

FILED SARPY COUNTY NEBRASKA  
INSTRUMENT NUMBER

2011-12070

05/11/2011 11:34:40 AM

*Clay J. Dowling*

REGISTER OF DEEDS

COUNTER ah C.E. ah  
VERIFY ah D.E. ah  
PROOF UM  
FEES \$ 30.50  
CHECK# 1857106  
CHG \_\_\_\_\_ CASH \_\_\_\_\_  
REFUND \_\_\_\_\_ CREDIT \_\_\_\_\_  
SHORT \_\_\_\_\_ NCR \_\_\_\_\_

INSTRUMENT PREPARED AND  
RECORDING REQUESTED BY,  
~~AND AFTER RECORDING RETURN TO:~~

Hunton & Williams LLP  
951 East Byrd Street  
Richmond, Virginia 23219  
Attention: Michael E. Sievers, Esq.

Cross References:

Instrument No. 2008-04533

ASSIGNMENT OF DEED OF TRUST, ASSIGNMENT OF RENTS AND LEASES,  
AND SECURITY AGREEMENT  
(ALSO CONSTITUTING A FIXTURE FILING)

THIS ASSIGNMENT OF DEED OF TRUST, ASSIGNMENT OF RENTS AND  
LEASES, AND SECURITY AGREEMENT (ALSO CONSTITUTING A FIXTURE FILING)  
(this "Assignment"), effective as of February 1, 2011, between GENWORTH LIFE  
INSURANCE COMPANY, a Delaware corporation, having an address of 6620 West Broad  
Street, Richmond, Virginia 23230 ("Assignor"), and THE BANK OF NEW YORK MELLON, a  
New York banking corporation, not in its individual capacity but solely as trustee under that  
certain Trust Agreement, dated as of December 14, 2009 (the "Trust Agreement"), among  
Genworth Life Insurance Company, as grantor, Riversource Life Insurance Company, as  
beneficiary and The Bank of New York Mellon, having an address at 101 Barclay Street 8W,

Sarpy County, NE  
Loan No. 100001118

A

New York, NY 10286, as trustee ("Assignee"), provides:

FOR VALUE RECEIVED, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby (a) grants, assigns, sells, delivers, sets over, transfers and conveys without recourse, representation or warranty to Assignee (i) all right, title and interest of Assignor in and to that certain Deed of Trust, Assignment of Rents and Leases, and Security Agreement (Also Constituting a Fixture Filing) dated February 15, 2008, executed by LUND SOUTHPORT 14, L.L.C., a Nebraska limited liability company, and recorded in the Office of the Register of Deeds, Sarpy County, Nebraska, on February 20, 2008, as Instrument Number 2008-04533 (the "Deed of Trust"), which Deed of Trust encumbers *inter alia* that certain real property more particularly described on Exhibit A attached hereto and incorporated by this reference, (ii) all right, title and interest of Assignor in and to the property described in the Deed of Trust, which property description is incorporated herein by reference as fully as if set out verbatim herein, (iii) the note(s) executed in connection with the Deed of Trust (the "Note") (with the Note being duly and contemporaneously endorsed without recourse to Assignee), (iv) all right, title and interest of Assignor in and to all other documents executed in connection with the loan (the "Loan") evidenced and secured by the Note and the Deed of Trust, and (v) to the extent assignable, all right, title and interest, if any, of Assignor, in and to (A) any collateral, insurance policies, escrow accounts, performance bonds, permits, development rights and other real and personal property owned or held by Assignor in connection with the Loan and (B) any claims, demands and causes of action arising out of the Loan, and (b) covenants with and represents and warrants to Assignee, its successors and assigns, that Assignor has the right and authority to execute and deliver this Assignment.

Assignor further covenants and agrees that it shall execute and deliver to Assignee, from

time to time and upon written request therefor, any further instrument or instruments reasonably necessary to affirm, confirm or perfect, or carry out the purposes of, this Assignment.

This Assignment is executed and delivered by The Bank of New York Mellon, not in its individual or personal capacity but solely in its capacity as trustee under the Trust Agreement on behalf of the trust established thereunder, in the exercise of the powers and authority conferred and vested in it as trustee under the Trust Agreement, subject to the protections, indemnities and limitations from liability afforded to the trustee thereunder; and nothing contained herein shall be construed as creating any liability on The Bank of New York Mellon, individually or personally, to perform any expressed or implied covenant, duty or obligation of the trust of any kind whatsoever.

This Assignment and the acceptance thereof by Assignee may be executed in counterparts, and all such counterparts shall together constitute a single Assignment.

WITNESS the following signatures.

[SIGNATURES APPEAR ON FOLLOWING PAGES.]

C

SIGNATURE PAGE

ASSIGNMENT OF DEED OF TRUST, ASSIGNMENT OF  
RENTS AND LEASES, AND SECURITY AGREEMENT  
(ALSO CONSTITUTING A FIXTURE FILING)

ASSIGNOR:

GENWORTH LIFE INSURANCE COMPANY,  
a Delaware corporation

By: Cindy J. Heidel  
Name: Cindy J. Heidel  
Its: Investment Officer  
Date: 4/18/11

STATE OF Virginia,

~~CITY~~/COUNTY OF Henrico, to-wit:

On April 18, 2011, before me, Rose MacDonald, a Notary Public,  
personally appeared Cindy J. Heidel, as Investment Officer of Genworth Life Insurance  
Company, a Delaware corporation, personally known to me (or proved to me on the basis of  
satisfactory evidence) to be the person whose name is subscribed to the within instrument and  
acknowledged to me that she executed the same in her authorized capacity, and that by her  
signature on the instrument, the person or the entity upon behalf of which the person acted,  
executed the instrument.

WITNESS my hand and official seal.

My commission expires: 10-31-13.

My registration number is: 143149.

Rose MacDonald  
Notary Public  
Print name: ROSE MACDONALD

[NOTARY SEAL]

Commonwealth of Virginia  
Rose MacDonald - Notary Public  
Commission No. 143149  
My Commission Expires 10/31/2013

D

SIGNATURE PAGE

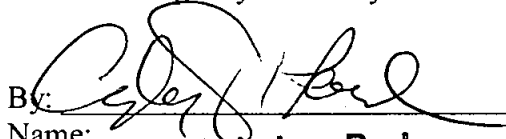
ASSIGNMENT OF DEED OF TRUST, ASSIGNMENT OF  
RENTS AND LEASES, AND SECURITY AGREEMENT  
(ALSO CONSTITUTING A FIXTURE FILING)

ACCEPTANCE

Assignee executes this Assignment to evidence its acceptance of such assignment.

ASSIGNEE:

THE BANK OF NEW YORK MELLON,  
a New York banking corporation, not in its  
individual capacity but solely as Trustee

By:   
Name: Cindy Jean Paul  
Its: Senior Associate  
Date: 4/2/11

STATE OF New York,

CITY/COUNTY OF Queens, to-wit:

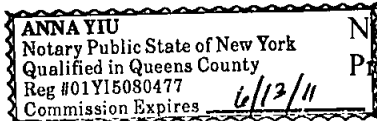
On April 7, 2011, before me, Anna Yiu, a Notary Public,  
personally appeared Cindy Jean Paul as Senior Associate of The  
Bank of New York Mellon, a New York banking corporation, as Trustee, personally known to  
me (or proved to me on the basis of satisfactory evidence) to be the person whose name is  
subscribed to the within instrument and acknowledged to me that he executed the same in his  
authorized capacity, and that by his signature on the instrument, the person or the entity upon  
behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.


My commission expires: 6/13/11.

My registration number is: 0Y15080477.

[NOTARY SEAL]



Notary Public  
Print name: Anna Yiu

  
Anna Yiu

2011-12070

E

**EXHIBIT "A"**

**LEGAL DESCRIPTION:**

The property which is the subject of this Deed of Trust is situated in the County of Sarpy, State of Nebraska, and is legally described as follows:

Lot 14-A, Southport East Replat Eight, a subdivision located in the East ½ of Section 18, Township 14 North, Range 12 East of the 6<sup>th</sup> P.M., City of La Vista, Sarpy County, Nebraska.