

**ASSIGNMENT AND ASSUMPTION OF
FIRST AMENDMENT AND RESTATEMENT OF
IRREVOCABLE PLEDGE AGREEMENT**

This Assignment and Assumption of First Amendment and Restatement of Irrevocable Pledge Agreement (“**Assignment**”) is made and entered into as of April, 20, 2017, by and between BRYAN HEALTH, a Nebraska nonprofit corporation (“**Bryan Health**”), and BRYAN MEDICAL CENTER, a Nebraska nonprofit corporation (“**Bryan Medical Center**”).

WHEREAS, Bryan Health entered into a of First Amendment and Restatement of Irrevocable Pledge Agreement dated March 14, 2017 (“**Pledge Agreement**”) with County of Lancaster, Nebraska, a political subdivision of the State of Nebraska, (“**County**”), whereby Bryan Health was granted the right to purchase the Property owned by County and described in the Pledge Agreement; and

WHEREAS, Bryan Health desires to assign all of their rights, title and interest in and to the Pledge Agreement to Bryan Medical Center and Bryan Medical Center desires to accept such assignment and to assume the responsibilities and obligations associated with the rights, title and interest assigned.

NOW, THEREFORE, in consideration of the covenants and conditions contained herein, the parties agree as follows:

1. Assignment. Bryan Health hereby assigns all of its rights, title and interest in and to the Pledge Agreement to Bryan Medical Center, subject to all the terms, obligations and conditions of the Pledge Agreement.
2. Assumption. Bryan Medical Center accepts the above assignment and agrees to assume all of Bryan Health’s responsibilities and obligations in and to the Pledge Agreement and to faithfully perform and fulfill the covenants, conditions, and responsibilities and obligations contained in the Pledge Agreement.

“BRYAN HEALTH”

Bryan Health, a Nebraska nonprofit corporation

By: _____
Kimberly A. Russel, President

“BRYAN MEDICAL CENTER”

Bryan Medical Center, a Nebraska nonprofit corporation

By: _____
John T. Woodrich, President

Acceptance

“COUNTY”

Attest:

County of Lancaster, Nebraska, a political subdivision of the State of Nebraska

By: _____
County Clerk

By: _____
Todd Wiltgen, Chair