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FILED SARPY COUNTY NEBRASKA
INSTRUMENT NUMBER

2013-04889

02/15/2013 11:19:16 AM

Clay J. Rowling

REGISTER OF DEEDS



EXHIBIT A

MEMORANDUM OF PARTIAL ASSUMPTION AGREEMENT

#70011

COTTONWOOD PROPERTIES, L.L.C., a Delaware limited liability company (“**Borrower**”); George W. Venteicher and Frank H. Kulig, as tenants in common (“**Buyer or Assumptor**”), with a mailing address at 15504 Spaulding Plz., Suite C8, Omaha, Nebraska 68116; and SECURITY NATIONAL BANK OF OMAHA, a National Banking Association (“**Noteholder**”), with a mailing address at 1120 South 101st Street, Omaha, Nebraska 68124, are parties to that certain PARTIAL ASSUMPTION AGREEMENT dated of even date herewith (“**Partial Assumption Agreement**”). The undersigned parties agree that a portion of the obligations under that certain promissory note (“**Note**”) dated March 9, 2005, in the original principal amount of Two Million Five Hundred Thousand and No/100Dollars (\$2,500,000.00) said portion being the sum of Three Hundred Forty-One Thousand Six Hundred Seventy-Five and 21/100 Dollars (\$341,675.21) (“**Assumed Portion**”) has been assumed by Buyer and that the Assumed Portion shall hereafter be, secured by that certain Deed of Trust and Security Agreement (“**Security Instrument**”) executed by The Venteicher Limited Liability Company, as trustor, for the benefit of Noteholder, which secured the Note and other obligations of Borrower and which was recorded on March 14, 2005, as Instrument Number 2005-07476, with the Sarpy County Register of Deeds, Nebraska and all other Loan Documents (as defined in the Partial Assumption Agreement) shall continue to serve as security for the Assumed Portion on the Real Property described as Lots 5 and 6, Sunridge Replat Two, a subdivision in Sarpy County, Nebraska, the same being a portion of the Real Property described in the Security Instrument, and have been assumed by Buyer upon the terms and conditions set forth in the Partial Assumption Agreement. The Partial Assumption Agreement is by this reference incorporated herein and made a part hereof. This Memorandum of Assumption Agreement may be executed in any number of counterparts, each of which when executed and delivered will be deemed an original and all of which taken together will be deemed to be one and the same instrument.



Member FDIC
1120 South 101st Street
Omaha, Nebraska 68124

DATED: February 5, 2013

NOTEHOLDER:

SECURITY NATIONAL BANK OF OMAHA,
a National Banking Association

By: *Gary L. DeLaet*
Name: Gary L. DeLaet
Its: Senior Vice President

BORROWER:

COTTONWOOD PROPERTIES, L.L.C., a
Delaware Limited Liability Company

By: X *George W. Venteicher*
George W. Venteicher, Manager

BUYER or ASSUMPTOR:

GEORGE W. VENTEICHER and FRANK H.
KULIG, Tenants in Common

By: X *George W. Venteicher*
George W. Venteicher

By: X *Frank H. Kulig*
Frank H. Kulig

GUARANTORS:

X *George W. Venteicher*
George W. Venteicher

X *Frank H. Kulig*
Frank H. Kulig

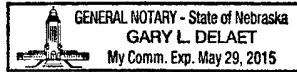
2013-04889B

ACKNOWLEDGEMENT

STATE OF Nebraska)
) SS
COUNTY OF Douglas)

On this day before me, the undersigned Notary Public, personally appeared George W. Venteicher, Manager of Cottonwood Properties, LLC and George W. Venteicher Personally, to me known to be the Individual described in and who executed the enclosed documents, and acknowledged that he signed the documents as his free and voluntary act and deed, for the uses and purposes therein mentioned.

Given under my hand and official seal this 5th day of February, 2013.

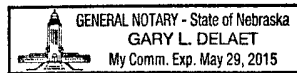


By Gary L. Delaet
Notary Public in and for the State of Nebraska
Residing at 2107 John St., Papillion, NE 68133
My commission expires May 29, 2015

STATE OF Nebraska)
) SS
COUNTY OF Douglas)

On this day before me, the undersigned Notary Public, personally appeared Frank Kulig, Personally, to me known to be the Individual described in and who executed the enclosed documents, and acknowledged that he signed the documents as his free and voluntary act and deed, for the uses and purposes therein mentioned.

Given under my hand and official seal this 5th day of February, 2013.



By Gary L. Delaet
Notary Public in and for the State of Nebraska
Residing at 2107 John St., Papillion, NE 68133
My commission expires May 29, 2015