

ACKNOWLEDGEMENT THE ASSIGNMENT AGREEMENT BETWEEN THE CITY OF RAPID CITY, HEARTLAND RETAIL CENTER LLC AND FIRST WESTERN BANK IS RELEASED.

WHEREAS, the City of Rapid City (the "City") approved Tax Increment District #38 on February 17, 2003; and

WHEREAS, the City and Heartland Retail Center LLC ("Heartland") entered into a Contract for Private Development (the "Developer's Agreement") for Tax Increment District #38 on May 28, 2003; and

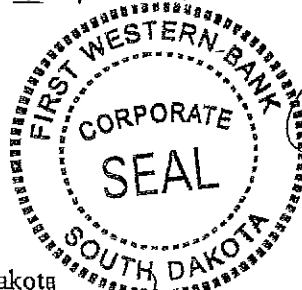
WHEREAS, Heartland financed the construction of the public improvements within Tax Increment District #38 through a loan from First Western Bank ("First Western"); and

WHEREAS, in order to obtain financing, Heartland assigned its rights under the Developer's Agreement to First Western on September 25, 2003; and

WHEREAS, Heartland has paid its loan obligation to First Western and wishes to have the assignment of its rights under the Developer's Agreement released,

NOW THEREFORE, First Western hereby acknowledges that Heartland has satisfied all obligations related to the loan it was provided to construct the public improvements within Tax Increment District #38. First Western further acknowledges that the assignment agreement it previously entered into entitling it to the proceeds of Tax Increment District #38 is no longer needed and is hereby released. First Western understands the City and Heartland may agree to assign these proceeds to another entity and First Western agrees that it will make no claim on any future increments generated by this tax increment district under the assignment agreement.

Dated this 5 day of June, 2008.



FIRST WESTERN BANK

Doreen A. M. Jordan

By: _____
Its: Sen U.P.

State of South Dakota

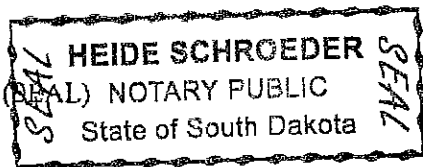
SS.

County of Pennington)

On this the 5th day of June, 2008, before me, the undersigned officer, personally appeared Catalina McCollom known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument and acknowledged

themselves to be the Sr. Vice Pres. of First Western Bank and as such, being duly authorized to do so, they executed the same in the name of First Western Bank for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Heide Schroeder

Notary Public, South Dakota
My Commission Expires:

My Commission Expires
July 19, 2013