

ASSIGNMENT

LF121003-17

FOR VALUE RECEIVED for A/R Group, L.L.C., does hereby sell, assign, transfer, and assign over to First Western Bank, 1750 Eglin Street, Rapid City, South Dakota 57703, all of their rights to receive payments under that certain Contract for Private Development - Tax Increment District Number Thirty-Nine, City of Rapid City, Pennington County, South Dakota (Contract) entered into by and between the City of Rapid City, Rapid City, South Dakota and A/R Group. L.L.C. on the 18 st day of August, 2003. This assignment covers all of the assignor's right, title, and interest in and the right to receive any and all payments from said fund as provided for in said Contract.

This assignment is given as security for payment of all loans now existing or renewals or additions thereof made by the Assignor to First Western Bank, P.O.Box Box 3133, Rapid City. South Dakota 57709-3133.

Dated this 5 day of 11, 2003.

A/R Group, L.L.C.

By: 

Charles L. Barker

Its: Managing Member

ACCEPTANCE

As partial security for all loans now existing or any new loans or renewals or replacement thereof in the future, First Western Bank does hereby accept said Assignment on the terms and conditions herein stated.

Dated this 5 day of November, 2003.

FIRST WESTERN BANK

By: 

Monte L. Lucas

Its: Vice President

CONSENT

The City of Rapid City does hereby acknowledge the above Agreement and consents to the same and agrees to make all payments due to A/R Group, L.L.C. under said Contract for Private Development-Tax Increment District Number Thirty-Nine, City of Rapid City, Pennington County, South Dakota directly to First Western Bank at 632 Main Street, Rapid City, South Dakota 57701, until such time as this assignment is released in writing.

Dated this ____ day of _____, 2003.

CITY OF RAPID CITY

By: _____
Jim Shaw, Mayor

ATTEST:

James F. Preston, Finance Officer

(SEAL)