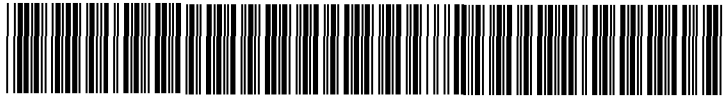




MISC 2012033692



APR 09 2012 12:12 P 6

Fee amount: 30.50
FB: 48-04082
COMP: MB

Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
04/09/2012 12:12:24.00



2012033692

THIS SPACE FOR USE BY RECORDING OFFICIAL

Prepared by and mail after recording to:

Max J. Burbach
Koley Jessen P.C., L.L.O.
1125 S. 103 St. Suite 800
Omaha, NE 68124

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE is made and entered into this 2ND day of APRIL, 2012, by and between ALANDELL PROPERTIES, LLC, successor in interest to Albert L. Feldman and Meyer H. Feldman, Co-Trustees ("Landlord"), and BAG 'N SAVE, INC., a Nebraska corporation ("Tenant").

Landlord and Tenant are the landlord and tenant, respectively, under that certain Lease Agreement dated as of March 17, 1994, as amended (the "Lease"), relating to certain real property located in the City of Omaha, County of Douglas, State of Nebraska, more particularly described in Exhibit "A" attached hereto and depicted on Exhibit "B" attached hereto (the "Property").

Landlord and Tenant desire to have this Memorandum recorded in the Official Records of Douglas County, Nebraska, in order to put interested parties on notice of the rights of both parties under the Lease.

Pursuant to the Lease, Landlord has demised to Tenant, and Tenant leases from Landlord, that certain premises situated on the Property, and being that building and the space therein comprising approximately 42,274 square feet (the "Premises"). Landlord has leased the Premises to Tenant for a term which commenced on February 1, 1994 and which currently expires on January 31, 2019. Tenant has one (1) options to renew or extend the Lease for a period of five (5) years, all subject to and on terms and conditions more fully set forth in the Lease. The Lease is incorporated herein by this reference.

Tenant (or its successor, if any) agrees to execute a recordable termination of this Memorandum upon expiration or earlier termination of the Lease.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, this Memorandum of Lease has been duly executed by said parties in manner and form provided by law, this the day and year first above written. This Memorandum of Lease may be executed in any number of counterparts, each of which when so executed and delivered shall be an original, but such counterparts shall together constitute one and the same instrument.

LANDLORD:

ALANDELL PROPERTIES, LLC

By: _____
Al Feldman, Member Manager

TENANT:

BAG 'N SAVE, INC.

By: Brett Dannatt
Brett Dannatt, CFO

STATE OF _____)
) ss.
COUNTY OF _____)

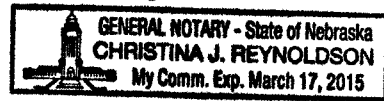
On this ____ day of _____, 2012, before me, the undersigned Notary Public in and for said State and County, personally appeared Al Feldman, member manager of Alandell Properties, LLC, and signed the foregoing instrument on behalf of the company.

Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 30th day of March, 2012, before me, the undersigned Notary Public in and for said State and County, personally appeared Brett Dannatt, CFO of BAG 'N SAVE, INC., and signed the foregoing instrument on behalf of the corporation.

Christina J. Reynoldson
Notary Public



IN WITNESS WHEREOF, this Memorandum of Lease has been duly executed by said parties in manner and form provided by law, this the day and year first above written. This Memorandum of Lease may be executed in any number of counterparts, each of which when so executed and delivered shall be an original, but such counterparts shall together constitute one and the same instrument.

LANDLORD:

ALANDELL PROPERTIES, LLC

By: Albert Feldman
Al Feldman, Member Manager

TENANT:

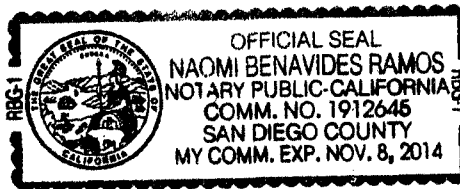
BAG 'N SAVE, INC.

By: _____
Brett Dannatt, CFO

STATE OF CALIFORNIA)
COUNTY OF SAN DIEGO) ss.

On this 2ND day of APRIL, 2012, before me, the undersigned Notary Public in and for said State and County, personally appeared Al Feldman, member manager of Alandell Properties, LLC, and signed the foregoing instrument on behalf of the company.

Naomi Benavides Ramos
Notary Public



STATE OF NEBRASKA)
COUNTY OF DOUGLAS) ss.

On this _____ day of _____, 2012, before me, the undersigned Notary Public in and for said State and County, personally appeared Brett Dannatt, CFO of BAG 'N SAVE, INC., and signed the foregoing instrument on behalf of the corporation.

Notary Public

CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

State of California
County of San Diego

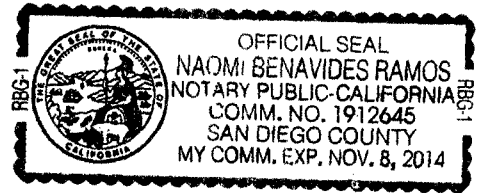
On APRIL 2, 2012 before me, Naomi Benavides Ramos - Notary Public
(insert name and title of the officer)

personally appeared ALBERT L. FELDMAN
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing
paragraph is true and correct.

WITNESS my hand and official seal.

Signature Naomi Benavides Ramos (Seal)



ADDITIONAL OPTIONAL INFORMATION

INSTRUCTIONS FOR COMPLETING THIS FORM

Any acknowledgment completed in California must contain verbiage exactly as appears above in the notary section or a separate acknowledgment form must be properly completed and attached to that document. The only exception is if a document is to be recorded outside of California. In such instances any alternative acknowledgment verbiage as may be printed on such a document so long as the verbiage does not require the notary to do something that is illegal for a notary in California (i.e. certifying the authorized capacity of the signer). Please check the document carefully for proper notarial wording and attach this form if required.

- State and County information must be the State and County where the document signer(s) personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. ~~he/she/they~~ is ~~are~~) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
 - ✦ Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
 - ✦ Indicate title or type of attached document, number of pages and date
 - ✦ Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document

<p>DESCRIPTION OF THE ATTACHED DOCUMENT</p> <p><u>MEMORANDUM OF LEASE</u></p> <p>(Title or description of attached document)</p> <p>(Title or description of attached document continued)</p> <p>Number of Pages <u>1</u> Document Date <u>4/2/12</u></p> <p>(Additional information)</p>
--

<p>CAPACITY CLAIMED BY THE SIGNER</p> <p><input type="checkbox"/> Individual (s)</p> <p><input type="checkbox"/> Corporate Officer</p> <p>_____ (Title)</p> <p><input type="checkbox"/> Partner(s)</p> <p><input type="checkbox"/> Attorney-in-Fact</p> <p><input type="checkbox"/> Trustee(s)</p> <p><input type="checkbox"/> Other _____</p>

Exhibit "A"

Legal Description

Lot Two (2), Bonfield Replat 2, an Addition to the City of Omaha, Douglas County, Nebraska.

Exhibit "B"
Demised Premises

