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GEORGE J. BUGLEWICZ
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

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Pinnacle Bank of Papillion
 1200 Golden Gate Dr
 Papillion 68046-1209 ASSIGNMENT OF LEASE

For value received, Lessee hereby assigns all right, title and interest in and to a Lease dated the 16TH day of FEBRUARY 1996, covering the following legally described property:

THE SOUTH 200 FEET OF THE WEST 200 FEET OF LOT 1, MOCKINGBIRD HILLS WEST, AN ADDITION TO THE CITY OF OMAHA, AS SURVEYED, PLATTED, AND RECORDED, IN DOUGLAS COUNTY, NEBRASKA.

know as, 10780 Q ST, OMAHA, NEBRASKA, to PINNACLE BANK OF PAPILLION, his, their, or its, heirs and assigns, and in consideration of other lessors consent to this assignment, the Assignee herein agrees to become primarily liable to the Lessor for all of the terms and conditions and for the performance of all the covenants on the part of the Lessee in said Lease to be performed.

Dated this 31ST day of MAY, 1996

L.D.F., INC. DBA EDDY'S
 Assignor-Lessee

By: Larry D Frederick
 Assignor-Lessee LARRY D. FREDERICK,
 PRESIDENT

In consideration of the Assignment herein and written consent of the Lessor hereto, the undersigned Assignee hereby assumes and agrees to become primarily liable to the Lessor from the 31ST day of MAY, 1996, for the performance of all the conditions and covenants of the within lease to be performed by the Lessee and to save the Assignor harmless from all liability thereunder.

Dated this 31ST day of MAY, 1996

PINNACLE BANK OF PAPILLION
 Assignor-Lessee

By: Robert Frederick
 Assignor-Lessee ROBERT FREDERICK,
 EXEC. V.P.

STATE OF NEBRASKA)
) ss.
 COUNTY OF SARPY)

Before me, a notary public, qualified for said county, came LARRY D. FREDERICK, PRESIDENT OF L.D.F., INC. DBA EDDY'S known to me to be the identical person who signed the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed.

Witness my hand and Notarial Seal on MAY 31, 1996

Robert Frederick
 Notary Public

My commission expires
GENERAL NOTARY-State of Nebraska
ROBERT FREDERICK
 My Comm. Exp. Dec. 3, 1999

NOTARIAL SEAL AFFIXED
 REGISTER OF DEEDS

CONSENT TO ASSIGNMENT OF LEASE AS COLLATERAL

Whitehead Oil Company, as Lessor under a certain term lease dated February 16, 1976, with Vickers Petroleum Corporation, as lessee, and said lease subsequently assigned to L.D.F INC. By Vickers Petroleum Corporation, now know as Total Petroleum, Inc., for a lease located at 10780 Q ST OMAHA, NE 68127, hereby consents to allow said lease to be assigned for collateral purposes to Pinnacle Bank of Papillion, Papillion, Nebraska.

Lessor acknowledges and consents to the assignment for collateral purposes so long as the original obligations of the lease are not affected an any assignee compiles with said lease, and agrees that should there be a default in the performance of the duties and responsibilities imposed under said leases and assignments prior to the full payment and discharged of debts owed by Lessee, to the Pinnacle Bank of Papillion, it will immediately, in writing, notify the Pinnacle Bank of Papillion of any default, and grant to the Pinnacle Bank of Papillion, for a period of thirty (30) days from receipt of notice of default to correct and remove such default if it chooses to exercise its rights to assume said lease and its obligations and to comply with it.

Lessor further understands that the Pinnacle Bank of Papillion perfect a lien on the improvements situated at the above address. Pinnacle Bank of Papillion is also to notify Lessor when the obligations of the assignees have been discharges.

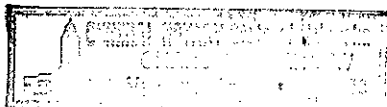
WHITEHEAD OIL COMPANY

BY: Mark A. Whitehead
Mark A. Whitehead, President

STATE OF NEBRASKA)
) ss.
COUNTY OF SARPY)

Before me, a notary public, qualified for said county, personally came MARK A. WHITEHEAD, known to me to be the PRESIDENT OF WHITEHEAD OIL CO. and identical person who signed the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of said corporation.

Witness my hand and Notarial Seal on JUNE 3 1996
MAY 31 1996



Charles A. Dugger
Notary Public

My commission expires the 6 day of JUNE, 1996

NOTARIAL SEAL AFFIXED
REGISTER OF DEEDS