

99-001259

FILED SARPY CO. NE.
INSTRUMENT NUMBER
99-001259
99 JAN 14 PM 1:14
Glenn J. Dowling
REGISTER OF DEEDS

Counter *mjk*
Verify *D*
D.E. *D*
Proof *m*
Fee \$ 22.50
Ck Cash Chg

sts 254 stn copy

~~AFTER RECORDING RETURN TO:~~

Jon I. Opert, Esq.
Krooth & Altman
1850 M Street, NW, Suite 400
Washington, DC 20036

**MODIFICATION TO MULTIFAMILY DEED OF TRUST,
ASSIGNMENT OF RENTS AND SECURITY AGREEMENT
(Willow Creek Apartments)**

THIS MODIFICATION TO MULTIFAMILY DEED OF TRUST, ASSIGNMENT OF RENTS AND SECURITY AGREEMENT ("Modification") is made and entered into as of the 14 day of January, 1999, by and between **VANN PROPERTIES GENERAL PARTNERSHIP**, a Nebraska general partnership (the "Trustor"), whose address is c/o Vann Realty Co., 4601 South 50th Street, Omaha, Nebraska 68117, and **FANNIE MAE**, a corporation organized and existing under the laws of the United States of America (formerly known as **FEDERAL NATIONAL MORTGAGE ASSOCIATION**) ("Lender"), whose address is c/o Patrician Financial Company Limited Partnership, 4550 Montgomery Avenue, Suite 1150, Bethesda, Maryland 20814.

WITNESSETH:

WHEREAS, the Trustor is indebted to the Lender pursuant to the terms of a certain Multifamily Note, dated as of December 27, 1996, in the original principal amount of \$4,392,000 (including the Addendum to Multifamily Note and Supplemental Addendum to Multifamily Note, the "Note"), which Note was made payable to The Patrician Financial Company, a Maryland corporation ("Patrician") and endorsed and delivered by Patrician to the Lender;

WHEREAS, the Note is collateralized and secured, inter alia, by a certain Multifamily Deed of Trust, Assignment of Rents and Security Agreement of even date with the Note (including the Rider to Multifamily Instrument and Supplemental Rider to Multifamily Instrument, the "Deed of Trust") from the Trustor, to Stewart Title Guaranty Company, as trustee, for the benefit of Patrician, encumbering the real property described on Exhibit "A" attached hereto, which Deed of Trust was recorded with the Sarpy County, Nebraska Register of Deeds ("Land Records") on December 30, 1996, as Instrument No. 96-026265 and was subsequently assigned by Patrician to the Lender by a certain Assignment of Deed of Trust, dated as of December 27, 1996 and recorded among the Land Records on December 30, 1996, as Instrument No. 96-026266; and

WHEREAS, the parties desire to reflect in this Modification certain additions to the Rider to Multifamily Instrument attached to the Deed of Trust.

NOW THEREFORE, for and in consideration of one dollar (\$1.00) in hand paid and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto do hereby agree as follows:

*Return
STS*

1. The Deed of Trust is amended as follows:

The following provisions are added to Paragraph F(b) of the Rider to Multifamily Instrument:

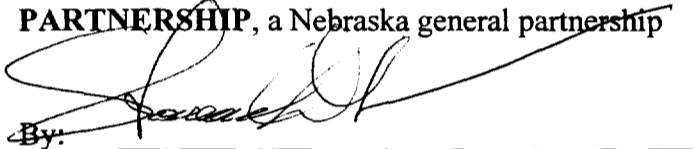
- (6) a Transfer of any Significant Interest in Key Principal; or
- (7) a Transfer of any Significant Interest in a corporation, partnership, limited liability company, joint venture, or trust which owns a Significant Interest in Key Principal.

2. Nothing herein contained shall in anyway be construed to impair the aforesaid Deed of Trust or the security now held for the indebtedness evidenced thereby, nor waive, annul, vary or affect any provision, condition, or covenant therein, except as specifically amended herein, nor affect or impair any rights, powers or remedies under the Deed of Trust, as herein amended, it being the intent of the parties hereto that the terms of said Deed of Trust shall continue in full force and effect as modified hereby.

IN WITNESSETH hereof, the parties hereto have entered into the Modification as of the day and year first above written.

TRUSTOR:

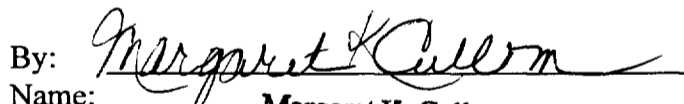
VANN PROPERTIES GENERAL PARTNERSHIP, a Nebraska general partnership

By: 

Howard D. Vann
Partner

LENDER:

FANNIE MAE (formerly known as **FEDERAL NATIONAL MORTGAGE ASSOCIATION**)

By: 
Name: Margaret K. Cullom
Title: Assistant Vice President

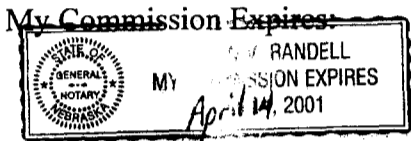
ACKNOWLEDGMENTS

STATE OF NEBRASKA)
) ss:
COUNTY OF Douglas)

The foregoing instrument was acknowledged before me this 29 day of December, 1998, by Howard D. Vann, partner on behalf of Vann Properties General Partnership, a general partnership, and acknowledged the same to be his voluntary act and deed and the voluntary act and deed of the general partnership.

Witness my hand and notarial seal at Omaha, NE, in said county, the date aforesaid.

Eileen V. Randell
Notary Public



DISTRICT OF COLUMBIA) ss:

On this 5th day of Jan, 1999, before me, the undersigned, a Notary Public duly commissioned and qualified in and for said district, personally came the above named Margaret K. Ullman, Asst. V.P. of Fannie Mae (formerly known as Federal National Mortgage Association), a corporation, who is personally known to be the identical person whose name is affixed to the above document as Asst. V.P. of said corporation, and he/she acknowledged the instrument to be his/her voluntary act and deed and the voluntary act and deed of said corporation.

Witness my hand and notarial seal in said District of Columbia, the date aforesaid.

My Commission Expires:
Jan 1, 2004

Patricia M. Angles
Notary Public

EXHIBIT "A"**LEGAL DESCRIPTION**

Lots 1 and 2, in WILLOW CREEK REPLAT II, a Subdivision, as surveyed, platted and recorded, in Sarpy County, Nebraska, EXCEPT that part thereof described as follows:

Beginning at the Southeast corner of said Lot 1, Willow Creek Replat II; thence Westerly, along the common line between said Lot 1, Willow Creek Replat II and Lot 1, Echo Hills, a distance of 16.84 feet; thence Northerly, deflecting $89^{\circ}52'12''$ right, a distance of 113.46 feet; thence Northerly, deflecting $09^{\circ}14'59''$ left, a distance of 376.66 feet; thence Easterly, deflecting $101^{\circ}19'48''$ right, along the North line of said Lot 2, a distance of 75.87 feet; thence Southerly, deflecting $90^{\circ}00'00''$ right, along the Easterly line of said Lots 1 and 2, and along the Westerly line of State Highway No. 50 right-of-way, a distance of 183.86 feet; thence continuing along said line, deflecting $03^{\circ}34'56''$ left, a distance of 295.90 feet, to the Southeast corner of said Lot 1, Willow Creek Replat II and the Point of Beginning;

And,

Lots 1 and 2, in WILLOW CREEK REPLAT III, a Subdivision, as surveyed, platted and recorded, in Sarpy County, Nebraska;

And,

That part of Lot 3, in WILLOW CREEK REPLAT III, a Subdivision, as surveyed, platted and recorded, in Sarpy County, Nebraska, more particularly described as follows:

Beginning at the point of intersection of the Easterly right-of-way line of 145th Street and the South right-of-way line of Harrison Street, said point also being the Northwest corner of said Lot 3, Willow Creek Replat III; thence North $89^{\circ}31'55''$ East (assumed bearing), along said South right-of-way line of Harrison Street, a distance of 153.57 feet; thence South $23^{\circ}58'18''$ East, a distance of 325.26 feet, to a point on the Easterly extension of the Northerly line of Lot 2, Willow Creek Replat III; thence South $72^{\circ}20'32''$ West, along said Northerly line of Lot 2, Willow Creek Replat III and the Easterly extension thereof, a distance of 206.11 feet, to a point on said Easterly right-of-way line of 145th Street, said point also being the Northwest corner of said Lot 2, Willow Creek Replat III; thence along said Easterly right-of-way line of 145th Street on the following described courses; thence North $17^{\circ}39'28''$ West, a distance of 196.83 feet; thence Northerly on a curve to the right with a radius of 636.62 feet, a distance of 174.00 feet, said curve having a long chord which bears North $09^{\circ}49'40''$ West, a distance of 173.46 feet, to the Point of Beginning.

INFORMATIONAL NOTE: The above property lies within platted subdivisions, known as WILLOW CREEK REPLAT II, the Plat and Dedication of which was recorded January 30, 1986, in Book 8 at Page 92 of the Plat Records of Sarpy County, Nebraska, and WILLOW CREEK REPLAT III, the Plat and Dedication of which was recorded May 6, 1988, as Instrument No. 88-05653 of the Records of Sarpy County, Nebraska, and is identified by Tax Key Numbers 011104570, 011104589, 011137113, 011137126 and 011137134. Also, said Lot 3, Willow Creek Replat III, was subdivided by Surveyor's Certificate recorded March 28, 1989, as Instrument No. 89-03499 of the Records of Sarpy County, Nebraska.