

**WHEN RECORDED, RETURN TO:**

Las-Cal Corporation  
1210 S. Valley View Blvd., Suite 202  
Las Vegas, NV 89102  
Attention: David Bonanni  
Store #: Las-Cal #37

**ASSIGNMENT AND ASSUMPTION OF LEASE AGREEMENT**

THIS ASSIGNMENT AND ASSUMPTION OF LEASE AGREEMENT is made and entered into this 9th day of February, 2001, by and between, Jerry E. Polis-Gardnerville, a Nevada Limited Partnership ("Assignor"), and Glen Poulsen, and Individual, Otto Hub, an Individual, Nancy Simon, an Individual, and Walter Simon, an Individual ("Assignees").

WHEREAS Assignor, for good and valuable consideration, receipt of which is hereby acknowledged by Assignor, hereby assigns to Assignees an undivided One Hundred percent (100%) interest in and to Assignor's right, title, and interest in and to that certain Lease (the "Lease") dated September 25, 1997 by and between Las-Cal Corporation, A Nevada Corporation (the "Tenant"), and Assignor (the "Landlord"), pertaining to that certain real property (and improvements thereon), (the "Premises") legally described in Exhibit "A" attached, and generally as:

1331 N. Highway 395  
Gardnerville, NV 89410  
APN# 1220-04-501-013

The undersigned Assignees by acceptance of this Agreement does hereby promise and agree to faithfully keep and perform all of the terms, covenants, and conditions of the Lease as if it were the original party thereto.

IN WITNESS WHEREOF, Assignor and Assignees have executed this Assignment and Assumption of Lease agreement this 13 day of February, 2001.

**ASSIGNOR:**

Jerry E. Polis-Gardnerville,  
a Nevada Limited Partnership

**ASSIGNEES:**

Glen Poulsen, Otto Hub, Nancy  
Simon, and Walter Simon,  
Individuals

By: Jerry E. Polis  
Jerry E. Polis  
Its: General Partner  
Date: 2/13/01

By: \_\_\_\_\_  
Glen Poulsen  
Date: \_\_\_\_\_

By: \_\_\_\_\_  
Otto Hub  
Date: \_\_\_\_\_

By: \_\_\_\_\_  
Nancy Simon  
Date: \_\_\_\_\_

By: \_\_\_\_\_  
Walter Simon  
Date: \_\_\_\_\_

**ALL SIGNATURES MUST BE NOTARIZED**  
*SIGNED IN COUNTERPART; DEEMED ONE ORIGINAL*

**0509084**

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**ASSIGNOR:**

Jerry E. Polis-Gardnerville,  
a Nevada Limited Partnership

By: \_\_\_\_\_  
Jerry E. Polis  
Its: General Partner  
Date: \_\_\_\_\_

**ASSIGNEES:**

Glen Poulsen, Otto Hub, Nancy  
Simon, and Walter Simon,  
Individuals

By: [Signature]  
Glen Poulsen

Date: 02/15/01

By: [Signature]  
Otto Hub

Date: 2/15/01

By: [Signature]  
Nancy Simon

Date: 2/14/01

By: [Signature]  
Walter Simon

Date: [Signature]

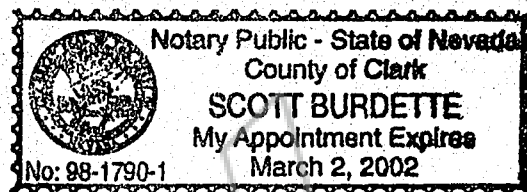
**ALL SIGNATURES MUST BE NOTARIZED**  
SIGNED IN COUNTERPART; DEEMED ONE ORIGINAL

0509084

ACKNOWLEDGMENT

STATE OF NEVADA )  
 )  
COUNTY OF CLARK )

SS.



On this 13 day of FEBRUARY, 2001 personally appeared before me, a notary public, JERRY E. POLIS, personally known (or proved) to me to be the person whose name is subscribed to the foregoing instrument and who acknowledged that (s/he) executed the instrument.

[Signature]  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

SS.

On this \_\_\_\_\_ day of \_\_\_\_\_, 2001 personally appeared before me, a notary public, \_\_\_\_\_, personally known (or proved) to me to be the person whose name is subscribed to the foregoing instrument and who acknowledged that (s/he) executed the instrument.

\_\_\_\_\_  
NOTARY PUBLIC

0509084

BK0201PG3974



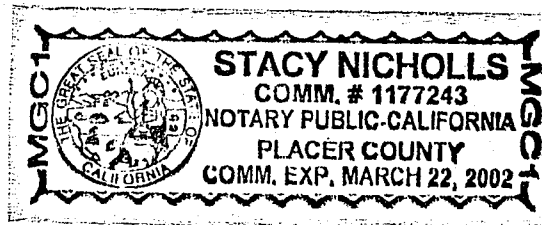
STATE OF CALIFORNIA  
COUNTY OF Placer ss.

On February 13, 2001, before me, Stacy Nicholls,  
personally appeared Walter Simon

\_\_\_\_\_, personally known to me  
(or 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.

WITNESS my hand and official seal.

Signature Stacy Nicholls



(This area for official notarial seal)

Title of Document	<u>Assignment lease agreement</u>		
Date of Document	<u>2-9-01</u>	No. of Pages	_____
Other signatures not acknowledged	_____		

0509084  
BK0201PG3975





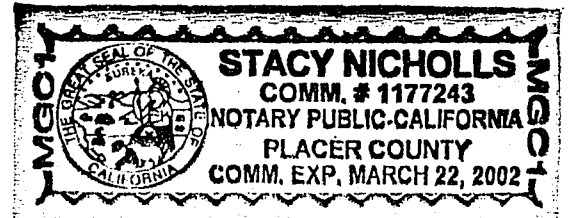
STATE OF CALIFORNIA  
COUNTY OF Placer } ss.

On 2-14-01, before me, Stacy Nicholls,  
personally appeared Nancy Simon

\_\_\_\_\_, personally known to me  
(or 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.

WITNESS my hand and official seal.

Signature Stacy Nicholls



(This area for official notarial seal)

Title of Document	<u>Assignment of Lease</u>		
Date of Document	<u>2-9-01</u>	No. of Pages	_____
Other signatures not acknowledged	_____		

0509084

BK0201PG3976

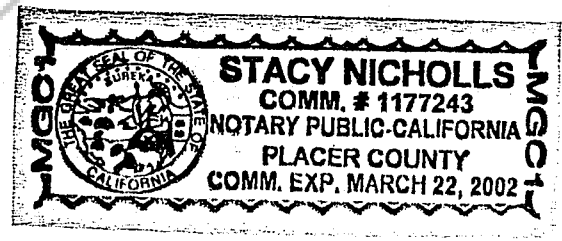


STATE OF CALIFORNIA }  
COUNTY OF Placer } ss.

On 2-15-01, before me, Stacy Nicholls,  
personally appeared Glen Poulsen and  
Otto Hub, personally known to me  
(or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) s/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.

WITNESS my hand and official seal.

Signature Stacy Nicholls



(This area for official notarial seal)

Title of Document Assignment of lease  
Date of Document 2-9-01 No. of Pages \_\_\_\_\_  
Other signatures not acknowledged \_\_\_\_\_

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**EXHIBIT "A"**  
(Property Legal Description)

All that certain lot, piece or parcel of land situate in the County of Douglas, State of Nevada, described as follows:

A parcel of land located within a portion of the Northwest  $\frac{1}{4}$  of the Northeast  $\frac{1}{4}$  (NW  $\frac{1}{4}$  NE  $\frac{1}{4}$ ) of Section 4, Township 12 North, Range 20 East, Mount Diablo Meridian, Douglas County, Nevada, described as follows:

Commencing at centerline Station "A" 370+44.51 of U.S. Highway 395 per found Nevada Department of Transportation Highway right-of-way Brass Cap Monuments; thence along said centerline South  $51^{\circ}04'00''$  East, per Document No. 28058, 1403.69 feet; thence North  $38^{\circ}56'00''$  East, a right angle to the preceding course a distance of 40.00 feet to a point on the Northeasterly right-of-way line of U.S. 395, said point further described as the Southwesterly most corner of the property conveyed to Wayne C. Matley et ux recorded May 19, 1971 in Book 87 of Official Records at Page 109 in Douglas County, Nevada; thence along said right-of-way line South  $51^{\circ}04'00''$  East, 216.85 feet to THE POINT OF BEGINNING; thence North  $38^{\circ}54'53''$  East, 190.00 feet; thence South  $51^{\circ}04'00''$  East, 188.62 feet to the Northwesterly right-of-way line of Waterloo Lane; thence along said right-of-way line South  $44^{\circ}54'36''$  West, 168.52 feet; thence along the arc of a curve to the right having a radius of 25.00 feet, a central angle of  $84^{\circ}01'24''$  and an arc length of 36.66 feet to a point on the Northwesterly right-of-way line of U.S. Highway 395; thence along said right-of-way line North  $51^{\circ}04'00''$  West, 146.15 feet to THE POINT OF BEGINNING.

Reference is hereby made to that certain Record of Survey for Smith's Food and Drug Centers, Inc., filed for record in the Douglas County Recorder's Office on September 1, 1994 in Book 994, Page 109 as Document No. 345325, Official Records.

REQUESTED BY  
**FIRST AMERICAN TITLE CO.**

IN OFFICIAL RECORDS OF  
DOUGLAS CO., NEVADA

2001 FEB 21 AM 11:17

LINDA SLATER  
RECORDER

\$13<sup>00</sup> PAID *KJ* DEPUTY

0509084

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