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SUBMITTED	FIVE POINTS BANK - LA VISTA

FILED SARPY CO. NE.
INSTRUMENT NUMBER
2012-10187
2012 Apr 06 01:49:16 PM
Joseph J. Dowling
REGISTER OF DEEDS



SUBORDINATION AGREEMENT

KNOW ALL MEN BY THIS PRESENTS:

THIS SUBORDINATION AGREEMENT ("Agreement") is executed effective as of December 31, 2011, by the holders and/or assigns of twenty (20) Lifetime Memberships in Platteview Recreation Association a/k/a Platteview Country Club, Kenneth and Mary Albrecht, Randal and Terri Burr, Thomas and Cindy Dahl, Joseph and Lou Digilio, Jeff and Liz Nannen, Brian Crockett, Derrick and Temple Brannan, Al and Patti Herrera, Mark and Lisa Houlton, Robb and Amy Huck, Kenneth and Cindy Inman, Jim and Kelly Kingsley, John and Sarah Marcuzzo, Jerry and Rita Morehouse, Thomas and Kathy Munch, Bradley and Susan Stockwell, Gene and Betty Theel, Dennis and Tami Timmerman, Timothy and Jill Trusler, and William and Tracey Whitley (collectively referred to herein as "Creditors"), to and in favor of Five Points Bank, a Nebraska bank ("Bank").

A. Creditors have made loans to Platteview Recreation Association a/k/a Platteview Country Club, a Nebraska nonprofit corporation ("Borrower") by way of certain Lifetime Membership Agreements and secured by a Second Deed of Trust dated November 1, 2002, and filed May 5, 2003, with the Sarpy County Register of Deeds as instrument #2003-23929.

B. Bank has agreed to extend credit to Borrower on the condition that the Creditors subordinate their rights to debt payments and any liens they have in property owned by Borrower to Bank.

C. To induce Bank to continue to extend credit to Borrower, Creditors have agreed to subordinate the debt payments owed to them by Borrower and any liens they may have on Borrower's assets, to the due and punctual payment of Borrower's indebtedness to Bank pursuant to the terms and conditions of this Agreement.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Subordinated Indebtedness. Any and all obligations and liabilities of Borrower to Creditors, including, without limitation, principal and interest payments, whether direct or indirect, absolute or contingent, joint or several, secured or unsecured, due or to become due, now existing or later arising and whatever the amount and however evidenced (the "Subordinated Indebtedness"), are hereby subordinated in right of payment to any and all obligations and liabilities of Borrower to Bank from time to time, whether direct or indirect, absolute or contingent, joint or several, secured or unsecured, due or to become due, now existing or later arising and whatever the amount and however evidenced including, without limitation, the liabilities and obligations of Borrower to Bank pursuant to certain Promissory

Notes dated September 27, 2011 and July 21, 2008 and any and all documents, instruments or agreements executed in connection with the loans described by those promissory notes (the "Senior Indebtedness").

2. Subordinated Interest in Collateral. Creditors, Stewart Title Guaranty Company as Trustee, and Borrower hereby agree that the Second Deed of Trust dated November 1, 2002 and filed with the Sarpy County, Nebraska Register of Deeds on or about May 5, 2003 for the real property described in Exhibit A attached hereto is subordinate to the Deed of Trust dated July 21, 2008 and filed with the Sarpy County Register of Deeds on or about July 23, 2008 and subsequently assigned to Bank.

3. Modification. No waiver or modification of any of its rights under this Agreement shall be effective unless the waiver or modification shall be in writing and signed by an authorized officer on behalf of Bank. Each waiver or modification shall be a waiver or modification only with respect to the specific matter to which the waiver or modification relates.

4. Successors and Assigns. This Agreement shall bind and be for the benefit of Creditor and Bank and their respective successors and assigns, and shall be construed according to the laws of the State of Nebraska without regard to conflict of laws principles. If this Agreement is executed by two or more persons, it shall bind each of them individually as well as jointly. Creditors further represent and warrant that they are in fact parties or assignees to the Lifetime Membership Agreements and that they have not assigned or in anyway transferred their rights and/or obligations arising from either the Second Deed of Trust or the Lifetime Membership Agreements to any other person(s).

5. Trustee Authorization. The Creditors hereby acknowledge and authorize their Trustee of the Second Deed of Trust dated November 1, 2002 and filed with the Sarpy County, Nebraska Register of Deeds on or about May 5, 2003 for the real property described in Exhibit A attached hereto, Stewart Title Guaranty Company, to enter into and acknowledge this Agreement.

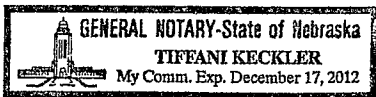
IN WITNESS WHEREOF, the undersigned have caused this Agreement to be executed as of the date first written above.

Five Points Bank

Thomas O. Kelley
By: Thomas O. Kelley
Its: Market President and Vice Chairman

State of Nebraska
County of Douglas)ss

On this 4th day of January, 2012, before the undersigned Notary Public, personally came, Thomas O. Kelley, on behalf of Five Points Bank, and executed the foregoing instrument as their voluntary act and deed.



By: Tifani Keckler
Notary Public

Kenneth Albrecht
By: Kenneth Albrecht

State of Nebraska
County of Douglas)^{ss}

On this 19th day of January, 2012, before the undersigned Notary Public, personally came, Kenneth Albrecht, and executed the foregoing instrument as their voluntary act and deed.

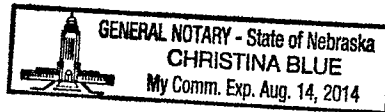
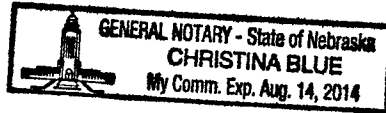
By: Christina Blue
Notary Public

Mary Albrecht
By: Mary Albrecht

State of Nebraska
County of Douglas)^{ss}

On this 19th day of January, 2012, before the undersigned Notary Public, personally came, Mary Albrecht, and executed the foregoing instrument as their voluntary act and deed.

By: Christina Blue
Notary Public



Randal E. Burr
By: Randal Burr

State of California
County of Riverside)^{ss}

On this 9th day of March, 2012, before the undersigned Notary Public, personally came, Randal Burr, and executed the foregoing instrument as their voluntary act and deed.

By: R. Lycan
Notary Public
R. Lycan, Notary Public

Terri Burr
By: Terri Burr

**REFER TO ATTACHED
CA ALL-PURPOSE
ACKNOWLEDGMENT**
RL, NP

**REFER TO ATTACHED
CA ALL-PURPOSE
ACKNOWLEDGMENT**

State of California
County of Riverside)^{ss}

On this 9th day of March, 2012, before the undersigned Notary Public, personally came, Terri Burr and executed the foregoing instrument as their voluntary act and deed.

By: R. Lycan
Notary Public

R. Lycan, Notary Public

**REFER TO ATTACHED
CA ALL-PURPOSE
ACKNOWLEDGMENT**

CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

State of California

County of Riverside

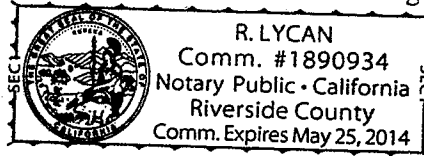
On March 9, 2012 before me, R. Lycan, Notary Public
(Here insert name and title of the officer)

personally appeared Randal Burr and Terri Burr

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is~~ are subscribed to the within instrument and acknowledged to me that ~~he~~ she/they executed the same in ~~his~~ her/their authorized capacity(ies), and that by ~~his~~ her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



R. Lycan
 Signature of Notary Public

(Notary Seal)

ADDITIONAL OPTIONAL INFORMATION

DESCRIPTION OF THE ATTACHED DOCUMENT
Subordination Agreement
(Title or description of attached document)

(Title or description of attached document continued)

Number of Pages _____ Document Date _____

(Additional information)

CAPACITY CLAIMED BY THE SIGNER

Individual (s)
 Corporate Officer

(Title)

Partner(s)
 Attorney-in-Fact
 Trustee(s)
 Other _____

INSTRUCTIONS FOR COMPLETING THIS FORM

Any acknowledgment completed in California must contain verbiage exactly as appears above in the notary section or a separate acknowledgment form must be properly completed and attached to that document. The only exception is if a document is to be recorded outside of California. In such instances, any alternative acknowledgment verbiage as may be printed on such a document so long as the verbiage does not require the notary to do something that is illegal for a notary in California (i.e. certifying the authorized capacity of the signer). Please check the document carefully for proper notarial wording and attach this form if required.

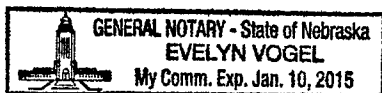
- State and County information must be the State and County where the document signer(s) personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. ~~he~~/she/~~they~~, is /are) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
 - ❖ Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
 - ❖ Indicate title or type of attached document, number of pages and date.
 - ❖ Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document

Thomas E Dahl
By: Thomas Dahl

State of Nebraska
County of Saunders)^{ss}

On this 16 day of Jan, 2012, before the undersigned Notary Public, personally came, Thomas Dahl, and executed the foregoing instrument as their voluntary act and deed.

By: Evelyn Vogel
Notary Public

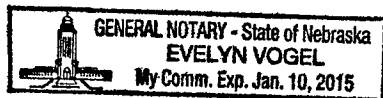


Cindy (Cinde) Dahl
By: Cindy Dahl

State of Nebraska
County of Saunders)^{ss}

On this 16 day of Jan, 2012, before the undersigned Notary Public, personally came, Cindy Dahl, and executed the foregoing instrument as their voluntary act and deed.

By: Evelyn Vogel
Notary Public



Derrick R.
By: Derrick Brannan

State of NE
County of Douglas^{ss}

On this 17th day of January, 2012, before the undersigned Notary Public, personally came, Derrick Brannan, and executed the foregoing instrument as their voluntary act and deed.

By: [Signature]
Notary Public

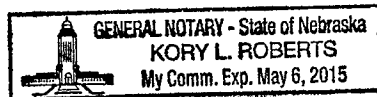


[Signature]
By: Temple Brannan

State of NE
County of Douglas^{ss}

On this 17th day of January, 2012, before the undersigned Notary Public, personally came, Temple Brannan, and executed the foregoing instrument as their voluntary act and deed.

By: [Signature]
Notary Public



Al Herrera

By: Al Herrera

STATE OF Nebraska)

COUNTY OF Douglas)ss.

On this 5th day of April, 2012, before me, the undersigned Notary Public, personally came, Al Herrera, who executed the foregoing instrument as their voluntary act and deed.



Kristine K Crosby
Notary Public

Al Herrera
By: Al Herrera

State of Nebraska
County of Douglas)ss

On this 13 day of January, 2012, before the undersigned Notary Public, personally came, Al Herrera, and executed the foregoing instrument as their voluntary act and deed.

By: Lori Miles
Notary Public

Patti Herrera
Patti Herrera

State of Nebraska
County of Douglas)ss

On this 13 day of January, 2012, before the undersigned Notary Public, personally came, Patti Herrera, and executed the foregoing instrument as their voluntary act and deed.

By: Lori Miles
Notary Public



Mark Houlton

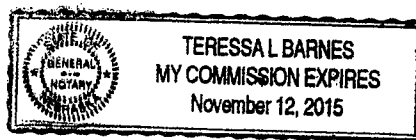
By: Mark Houlton

State of NEBRASKA

County of Douglas^{ss}

On this 30th day of JANUARY, 2012 before the undersigned Notary Public, personally came, Mark Houlton, and executed the foregoing instrument as their voluntary act and deed.

By: Teressa L Barnes
Notary Public



Lisa Houlton

By: Lisa Houlton

State of NEBRASKA

County of Douglas^{ss}

On this 30th day of JANUARY, 2012 before the undersigned Notary Public, personally came, Lisa Houlton, and executed the foregoing instrument as their voluntary act and deed.

By: Teressa L Barnes
Notary Public



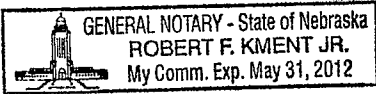


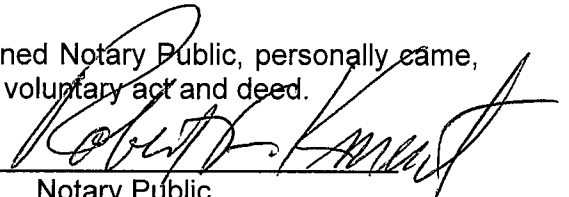
By: Robb Huck

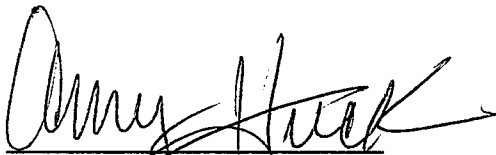
State of NEBRASKA

County of SARASOTA)^{SS}

On this 14 day of JAN, 2012 before the undersigned Notary Public, personally came, Robb Huck, and executed the foregoing instrument as their voluntary act and deed.



By: 
Notary Public

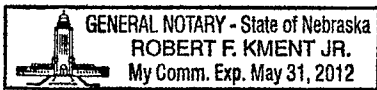


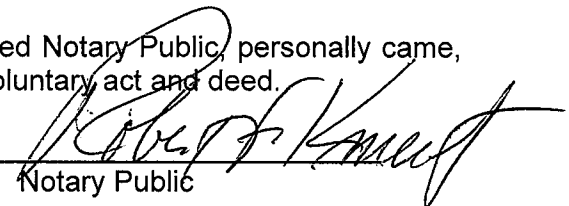
By: Amy Huck

State of NEBRASKA

County of SARASOTA)^{SS}

On this 14 day of JAN, 2012 before the undersigned Notary Public, personally came, Amy Huck, and executed the foregoing instrument as their voluntary act and deed.

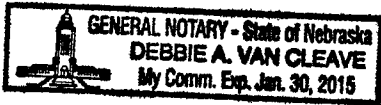


By: 
Notary Public

Kenneth D Inman
By: Kenneth Inman

State of Nebraska)
County of Douglas)^{SS}

On this 20th day of Jan, 2012 before the undersigned Notary Public, personally came, Kenneth Inman, and executed the foregoing instrument as their voluntary act and deed.

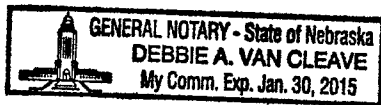


By: Debbie A. Van Cleave
Notary Public

Cindy Inman
By: Cindy Inman

State of Nebraska)
County of Douglas)^{SS}

On this 20th day of Jan, 2012 before the undersigned Notary Public, personally came, Cindy Inman, and executed the foregoing instrument as their voluntary act and deed.



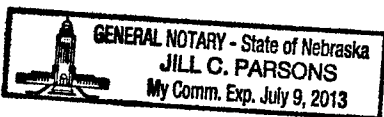
By: Debbie A. Van Cleave
Notary Public

[Signature]
By: Jim Kingsley

State of NE)
County of Douglas)ss

On this 31 day of Jan, 2012, before the undersigned Notary Public, personally came, Jim Kingsley, and executed the foregoing instrument as their voluntary act and deed.

By: [Signature]
Notary Public

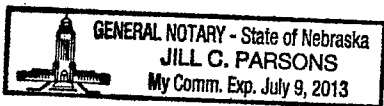


[Signature]
By: Kelly Kingsley

State of NE)
County of Douglas)ss

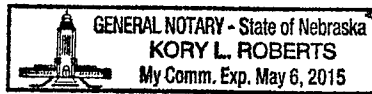
On this 31 day of Jan, 2012, before the undersigned Notary Public, personally came, Kelly Kingsley, and executed the foregoing instrument as their voluntary act and deed.

By: [Signature]
Notary Public



John Marcuzzo
By: John Marcuzzo

State of NE
County of Douglas)^{ss}

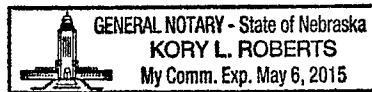


On this 13 day of Jan, 2012 before the undersigned Notary Public, personally came, John Marcuzzo, and executed the foregoing instrument as their voluntary act and deed.

By: Kory L. Roberts
Notary Public

Sarah Marcuzzo
By: Sarah Marcuzzo

State of NE
County of Douglas)^{ss}



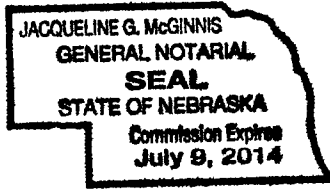
On this 13 day of Jan, 2012 before the undersigned Notary Public, personally came, Sarah Marcuzzo, and executed the foregoing instrument as their voluntary act and deed.

By: Kory L. Roberts
Notary Public

Thomas J. Munch
By: Thomas Munch

State of Nebraska
County of Saary)^{ss}

On this 16 day of Jan, 2012, before the undersigned Notary Public, personally came, Thomas Munch, and executed the foregoing instrument as their voluntary act and deed.

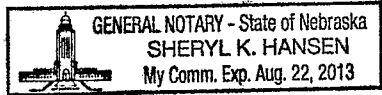


By: Jacqueline G. McGinnis
Notary Public

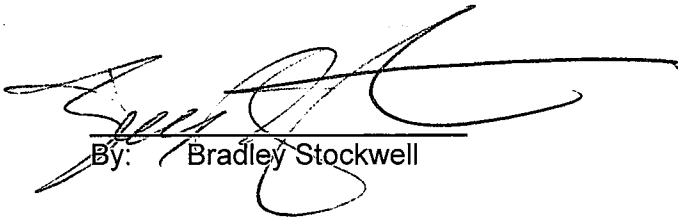
Kathy K. Munch
By: Kathy Munch

State of Nebraska
County of Saary)^{ss}

On this 16th day of January, 2012, before the undersigned Notary Public, personally came, Kathy Munch, and executed the foregoing instrument as their voluntary act and deed.

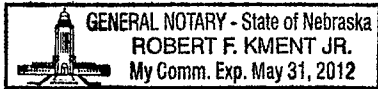


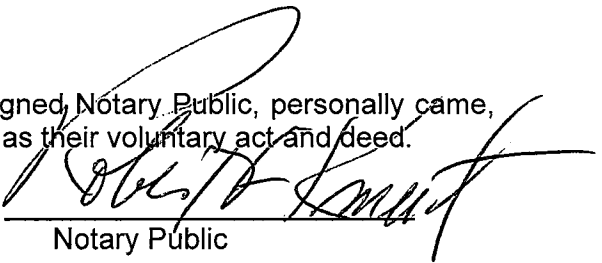
By: Sheryl K. Hansen
Notary Public


By: Bradley Stockwell

State of NEBRASKA
County of SARPY)^{ss}

On this 16th day of JANUARY, 2012, before the undersigned Notary Public, personally came, Bradley Stockwell, and executed the foregoing instrument as their voluntary act and deed.

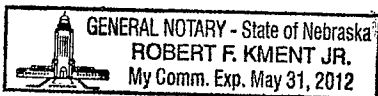


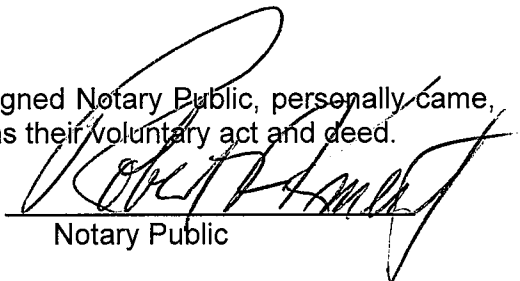
By: 
Notary Public

Susan Stockwell
By: Susan Stockwell

State of NEBRASKA
County of SARPY)^{ss}

On this 16th day of JANUARY, 2012, before the undersigned Notary Public, personally came, Susan Stockwell, and executed the foregoing instrument as their voluntary act and deed.



By: 
Notary Public

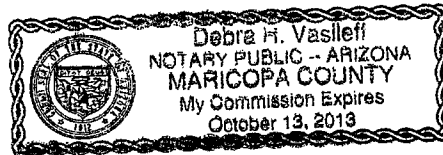
Gene Theel

By: Gene Theel

State of Arizona)
)ss
County of Maricopa

On this 31 day of January, 2012, before the undersigned Notary Public, personally came, Gene Theel, and executed the foregoing instrument as their voluntary act and deed.

By: Debra H. Vasileff
Notary Public

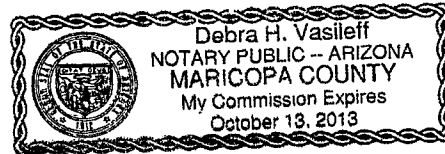


Beatrice Theel
By: Beatrice Theel

State of Arizona)
)ss
County of Maricopa

On this 31 day of January, 2012, before the undersigned Notary Public, personally came, Beatrice Theel, and executed the foregoing instrument as their voluntary act and deed.

By: Debra H. Vasileff
Notary Public

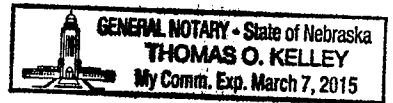
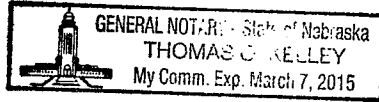


Dennis Timmerman
By: Dennis Timmerman

State of NEBRASKA
County of SARPY)ss

On this 16th day of January, 2012, before the undersigned Notary Public, personally came, Dennis Timmerman, and executed the foregoing instrument as their voluntary act and deed.

By: Thomas O. Kelley
Notary Public

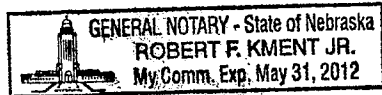


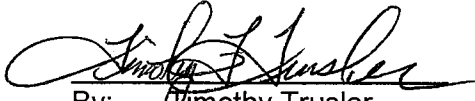
Tami Timmerman
By: Tami Timmerman

State of NEBRASKA
County of SARPY)ss

On this 17th day of January, 2012, before the undersigned Notary Public, personally came, Tami Timmerman, and executed the foregoing instrument as their voluntary act and deed.

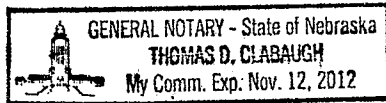
By: Robert F. Kment Jr.
Notary Public



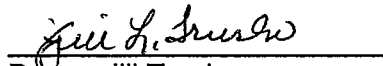

By: Timothy Trusler

State of NEBRASKA)
County of DOUGLAS)ss

On this 13 day of Jan, 2012, before the undersigned Notary Public, personally came, Timothy Trusler and executed the foregoing instrument as their voluntary act and deed.

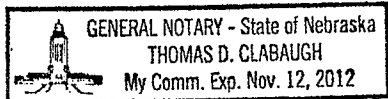


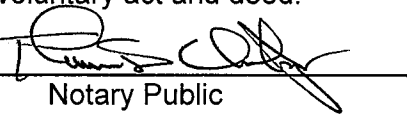
By: 
Notary Public


By: Jill Trusler

State of NEBRASKA)
County of DOUGLAS)ss

On this 13 day of Jan, 2012, before the undersigned Notary Public, personally came, Jill Trusler and executed the foregoing instrument as their voluntary act and deed.

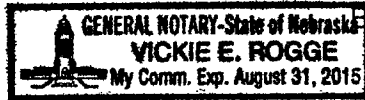


By: 
Notary Public

William Whitley
By: William Whitley

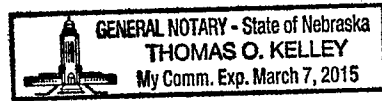
State of NEBRASKA)
County of SARPY)^{ss}

On this 14 day of January, 2012, before the undersigned Notary Public, personally came, William Whitley, and executed the foregoing instrument as their voluntary act and deed.



Vickie E. Rogge
Notary Public

Tracey Whitley
By: Tracey Whitley
State of NEBRASKA)
County of SARPY)^{ss}



On this 16th day of January, 2012, before the undersigned Notary Public, personally came, Tracey Whitley, and executed the foregoing instrument as their voluntary act and deed.

By: Tom Kelley
Notary Public

TRUSTEE'S ACKNOWLEDGEMENT

Stewart Title Guaranty Company as Trustee of the Second Deed of Trust accepts notice of subordination created by this Agreement and agrees that it will take no action inconsistent with this Agreement.

Dated: 4/3, 2012

Stewart Title Guaranty Company, a company licensed with the Nebraska Department of Insurance,

By: [Signature]
Its: V.A.

STATE OF Nebraska)
)ss
COUNTY OF Sarpy)

On this day before me, 3rd of April, 2012 the undersigned Notary Public, personally appeared John A. Dahm, to me known to be the individual described in and who executed the Deed of Trust, and acknowledged that they signed the Deed of Trust as their free and voluntary act and deed, for the uses and purposes therein mentioned.



Kristine K. Crosby
Notary Public

EXIBIT A

North $\frac{1}{2}$ of the NW $\frac{1}{4}$ of 20-13-13 and the NE $\frac{1}{4}$ of the NE $\frac{1}{4}$ of 19-13-13, Sarpy County, Nebraska.