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ESCROW NO. 193732NC

Angela Persigehl
Persigehl and
Julius Ballardini
c/o 967 "A" W Ave.
Roseville, MN 55113

APN# 40-040-13
APN# 41-040-40

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GRANT OF RIGHT OF FIRST OFFER
AND FIRST REFUSAL

BK5233P60763

THIS INDENTURE, made this 21st day of April, 1998, by and between ANGELA PERSIGEHL, a married woman, as her sole and separate property, and JULIUS BALLARDINI, a married man, as his sole and separate property, GRANTORS, and EVANS CREEK LIMITED PARTNERSHIP, a Minnesota limited partnership, of 2665 Long Lake Road, Suite 120, Roseville, Minnesota 55113, GRANTEE.

GRANTORS, as the owners of that certain real property more particularly described in Exhibit "A" attached hereto (the "Property"), in consideration of Ten and no/100 Dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby grant to GRANTEE, its successors and assigns, the right of first offer and the right of first refusal with respect to the Property. Said grant shall be upon and subject the following terms and conditions:

1. If at any time after the date hereof, GRANTORS decide to sell the Property, or any portion thereof (sometimes hereinafter referred to as the "applicable portion"), GRANTORS shall notify GRANTEE of their decision to sell in writing in accordance with the terms hereof. GRANTEE shall have thirty (30) days from its receipt of the notice to deliver to GRANTORS a written offer to purchase the Property, or the applicable portion thereof. In the event GRANTORS and GRANTEE are unable to reach a written agreement for the purchase of the Property, or the

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