

FILED SARPY CO. NE.
INSTRUMENT NUMBER
2006-39461

2006 NOV 21 P 3:21 PM

Glenn J. Dowling
REGISTER OF DEEDS

COUNTER WB G.E. ah
VERIFY LM D.E. P
PROOF LM
FEES \$ 36.00
CHECK # 227028/07341
CHG. _____ CASH _____
REFUND _____ CREDIT _____
SHORT _____ NCR _____

(The above space for use of Register of Deeds.)

MEMORANDUM OF LEASE, RIGHT OF FIRST OFFER AND OPTION

THIS MEMORANDUM OF LEASE is made as of this 16th of November, 2006 by and between **LUND SOUTHPORT 76, LLC**, a Nebraska limited liability company and **LUND SOUTHPORT 24, LLC**, a Nebraska limited liability company (collectively, "Landlord"), and **SECURITIES AMERICA FINANCIAL CORP.**, a Nebraska corporation ("Tenant") with reference to the following:

A. Initially capitalized terms not otherwise defined herein shall have their respective meanings set forth in the Lease (as hereinafter defined).

B. Landlord and Tenant entered into that certain Lease dated November 16, 2006 (the "Lease"), and, pursuant thereto, Landlord leases to Tenant the Premises. The Premises are legally described on Schedule A attached hereto and made a part hereof. The foregoing lease of the Premises includes the easements, appurtenances and rights and privileges granted to Tenant in the Lease.

C. The initial term of the lease is 120 full calendar months. The Tenant has two (2) options to extend the term of the Lease by five (5) years for each option. The Commencement Date of the Lease is February 1, 2008.

D. The Lease grants Tenant certain rights to purchase the Premises on the terms and conditions set forth therein.

E. The lease grants Tenant a first option to lease the Premises legally described on Schedule B attached hereto and made a part hereof.

F. This Memorandum of Lease is a short form of the actual Lease for notice purposes only and is not a complete summary of the Lease. Accordingly, the provisions of this Memorandum of Lease shall not be used in interpreting the Lease, nor shall the provisions contained herein be construed to modify the Lease.

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Upon recording return to:
Dawn Koestner
Oppenheimer Wolff & Donnelly, LLP
45 S. 7th Street, Suite 3300
Minneapolis, MN 55402-1609

*Red
Baurd Halen*

A

IN WITNESS WHEREOF, parties have executed this instrument as of the date first stated above.

LANDLORD:
Lund Southport 76, LLC

By: 
John Lund, Manager

Lund Southport 24, LLC

By: 
John Lund, Manager

TENANT:
Securities America Financial Corp.

By: _____
Name: _____
Its: _____

B

IN WITNESS WHEREOF, parties have executed this instrument as of the date first stated above.


LANDLORD:
Lund Southport 76, LLC

By: _____
John Lund, Manager

Lund Southport 24, LLC

By: _____
John Lund, Manager

TENANT:
Securities America Financial Corp.

By: 
Name: Steven F. McWhorter
Its: Chairman & CEO

C

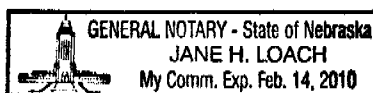
STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me on November 10, 2006, by John Lund, the Manager of Lund Southport 76, LLC, a Nebraska limited liability company, on behalf of the company.

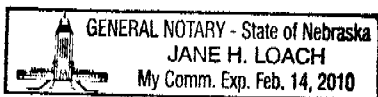
Jane H. Loach
Notary Public

My Commission expires: 2/14/2010

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)



The foregoing instrument was acknowledged before me on November 10, 2006, by John Lund, the Manager of Lund Southport 24, LLC, a Nebraska limited liability company, on behalf of the company.



Jane H. Loach
Notary Public

My Commission expires: 2/14/2010

STATE OF _____)
) SS.
COUNTY OF _____)

The foregoing instrument was acknowledged before me on November _____, 2006, by _____ of Securities America Financial Corp., a Nebraska corporation, on behalf of the corporation.

Notary Public

My Commission expires: _____

D

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me on November ____, 2006, by John Lund, the Manager of Lund Southport 76, LLC, a Nebraska limited liability company, on behalf of the company.

Notary Public

My Commission expires: _____

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

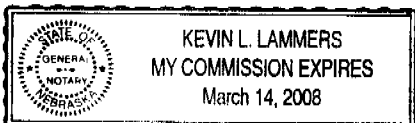
The foregoing instrument was acknowledged before me on November ____, 2006, by John Lund, the Manager of Lund Southport 24, LLC, a Nebraska limited liability company, on behalf of the company.

Notary Public

My Commission expires: _____

STATE OF Nebraska)
) SS.
COUNTY OF Douglas)

The foregoing instrument was acknowledged before me on November 16, 2006, by Steven McWhorter, Chairman + CEO of Securities America Financial Corp., a Nebraska corporation, on behalf of the corporation.



Ken R. Lammers

Notary Public

My Commission expires: Mar 14, 2008

E

SCHEDULE A

PREMISES

Lot 14a in Southport East, a subdivision, as surveyed, and to be replatted and recorded, Sarpy County, Nebraska. ~~RePlat 8~~

2006-3946/F

SCHEDULE B

ADJACENT PREMISES

REPLAT 8

Lot 15a in Southport East, a subdivision, as surveyed, and to be replatted and recorded,
Sarpy County, Nebraska.

DOCS/764400.1