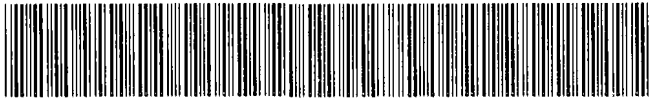




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Received - DIANE L. BATTIATO
 Register of Deeds, Douglas County, NE
 2/3/2015 14:27:31.92



2015007942

ASSIGNMENT AND ASSUMPTION OF DEVELOPER RIGHTS

This Assignment and Assumption of Developer Rights (this "Assignment") is made and entered into effective the 21st day of January, 2015, by and between SYLVIA COHN, TRUSTEE OF THE SYLVIA COHN AMENDED AND RESTATED REVOCABLE TRUST OF 1999, EXECUTED JUNE 10, 1999, AS AMENDED, BLUMKIN FAMILY LIMITED PARTNERSHIP, a Nebraska Limited Partnership, BRUCE SCHNEIDER and JEROLD SCHNEIDER, Co-Successor Trustees of the Cynthia Schneider Amended and Restated Revocable Trust of 2000 executed June 29, 2000, as Amended and Restated on January 21, 2009, and FOUR B RANCH, LLC, a Nebraska Limited Liability Company (collectively, the "Assignor"), and ROYCE CANDLEWOOD, LLC, a Nebraska limited liability company ("Assignee").

RECITALS

WHEREAS, Assignor is the "Developer" under the Construction, Operation and Reciprocal Easement Agreement dated July 12, 2007, recorded with the Douglas County, Nebraska, Register of Deeds on July 18, 2007, as Instrument No. 2007081387 (as amended, the "REA");

WHEREAS, the REA governs the ownership and use of the real estate in Douglas County, Nebraska legally described on Exhibit "A" attached hereto (the "Covered Property");

WHEREAS, the "Developer" under the REA is granted certain rights under the REA (the "Developer Rights") and now wishes to assign the Developer Rights to Assignee;

WHEREAS, as permitted under the REA, Assignor has agreed to assign and transfer to Assignee, and Assignee has agreed to accept and assume from Assignor, as of the date of recording of this Assignment, all of the Developer Rights; and

WHEREAS, Assignor and Assignee desire to give notice of this Assignment to all present and future owners of the Covered Property.

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

#5

512134

NOW, THEREFORE, Assignor and Assignee agree as follows:

Assignor hereby assigns and transfers to Assignee, its successors and assigns, all of the Developer Rights under the REA effective as of the date of recording of this Assignment and Assignee hereby assumes from Assignor all of such Developer Rights effective from and after the date of recording of this Assignment. This Assignment may be executed in multiple counterparts.

**[Space Below Intentionally Left Blank –
Signature Page to Follow]**

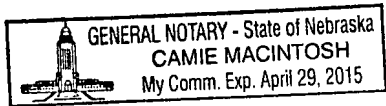
ASSIGNOR:

Sylvia Cohn

By: Sylvia Cohn, Trustee of the Sylvia Cohn Amended and Restated Revocable Trust of 1999, executed June 10, 1999, As Amended

STATE OF Nebraska)
) ss.
COUNTY OF Douglas)

The above and foregoing instrument was acknowledged before me on this 21st day of January, 2015, by Sylvia Cohn, Trustee of The Sylvia Cohn Amended and Restated Revocable Trust of 1999, executed June 10, 1999, as amended, as her free and voluntary act and deed for and on behalf of said Trust.



Camie Macintosh

Notary Public

ASSIGNOR:

BLUMKIN FAMILY LIMITED PARTNERSHIP,
A Nebraska Limited Partnership,

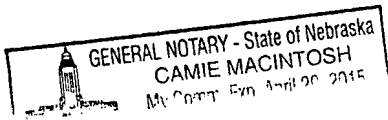
By: IRV BLUMKIN ADMINISTRATIVE
GENERAL PARTNER, LLC, A Nebraska Limited
Liability Company, General Partner

Irv Blumkin

By: Irv Blumkin, Sole Member

STATE OF Nebraska)
) ss.
COUNTY OF Douglas)

The above and foregoing instrument was acknowledged before me on this the 21st day of January, 2015, by Irv Blumkin, Sole Member of IRV BLUMKIN ADMINISTRATIVE GENERAL PARTNER, LLC, A Nebraska Limited Liability Company, General Partner of BLUMKIN FAMILY LIMITED PARTNERSHIP, A Nebraska Limited Partnership, as his free and voluntary act and deed for and on behalf of said limited partnership.



Camie MacIntosh
Notary Public

*My Comm. Exp.
April 29, 2015*

⊕
4/29/2015

ASSIGNOR:

Bruce Schneider

BRUCE SCHNEIDER, Successor Co-Trustee of the
Cynthia Schneider Amended and Restated
Revocable Trust of 2000, executed June 29, 2000,
as Amended and Restated on January 21, 2009

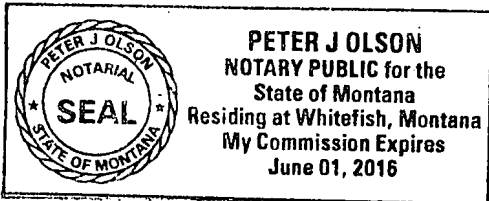
STATE OF Montana)
) ss.
COUNTY OF Flame)

The above and foregoing instrument was acknowledged before me on this the 19th day of January, 2015, by BRUCE SCHNEIDER, Successor Co-Trustee of the Cynthia Schneider Amended and Restated Revocable Trust of 2000, executed June 29, 2000, as Amended and Restated on January 21, 2009, as his free and voluntary act and deed on behalf of said Trust.

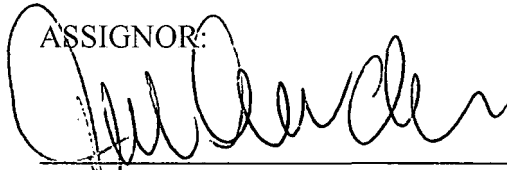
Peter J. Olson

Notary Public

Expires 06/01/2016



ASSIGNOR:



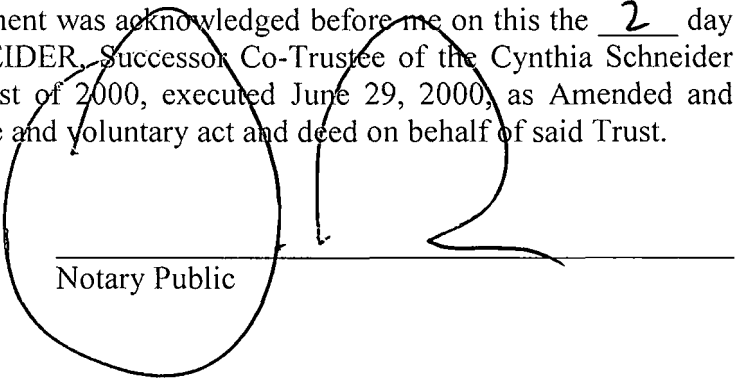
JEROLD SCHNEIDER, Successor Co-Trustee of the Cynthia Schneider Amended and Restated Revocable Trust of 2000, executed June 29, 2000, as Amended and Restated on January 21, 2009

STATE OF NEBRASKA)

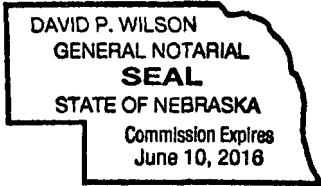
) ss.

COUNTY OF DOUGLAS)

~~January~~ February The above and foregoing instrument was acknowledged before me on this the 2 day of ~~January~~, 2015, by JEROLD SCHNEIDER, Successor Co-Trustee of the Cynthia Schneider Amended and Restated Revocable Trust of 2000, executed June 29, 2000, as Amended and Restated on January 21, 2009, as his free and voluntary act and deed on behalf of said Trust.

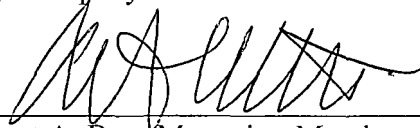


Notary Public



ASSIGNOR:

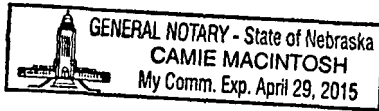
FOUR B RANCH, LLC, a Nebraska Limited Liability Company



By: Robert A. Batt, Managing Member

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

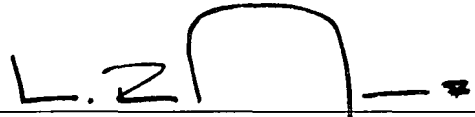
The above and foregoing instrument was acknowledged before me on this 20th day of January, 2015, by Robert A. Batt, Managing Member of the Four B Ranch, LLC, A Nebraska Limited Liability Company, as his free and voluntary act and deed for and on behalf of said limited liability company.



Notary Public

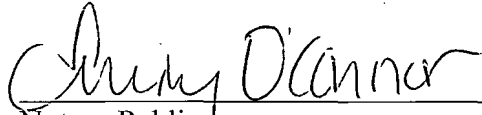
ASSIGNEE:

ROYCE CANDLEWOOD, LLC, a Nebraska limited liability company

By: 
Lawrence R. James, II, Manager

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me this 3 day of January, 2015, by Lawrence R. James, II, Manager of ROYCE CANDLEWOOD, LLC, a Nebraska limited liability company, for and on behalf of said limited liability company.


Notary Public

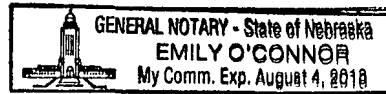


EXHIBIT "A"

Lots 1 through 5, inclusive, and 7, and Outlot A1, Candlewood Hills, an Addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska,

59-05683

And

Lot 1, Candlewood Hills Replat 1, an Addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska.

59-05684