

Prepared by John K. Nooney, Thomas Nooney  
 Braun Solay & Bernard, LLP, PO Box 8108,  
 Rapid City, SD 57709 (605/348-7516) for  
 RWM, LLC and NCM, LLC, 1301 Omaha  
 Street, Rapid City, SD 57701 (605/341-9999)

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 Pennington County, South Dakota  
 Donna M. Mayer Misc Real Est

### OCCUPANCY AGREEMENT

RWM, LLC, a South Dakota limited liability company, and NCM, LLC, a South Dakota limited liability company, (hereinafter collectively referred to as "Owner") is the owner in fee simple title of a parcel of land described as:

Lots 1 and 2 of Five Star Subdivision and Dedicated Public Right-of-Way shown as Disk Drive formerly described as Lots A & B of Lot 1, Lots 1 through 8, and Private Road; all of Lot M-1 of the South Half of the Northwest Quarter, and Tract 4-B of Parcel 4, and a portion of Lot A (Howard Street/I-90 Right-of-Way), located in the Northwest Quarter of Section 25, Township 2 North, Range 7 East, Black Hills Meridian, Rapid City, Pennington County, South Dakota

("Real Property"). In consideration of the City of Rapid City approving a replat of the Real Property, Owners acknowledge and agree that neither they nor any successors in interest shall be entitled to receive from the City of Rapid City a Certificate of Occupancy relative to any construction on the Real Property until such time as Disk Drive has been substantially completed so as to be accepted by the City as a part of the City's street and roadway systems.

Dated this 4<sup>th</sup> day of AUGUST, 2003.

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RWM, LLC

By: [Signature]  
John K. Nooney  
Its: Manager

NCM, LLC

By: [Signature]  
Norman C. McKie  
Its: Manager

STATE OF SOUTH DAKOTA )  
                                                      ) SS.  
COUNTY OF PENNINGTON )

On this day, AUGUST 4<sup>TH</sup>, 2003, before me, the undersigned officer, personally appeared John K. Nooney, who acknowledged himself to be a Manager of RWM, LLC, a South Dakota limited liability company, and that he, as such Manager, being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as a Manager.

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



[Signature]  
Notary Public, South Dakota  
My Commission Expires: 5-16-05

APPROVED AS TO FORM  
CITY ATTORNEY'S OFFICE

[Signature]      8-5-03  
Attorney      Date

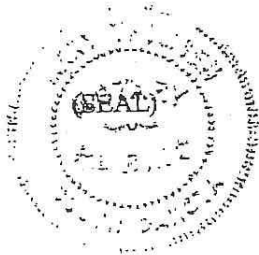
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STATE OF SOUTH DAKOTA )  
 ) SS.  
COUNTY OF PENNINGTON )

On this day, AUGUST 4TH, 2003, before me, the undersigned officer, personally appeared Norman C. McKie, who acknowledged himself to be a Manager of NCM, LLC, a South Dakota limited liability company, and that he, as such Manager, being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as a Manager.

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



Wendy Sherman  
Notary Public, South Dakota  
My Commission Expires: 5-14-05