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RICHARD N. TAKECHI
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

ASSIGNMENT OF LEASE

THIS ASSIGNMENT OF LEASE IS DATED FEBRUARY 18, 1997, between V & R Joint Venture a Nebraska General Partnership, whose address is 11205 John Galt Blvd., OMAHA, NE 68137 (referred to below as "Grantor"); and FIRST WESTROADS BANK, INC., whose address is 10855 WEST DODGE ROAD, OMAHA, NE, 68154 (referred to as "Lender").

ASSIGNMENT. For valuable consideration, Grantor assigns, grants a continuing security interest in and conveys to Lender all of Grantor's right, title, and interest in and to the Lease from the following described Property located in DOUGLAS County, State of Nebraska:

See attached Exhibit "A".

The Real Property or its address is commonly known as 13205-25 "C" Street, OMAHA, NE.

Note. The word "Note" means the promissory note or credit agreement dated February 19, 1997, in the original principal amount of \$611,394.72 from Grantor to Lender, together with all renewals of, extensions of, modifications of, refinancings of, considerations of and substitutions for the promissory note or agreement.

Lease: The word "lease" means that certain lease with Union Pacific Railroad Company which was made on the following terms and conditions:

Date of Lease: 01-01-1997
Lease Terms: annual renewable lease
Rental Amount(s): \$2500.00
Tenant's Address: 1416 Dodge Street, Omaha, NE 68179

THIS ASSIGNMENT IS GIVEN TO SECURE (1) PAYMENT OF THE INDEBTEDNESS AND (2) PERFORMANCE OF ANY AND ALL OBLIGATIONS OF GRANTOR UNDER THE NOTE, THIS ASSIGNMENT, AND THE RELATED DOCUMENTS.

GRANTOR ACKNOWLEDGES HAVING READ ALL THE PROVISIONS OF THIS ASSIGNMENT OF LEASE, AND GRANTOR AGREES TO ITS TERMS.

GRANTOR:

V & R Joint Venture a Nebraska General Partnership

By: [Signature]
 VACANTI, Inc., General Partner, Milo P. Vacanti, President
 Vacrand

By: [Signature]
 V & R Company, a Nebraska General Partnership, General Partner,
 Milo P. Vacanti, General Partner

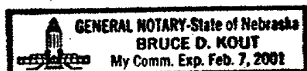
By: [Signature]
 V & R Company, a Nebraska General Partnership, General Partner,
 Charles J. Vacanti, General Partner

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PARTNERSHIP ACKNOWLEDGMENT

STATE OF Nebraska)
) ss
 COUNTY OF Douglas)

On this 19th day of February, 19 97, before me, the undersigned Notary Public, personally appeared Milo P. Vacanti, President Officer of Vacrand, Inc., General Partner of V & R Joint Venture, a Nebraska General Partnership; and Milo P. Vacanti, General Partner and Charles J. Vacanti, General Partner, Partners of V & R Company, a Nebraska General Partnership, General Partner of V & R Joint Venture, a Nebraska General Partnership, partners or designated agents of V & R Joint Venture, a Nebraska General Partnership, and known to me to be partners or designated agents of the partnership that executed the Deed of Trust and acknowledged the Deed of Trust to be the free and voluntary act and deed of the partnership, by authority of statute or its Partnership Agreement, for the uses and purposes therein mentioned, and on oath stated that they are authorized to execute this Deed of Trust and in fact executed the Deed of Trust on behalf of the partnership.



By Bruce D. Kout
 Notary Public in and for the State of NE
 Residing at Omaha
 My commission expires 2-7-01

NOTARIAL SEAL AFFIXED
 REGISTER OF DEEDS

EXHIBIT 'A'**LEGAL DESCRIPTION**

That part of the Southeast Quarter (SE1/4) of Section 36, Township 15 North, Range 11 East of the 6th P.M., in Douglas County, Nebraska, more particularly described as follows:

Beginning at the Southeast corner of Lot 48, in Southwest Park, an Addition to the City of Omaha, as surveyed, platted and recorded, in Douglas County, Nebraska; thence Southerly, along the Southerly extension of the East property line of said Lot 48, a distance of 87.50 feet; thence Northwesterly, a distance of 400.65 feet, to a point on the Southerly extension of the West property line of the East 92.00 feet of Lot 46, in said Southwest Park, said point being 50.00 feet South of the Southwest corner of the East 92.00 feet of said Lot 46; thence North, a distance of 50.00 feet, to the Southwest corner of the East 92.00 feet of said Lot 46; thence East, a distance of 406.21 feet, along the South property lines of said Lots 46, 47 and 48, to the Point of Beginning.

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