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DEBORAH L. PEYTON, RECORDER/REGISTRAR
DELAWARE COUNTY IOWA

EHV.

Preparer: David T. Coriden, Mathy Construction Company, P.O. Box 189, Onalaska, WI 54650 Phone: (608) 783-6411

CONSENT TO LEASE AND SUBORDINATION OF LEASE

Citizens State Bank ("Grantor"), whose address is 1218 West Main Street, Manchester, Iowa 52057, is the owner of a mortgage/deed of trust ("Mortgage") executed by **John K. Hoeger and Marcia M. Hoeger** dated April 28, 2004, and recorded in Book 2004, page 2020, in the office of the County Recorder in the County of Delaware, State of Iowa.

For valuable consideration, Grantor consents to a lease for the mining of the property listed below executed by **John K. Hoeger and Marcia M. Hoeger** ("Owners"), whose mailing address is 1844 150th Street, Manchester, Iowa 52057, and **River City Stone, a Division of Mathy Construction Company**, a Wisconsin corporation ("River City Stone"), with its office located at 3747 Contractors Lane, Kieler, Wisconsin 53812, assigned to River City Stone by an Assignment of Lease dated October 3, 1999, recorded in the form of a Memorandum of Assignment of Lease Agreement in Book 1999, page 3711 (the "Lease"), in the office named above.

The Lease is over the following described land in the above-named county and state (the "Property"):

> The North three-tenths of the East Three-quarters of the Southeast Quarter of the Northwest Quarter and all that part of the North Half of the Northwest Quarter lying East of the Public Highway, all in Section 33, Township 90 North, Range 5 West of the 5th P.M., Town of Honey Creek, Delaware County, Iowa.

The Lease shall be subordinate to the Mortgage placed on the Property and to all renewals, modifications, consolidations, replacements and extensions of such Mortgage. In spite of such subordination, in the event of foreclosure of the Mortgage or upon a transfer of the Property by conveyance in lieu of foreclosure, then, so long as River City Stone is not in default under any of the terms, covenants or conditions of the Lease, the Lease shall continue in full force and effect as a direct lease between the succeeding owner of the Property and River City Stone, upon and subject to all of the terms, covenants and conditions of the Lease for the balance of the term of the Lease. River City Stone hereby agrees to attorn to, adhere to and accept any such successor owner as landlord under the Lease, and to be bound by and perform all of the obligations imposed by the Lease, the attornment to be self-operative without the execution of any further instruments, upon a transfer of the Property.

IN WITNESS WHEREOF, the parties have executed this agreement on May 25th, 2005.

GRANTOR:

CITIZENS STATE BANK

By: _____

Name: Sheila D. Smith

Title: **Vice President**

RIVER CITY STONE

By: _____

Name: Scott P. Mathy

Title: Vice President

[NO CORPORATE SEAL]

OWNERS:

_____
John K. Hoeger

_____
Marcia M. Hoeger

STATE OF IOWA)
) ss.
COUNTY OF DELAWARE)

On this **25th** day of May, 2005, before me, a Notary Public, personally appeared Sheila D. Smith, who acknowledged herself to be the **Vice President** of Citizens State Bank, and that she, being authorized to do so, executed the foregoing instrument on behalf of Citizens State Bank by its authority.

NOTARIAL SEAL IOWA
DEBRA ANN RATZLAFF
Commission Number 146337
My Comm. Exp. 2-25-06

_____
Notary Public
Delaware County, Iowa
My Commission Expires: 2-25-06

STATE OF WISCONSIN)
) ss.
COUNTY OF LA CROSSE)

On this 6th day of ~~May~~ June, 2005, before me, a Notary Public, personally appeared Scott P. Mathy, who acknowledged himself to be the Vice President of River City Stone, a Division of Mathy Construction Company, a Wisconsin corporation, and that he, being authorized to do so, executed the foregoing instrument on behalf of said corporation by its authority.

David T. Coriden, Notary Public
La Crosse County, Wisconsin
My Commission: Is Permanent

STATE OF IOWA)
) ss.
COUNTY OF DELAWARE)

On this 25th day of May, 2005, before me, a Notary Public, personally appeared John K. Hoeger and Marcia M. Hoeger, to me known to be the persons who executed the foregoing instrument and acknowledged the same.

DEBRA ANN RATZLAFF
Commission Number 146337
My Comm. Exp. 2-25-06

Debra A. Ratzlaff
Notary Public
Delaware County, Iowa
My Commission Expires: 2-25-06