

MAR 9 9 29 AM '93

GEORGE J. F. ...
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

DECLARATION OF RESTRICTIONS

THESE RESTRICTIONS are imposed this 29th day of January, 1993, by H. LEE GENDLER and IRVIN GENDLER ("Grantors").

1. Grantors are the owners of the real property described in Exhibit "A", attached hereto and incorporated herein by this reference (the "Meadowlands"), which for purposes of this Declaration of Restrictions shall be referred to herein as two separate and identifiable parcels of real property being (i) the real property described on Exhibit "B", attached hereto and incorporated herein by this reference (the "Sports Parcel"), and (ii) all of the Meadowlands excluding only the Sports Parcel (the "Residual Parcel"). For valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Grantors herewith impose upon those portions of the Meadowlands set forth below, the restrictions set forth hereinafter.

2. Restriction on Residual Parcel. Commencing upon its initial opening for business and for so long as all or any portion of the Sports Parcel is operated as a sporting goods store, no portion of the Residual Parcel shall be used or operated as a sporting goods store. For purposes of definition, "sporting goods store" shall mean any commercial enterprise devoting more than ten percent (10%) of its net square footage within the sales area of its premises to the sale of sporting goods of any kind or description, including related equipment, athletic footwear, recreational equipment or sporting apparel. As used herein, "sporting good" shall be construed as the term is understood in common parlance. The foregoing restriction (i) shall not preclude incidental retail sales of sporting goods in connection with the operation of an ice skating rink upon the Residual Parcel and (ii) shall not apply to any establishment upon the Residual Parcel devoting ten percent (10%) or less of its net square footage within the sales area of its premises to the sale of sporting goods.

3. Restriction on Sports Parcel. For so long as Grantors retain their current ownership interest in any portion of the Residual Parcel which has a property line abutting a property line of the Sports Parcel, no structural improvement shall be constructed on the Sports Parcel except in accordance with the following restriction. Prior to construction of any structural improvement upon the Sports Parcel, the owner or lessee of the Sports Parcel shall submit full architectural plans, including masonry and mortar color samples and landscaping plans, relative to construction of such structural improvement to Grantors for approval of the exterior architectural and landscaping design thereof, which approval shall not be unreasonably withheld. Upon receipt of the architectural plans from the owner or lessee of the Sports Parcel, Grantors shall have seven (7) days to approve or reject said plans in writing. If Grantors fail to respond to said plans within the aforementioned seven (7) day period, Grantors shall be deemed to have approved same. Grantors further covenant that any landscaping plans submitted to them in accordance with this restriction shall be approved by Grantors so long as such plans satisfy the minimum requirements of the City, County and/or other authority having jurisdiction thereover. Construction of any such structural improvement on the Sports Parcel shall be in accordance with the architectural plans approved or deemed approved by Grantors. This right to approve the architectural and landscaping design of structural improvements upon the Sports Parcel is personal to Grantors and no subsequent owner(s) of all or any portion of the Residual Parcel shall succeed to this right.

4. Each and all of the restrictions contained in this Declaration of Restrictions shall be enforceable by injunction or by any other appropriate causes of action.

Box 29
8

Page 1 of 2
CASH 4823 BK 1060 R Comp FB MC-25055
APPL Mac PG 463 46610 COMP VP SCAN KD
FEE 24.00 OF Mac LEGL PG 465+466 MC FV

EXHIBIT "A"

THE MEADOWLANDS, a sub-division in Douglas County, Nebraska, Lots 1 through 8.

Exhibit "B"

Lot 8, THE MEADOWLANDS, a Subdivision, as surveyed, platted and recorded, in Douglas County, Nebraska, together with that part of Lots 6 and 7, said THE MEADOWLANDS, described as follows:

Beginning at the Northwest corner of said Lot 6; thence South 89°59'55" East (assumed bearing) 47.78 feet on the North line of said Lot 6 to a point of curve; thence Northeasterly on the North line of said Lot 6 on a 240.06 foot radius curve to the left, chord bearing North 85°22'35" East, chord distance 38.71 feet, an arc distance of 38.76 feet to a point of reverse curve; thence Northeasterly on the North line of said Lot 6 on a 759.36 foot radius curve to the right, chord bearing North 82°24'45" East, chord distance of 44.03 feet, an arc distance of 44.03 feet; thence South 00°00'05" West, 264.94 feet on a line 165.00 feet West of and parallel with the East line of said Lot 6; thence South 89°59'55" East 140.56 feet on a line 269.00 feet South of and parallel with the most Northerly line of said Lot 6, to the East line of said Lot 6; thence Southwesterly on the East line of said Lots 6 and 7 on a 60.00 foot radius curve to the left, chord bearing South 06°44'22" West, chord distance 55.92 feet, an arc distance of 58.17 feet; thence South 68°57'52" West, 218.58 feet to a point 100.00 feet South of the North line of said Lot 7; thence North 89°59'55" West, 350.00 feet on a line 100.00 feet South of and parallel with the North line of said Lot 7 to the West line of said Lot 7; thence North 00°00'05" East 100.00 feet on the West line of said Lot 7 to the Northwest corner thereof; thence South 89°59'55" East, 290.00 feet on the North line of said Lot 7 to the Southwest corner of said Lot 6; thence North 00°00'05" East, 290.00 feet on the West line of said Lot 6 to the Point of Beginning.