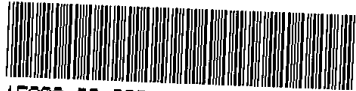




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RICHARD N. TAKECHI
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

98 OCT 29 PM 12: 14

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MEMORANDUM OF LEASE

This Memorandum of Lease ("Memorandum") is made and entered into effective this 1st day of OCT, 1998, by and between Gerald A. Hoberman ("Landlord") and Team Tires Plus, Ltd., a Minnesota corporation ("Tenant").

WITNESSETH:

WHEREAS, a Lease was entered into by and between Landlord and Tenant on SEPT. 30, 1998, which provides in detail the terms and conditions of the Lease; and

WHEREAS, said Lease provides that the parties may execute a Memorandum evidencing the terms and provisions of the Lease for purposes of recordation with the Register of Deeds of Douglas County, Nebraska; and

WHEREAS, the parties now desire to enter into this Memorandum in accordance with said Lease.

1. Premises. The Premises subject to the Lease are located at 2545 South 120 Street, Omaha, Douglas County, Nebraska, said Premises being legally described as follows:

A part of Lots 5 and 6, Block 12, Happy Hollow View, a Subdivision, located in the SW¼ of Section 29, Township 15 North, Range 12 East of the 6th P.M., Douglas County, Nebraska, more particularly described as follows:

Commencing at the Northeast corner of said Lot 5, Block 12, Happy Hollow View; thence S00°44'06"W (assumed bearing), along the East line of said Lot 5, Block 12, Happy Hollow View, a distance of 85.82 feet to the Point of Beginning; thence continuing S00°44'06"W, along the East line of said Lots 5 and 6, Block 12, Happy Hollow View, a distance of 100.00 feet; thence N89°15'31"W, a distance of 279.97 feet; thence N00°44'29"E, a distance of 100.00 feet; thence S89°15'31"E, a distance of 279.96 feet to the Point of Beginning.

Said Premises shall hereinafter be referred to as "Premises".

2. Term of Lease. The term of the Lease is five (5) years commencing on Oct 1, 1998, and ending on SEPT 30, 2003.

3. Option to Extend. Tenant has the option to extend the term of the Lease for two (2) additional terms of five (5) years each.

4. Memorandum. This document is prepared for filing and notice purposes only. There is no intent, implied or expressed, to alter the rights and obligations of the parties as set forth in the Lease referred to herein.

RKP/149371

Krass Monroe
1650 W. 82nd #1100
Minneapolis, MN 55431

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BKP	C/O	COMP
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IN WITNESS WHEREOF, the parties have executed this Memorandum as of the day and year first above written.

Gerald A. Hoberman
Gerald A. Hoberman, Landlord

TEAM TIRES PLUS, LTD., a Minnesota corporation, Tenant

By Donald M. Gullett
Its Secretary

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

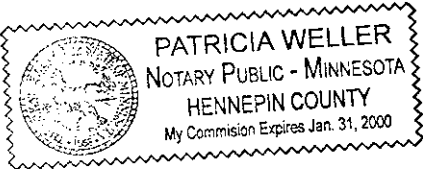
The foregoing Memorandum of Lease was acknowledged before me this 25th day of SEPT, 1998, by Gerald A. Hoberman, as Landlord.



Ronald K. Parsonage
Notary Public

STATE OF MINNESOTA)
) ss.
COUNTY OF Dakota)

The foregoing Memorandum of Lease was acknowledged before me this 28 day of September, 1998, by Donald M. Gullett Secretary of Team Tires Plus, Ltd., on behalf of Tenant.



Patricia Weller
Notary Public