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Submitted Electronically by: First American Title Insurance Com	

00737

THE STATE OF NEBRASKA }
MADISON COUNTY } SS

This instrument filed for record
the 27 day of February 2015
at 10:25 AM and recorded in
Book 2015 Page 00737

Nancy J. Elton

Register of Deeds

This Instrument Prepared By and Upon
Recordation return to:

Sidley Austin LLP
555 W. 5th Street, Suite 4000
Los Angeles, CA 90013
Attn: Edward C. Prokop, Esq.

AMENDED AND RESTATED MEMORANDUM OF LEASE

THIS AMENDED AND RESTATED MEMORANDUM OF LEASE ("Memorandum") made as of the 15th day of December, 2014, by and between SHOPKO STORES OPERATING CO., LLC, a Delaware limited liability company ("Tenant"), and SPIRIT SPE PORTFOLIO 2006-1, LLC and SPIRIT SPE PORTFOLIO 2006-2, LLC, each a Delaware limited liability company (collectively, "Landlord").

WITNESSETH:

1. **Premises.** Landlord and Tenant have entered into that certain Amended and Restated Master Lease ("Lease") dated as of December 15, 2014, amending and restating the lease described in the Original Memorandum (defined herein), as amended, for that certain real property lying, being and situate in the County of Madison, City of Norfolk, State of Nebraska, more particularly described on Exhibit A attached hereto and made a part hereof, together with the buildings and improvements located thereon (the "Premises").

2. **Term and Renewal Options.** The Lease has an initial term with respect to the Premises that expires on May 31, 2026, subject to extension (at Tenant's option) as provided therein for two (2) successive additional periods of ten (10) years each.

3. **Incorporation of Lease.** This Memorandum is for informational purposes only and nothing contained herein shall be deemed to in any way modify or otherwise affect any of the terms and conditions of the Lease, the terms of which are incorporated herein by reference. This instrument is merely a memorandum of the Lease and is subject to all of the terms, provisions and conditions of the Lease. In the event of any inconsistency between the terms of the Lease and this instrument, the terms of the Lease shall prevail.

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4. **Binding Effect.** The rights and obligations set forth herein shall be binding upon and inure to the benefit of the parties hereto and their respective heirs, personal representatives, successors and assigns.

5. **Amended and Restated Memorandum.** This Memorandum amends and restates in its entirety that certain Memorandum of Lease dated as of May 31, 2006, recorded in the Records of Madison County, Nebraska, on July 3, 2006, in Book 2006-07, Pages 357 through 360 (the "Original Memorandum"). Should there be any conflict between the terms of this Memorandum and the Original Memorandum, the terms of this Memorandum shall control.

[Signatures follow on next page]


THIS INSTRUMENT FILED FOR RECORD BY FIRST AMERICAN
TITLE INSURANCE CO. AS AN ACCOMMODATION ONLY.
IT HAS NOT BEEN EXAMINED AS TO ITS EXECUTION
OR AS TO ITS EFFECT UPON TITLE.

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IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first above written.

LANDLORD:

SPIRIT SPE PORTFOLIO 2006-1, LLC,
a Delaware limited liability company

By: 
Name: MARK MANHEIMER
Title: EXECUTIVE V.P.

SPIRIT SPE PORTFOLIO 2006-2, LLC,
a Delaware limited liability company

By: 
Name: MARK MANHEIMER
Title: EXECUTIVE V.P.

Date: February 13, 2015

TENANT:

SHOPKO STORES OPERATING CO.,
LLC, a Delaware limited liability company

By: _____
Name: _____
Title: _____

Date: _____, 20__

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IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first above written.

LANDLORD:

SPIRIT SPE PORTFOLIO 2006-1, LLC,
a Delaware limited liability company

By: _____
Name: _____
Title: _____

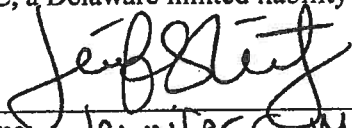
SPIRIT SPE PORTFOLIO 2006-2, LLC,
a Delaware limited liability company

By: _____
Name: _____
Title: _____

Date: _____, 20__

TENANT:

SHOPKO STORES OPERATING CO.,
LLC, a Delaware limited liability company

By: 
Name: Jennifer S. McGinnity
Title: Asst. Secretary

Date: Feb. 9, 2015

STATE OF Arizona
COUNTY OF Maricopa)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Mark Manheimer, whose name as Executive V.P. of Spirit SPE Portfolio 2006-1 LLC Delaware LLC, is signed to the foregoing instrument, who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said Company.

Given under my hand and official seal this 13 day of February, 2015

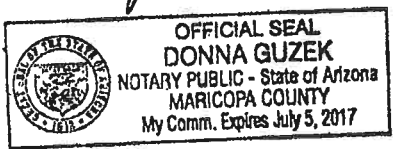
Donna Guzek
Notary Public
State of Arizona
My Commission expires: 7/5/17

STATE OF Arizona
COUNTY OF Maricopa) ss.



I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared Mark Manheimer as Executive V.P. of Spirit SPE Portfolio 2006-1 LLC Delaware LLC, to me known to be the person who signed the foregoing instrument as such officer and he/she acknowledged that the execution thereof was his/her free act and deed as such officer for the use and purposes therein expressed and that the instrument is the act and deed of said Company.
WITNESS my hand and official seal this 13 day of February, 2015.

Donna Guzek
Notary Public



STATE OF _____) ss.
COUNTY OF _____)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared _____ as _____ of _____, a _____, to me known to be the person who signed the foregoing instrument as such officer and he/she acknowledged that the execution thereof was his/her free act and deed as such officer for the use and purposes therein expressed and that the instrument is the act and deed of said _____.
WITNESS my hand and official seal this ___ day of _____, 20__.

Notary Public

STATE OF)
COUNTY OF)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that _____, whose name as _____ of _____, a _____, is signed to the foregoing instrument, who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said _____.

Given under my hand and official seal this ___ day of _____, 20__

Notary Public
State of _____
My Commission expires: ____

STATE OF) ss.
COUNTY OF)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared _____ as _____ of _____, a _____, to me known to be the person who signed the foregoing instrument as such officer and he/she acknowledged that the execution thereof was his/her free act and deed as such officer for the use and purposes therein expressed and that the instrument is the act and deed of said _____.

WITNESS my hand and official seal this ___ day of _____, 20__.

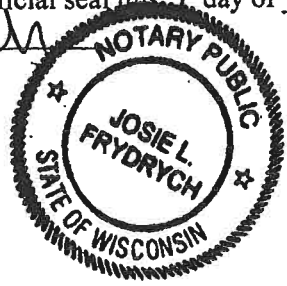
Notary Public

STATE OF Wisconsin) ss.
COUNTY OF Brown)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared _____ as _____ of _____, a _____, to me known to be the person who signed the foregoing instrument as such officer and he/she acknowledged that the execution thereof was his/her free act and deed as such officer for the use and purposes therein expressed and that the instrument is the act and deed of said _____.

WITNESS my hand and official seal this 9 day of February, 2015

Jean J. Frydrych
Notary Public
Exp: 11/9/18

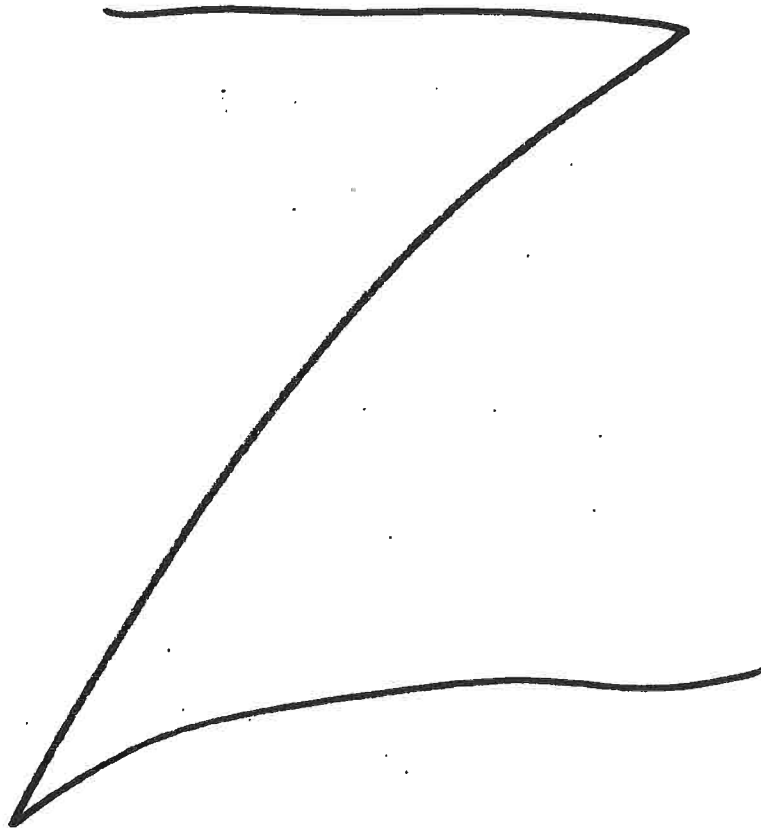


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EXHIBIT A

Legal Description

See attached.



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LEGAL DESCRIPTION

Lot 1 of Replat 2 of Lot 1-R, Block 1, of Replat of Shopko Acres in the City of Norfolk, Madison County, Nebraska.

Together with non-exclusive easement rights created by Cross-Easement and Use Restriction Agreement by and between Shopko Stores, Inc., a Minnesota corporation and Super Valu Stores, Inc., a Delaware corporation, filed May 8, 1986 in M86-5 at Pages 235-258, Amendment filed September 21, 1988 in M88-9 at Pages 704-710A, Assumption filed September 21, 1988 in M88-9 at Pages 719-720, Second Amendment filed August 25, 1989 in M89-8 at Pages 682-687, Third Amendment filed March 17, 2004 in M2004-3 at Pages 1226-1237 inclusive, Office of Madison County Register of Deeds.

TAX I.D.: 5902800.23