



MISC 2009130077



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Received - DIANE L. BATTIATO  
Register of Deeds, Douglas County, NE  
12/4/2009 14:24:59.83



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**NOTICE OF INTERCREDITOR AND SUBORDINATION AGREEMENT**

This Notice of Intercreditor and Subordination Agreement (this "Notice") is notice of an Intercreditor and Subordination Agreement dated December 4, 2009 (the "Agreement") made and entered into by and between First National Bank of Omaha, a national banking association ("Senior Lender"), Aksarben Evolution, LLC, a Nebraska limited liability company ("Junior Lender"), and Zone 5 Entertainment, LLC, a Nebraska limited liability company ("Borrower") which provides the terms and conditions under which Junior Lender has subordinated certain rights and interests in the real property legally described on Exhibit "1" attached hereto, and in other collateral securing existing financing from Senior Lender to Borrower. The terms and conditions of such subordination are more particularly described and set forth in the Agreement, a copy of which is on file with the Senior Lender.

Dated effective December 4, 2009.

**FIRST NATIONAL BANK OF OMAHA**, a national banking association

By: Joel Jensen  
Title: Vice President

STATE OF NEBRASKA    )  
                                  ) ss.  
COUNTY OF DOUGLAS    )

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of December, 2009, by Joel Jensen, Vice President of First National Bank of Omaha, a national banking association, for and on behalf of the association.



Kristine K. Moore  
Notary Public

Return to:  
James D. Buser  
Pansing Hogan Ernst & Bachman, LLP  
10250 Regency Circle, Suite 300  
Omaha, Nebraska 68114

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**EXHIBIT "1"**  
**Legal Description**

Lot 3, Ak-Sar-Ben Village Replat 11, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska.