAS )

On this 17 day of February, 2011, before me personally appeared Mark Menking to me known to be the President of MMG Nebraska F&B Inc., a Nebraska corporation, the corporation that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that (s)he was authorized to execute said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

Signature

Notary Public in and for said County and State

My Commission Expires: 2-22-14

JESSICA RAWLINS
NOTARY PUBLIC STATE OF TEXAS
COMMISSION EXPIRES:
02-22-2014

After recording return to:

Republic Title of Texas, Inc. 420 Throckmorton, Suite 640 Fort Worth, TX 76102 Store No. 931 - 406177-13

Unit: (Unit 931) 7865 S. 84<sup>th</sup> Street La Vista, Nebraska 68128 Sarpy County

EXHIBIT "A" Legal Description Store No. 931

### Parcel 1:

Lot 6, Brentwood Crossing, an Addition to the City of La Vista, Sarpy County, Nebraska, as created by Plat and Dedication of BRENTWOOD CROSSING filed December 26, 1990, as Instrument No. 90-18556 Official Records.

#### Parcel 2:

An easement for ingress, egress, parking and other purposes for the benefit of Lot 6 as created by Declaration of Restrictions filed December 23, 1991 as Instrument No. 91-20487; and Addendum filed November 4, 1992 as Instrument No. 92-24051; and Second Addendum filed June 25, 1993 as Instrument No. 93-14506; and Third Addendum filed July 9, 1999 as Instrument No. 99-21857, all in the Official Records, of Sarpy County, Nebraska;

Together with non-exclusive easements set forth in Dedication of Brentwood Crossing filed December 26, 1990 as Instrument No. 90-18556, aforesaid records.