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ASSIGNMENT OF SECOND MORTGAGE

GEORGE J. BUSLEWICZ
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

KNOW ALL MEN BY THESE PRESENTS: That Clair H. Morgan, Judith C. Morgan and M & S Grading, Inc., a Nebraska corporation, hereinafter referred to as the "Assignors", for One Dollar (\$1.00) and other good and valuable consideration in hand paid by LCB, Inc., a Nebraska corporation, hereinafter referred to as "Assignee", the receipt of which is hereby acknowledged, have sold, and by these presents do sell, assign and transfer unto the Assignee that certain Second Mortgage dated May 2, 1986 and recorded in Book 2917, Page 327 of the Mortgage Records of the Register of Deeds, Douglas County, Nebraska, on May 6, 1986 as amended by the First Amendment to Second Mortgage and Subordination of Second Mortgage and First Amendment to Second Mortgage, hereinafter referred to as the "First Amendment", which First Amendment was recorded in the Misc. Records of the Register of Deeds of Douglas County, Nebraska, in Book 880, Page 714 on the 21st day of March, 1989, together with the obligations described in the Assignment Agreement dated as of the same date hereof made and entered into by and between the Assignors and Assignee, the payment of such obligations being secured by the Second Mortgage as amended by the First Amendment.

To have and to hold the same unto the Assignee and the Assignee's successors and assigns, which Assignment is subject to the First Deed of Trust dated March 7, 1989, and recorded on March 21, 1989 in the Mortgage Records of the Register of Deeds, Douglas County, Nebraska, in Book 3340, Page 329, and all special assessments and real estate taxes levied and assessed against the real property described in the Second Mortgage as amended by the First Amendment, except for the real property previously released.

IN WITNESS WHEREOF, the Assignors have executed this Assignment on this 26 day of March, 1990.

1536 J. ans

Clair H. Morgan
Clair H. Morgan

Judith C. Morgan
Judith C. Morgan

M & S Grading, Inc., a Nebraska corporation

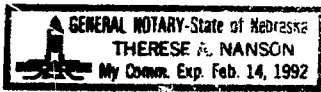
BY: Clair H. Morgan
Its: [Signature]

BOOK 3470 N _____ C/O _____ EEE 127.00
 PG 557-559 N 92-149 DEL VK MC W
 OF MP/B COMP [Signature] FIB DU-21490

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) SS.
COUNTY OF DOUGLAS)

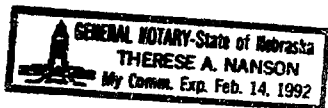
The foregoing instrument was acknowledged before me, a Notary Public, on this 26th day of March, 1990, by Clair H. Morgan.



Therese A. Nanson
Notary Public

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

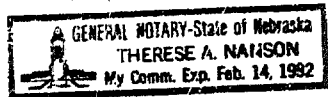
The foregoing instrument was acknowledged before me, a Notary Public, on this 26th day of March, 1990, by Judith C. Morgan.



Therese A. Nanson
Notary Public

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me, a Notary Public, on this 26th day of March, 1990, by Clair H. Morgan, the President of M & S Grading, Inc., a Nebraska corporation, on behalf of the corporation.



Therese A. Nanson
Notary Public

The lots which are presently subject to the Second Mortgage as amended by the First Amendment are as follows:

Lots 8, 17, 29, 30, 31 through 35, 37 through 42, 44 through 89, 92, 93, 94, 97, 100, 101 through 107, 109 through 120, 122, 123, 124, 125, 126, 128, 129, 130, 132, 133 through 139, 141 through 153, 155, 157, 160, 161, 162, 164, 169, 176, 177 through 195, 197 through 210, 212 through 218, 220 through 224, 232 through 236, 239, 240, 241, 242 through 257, and 259 through 289, Lake Cunningham Hills, a subdivision in Douglas County, Nebraska.

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