

FIRST AMENDMENT TO RECIPROCAL EASEMENT AND OPERATING AGREEMENT

BOOK 642 PAGE 230

THIS AGREEMENT is made and entered into this 11th day of November, 1980, by and between George F. Russell, Successor Trustee (Stoneybrook) and FINANCIAL PROPERTIES DEVELOPERS, INC., a Georgia corporation (Financial).

WITNESSETH:

WHEREAS, Stoneybrook and Financial are the owners of certain real estate located in Douglas County, Nebraska, which real estate is planned to be developed into a Shopping Center; and

WHEREAS, Financial and Stoneybrook have entered into a Reciprocal Easement and Operating Agreement respecting the Shopping Center dated September 8, 1980, recorded in Book 638, Page 573, Douglas County, Nebraska Records; and

WHEREAS, Financial and Stoneybrook are mutually desirous of amending the aforesaid Reciprocal Easement and Operating Agreement in the particulars hereinafter set forth.

NOW THEREFORE, for and in consideration of the foregoing recitals, the undertakings hereinafter provided, and other good and valuable consideration, the receipt and sufficiency of which is hereby mutually acknowledged, the parties hereto do hereby agree as follows:

1. Paragraph 2.07 of said Reciprocal Easement and Operating Agreement is hereby amended by deleting the date "9/2/80" in the sixth line and inserting in lieu thereof the date "10/7/80".

2. Said Reciprocal Easement and Operating Agreement is amended by deleting Exhibits A, B, C, D, E and F and substituting in lieu thereof Exhibits A, B, C, D, E and F, attached hereto.

All and singular the remaining terms and conditions of the aforesaid Reciprocal Easement and Operating Agreement remain unchanged.

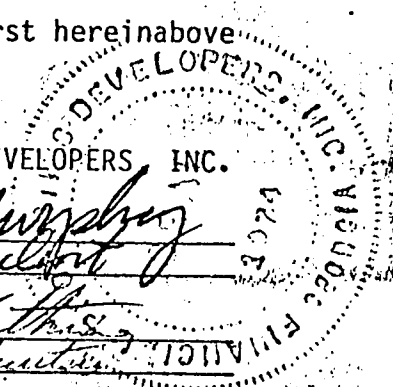
IN WITNESS WHEREOF, the parties hereto have signed their names and affixed their seals to this Agreement the day and year first hereinabove written.

FINANCIAL PROPERTIES DEVELOPERS, INC.

By James T. Murphy
Its Vice President

ATTEST: Paul A. Latta
Its Notary Public

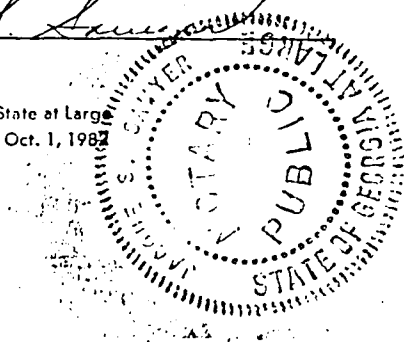
George F. Russell
George F. Russell, Trustee (L.S.)



The foregoing instrument was acknowledged before me this 11th day of November, 1980, by James T. Murphy, Vice President of Financial Properties Developers, Inc., a Georgia corporation, on behalf of said corporation.


James S. Sawyer
Notary Public

Notary Public, Georgia State at Large
My Commission Expires Oct. 1, 1982



STATE OF NEBRASKA
COUNTY OF DOUGLAS

The foregoing instrument was acknowledged before me this 11 day of November, 1980, by George F. Russel, Successor Trustee.

 GENERAL NOTARY - State of Nebraska
BARBARA J. FOLEY
My Comm. Exp. March 1, 1981

Barbara J. Foley
Notary Public

EXHIBIT "A"

Shopping Center Premises

BOOK 642 PAGE 232

All of Lots 76 through 82, Stony Brook, a subdivision as surveyed, platted, and recorded in Douglas County, Nebraska, and being more particularly described as follows:

BEGINNING at the point of intersection of the easterly Right-of-Way line of 147th Street and the southerly Right-of-Way line of U Street; thence S 89° 30' 39" E (assumed bearing) along the southerly Right-of-Way line of U Street a distance of 190.00 ft. to a point; thence northeasterly along a curve to the left on the southerly Right-of-Way line of U Street, having a radius of 405.00 ft., a chord bearing of N 75° 44' 21" E and a chord distance of 206.23 ft., a distance of 208.52 ft. to a point; thence N 60° 59' 21" E along the southerly Right-of-Way line of U Street a distance of 161.04 ft. to a point; thence northeasterly along a curve to the right on the southerly Right-of-Way line of U Street, having a radius of 592.00 ft., a chord bearing of N 75° 41' 36" E and a chord distance of 300.53 ft., a distance of 303.85 ft. to a point; thence S 89° 36' 10" E along the southerly Right-of-Way line of U Street a distance of 145.34 ft. to a point on the westerly Right-of-Way line of 144th Street; thence S 00° 23' 50" W along the westerly Right-of-Way line of 144th Street a distance of 772.57 ft. to a point; thence S 84° 26' 50" W along the westerly Right-of-Way line of 144th Street a distance of 31.22 ft. to a point; thence S 05° 58' 10" E along the westerly Right-of-Way line 144th Street a distance of 67.20 ft. to a point; thence southwesterly along a curve to the left on the westerly Right-of-Way line of 144th Street, having a radius of 2,174.11 ft., a chord bearing of S 15° 17' 00" W and a chord distance of 707.14 ft., a distance of 710.63 ft. to a point on the northerly Right-of-Way line of Stony Brook Boulevard; thence N 89° 58' 42" W along the northerly Right-of-Way line of Stony Brook Boulevard a distance of 120.87 ft. to a point; thence northwesterly along a curve to the right on the northerly Right-of-Way line of Stony Brook Boulevard, having a radius of 534.61 ft., a chord bearing of N 75° 35' 15" W and a chord distance of 265.74 ft., a distance of 268.55 ft. to a point; thence N 61° 11' 49" W along the northerly Right-of-Way line of Stony Brook Boulevard a distance of 504.32 ft. to a point; thence northwesterly along a curve to the left on the northerly Right-of-Way line of Stony Brook Boulevard, having a radius of 2,038.99 ft., a chord bearing of N 62° 08' 33" W and a chord distance of 67.31 ft., a distance of 67.31 ft. to a point on the easterly Right-of-Way line of 147th Street; thence N 26° 12' 33" E along the easterly Right-of-Way line of 147th Street a distance of 70.74 ft. to a point; thence northeasterly along a curve to the left on the easterly Right-of-Way line of 147th Street, having a radius of 901.06 ft., a chord bearing of N 13° 20' 57" E and a chord distance of 401.10 ft., a distance of 404.48 ft. to a point; thence N 00° 29' 21" E along the easterly Right-of-Way line of 147th Street a distance of 530.00 ft. to the POINT OF BEGINNING, said parcel containing 28.30 acres, more or less.

A.T.C.

Exhibit "B"

Stoneybrook's Premises

BOOK 642 PAGE 233

All of Lots 77, 78, and 79 together with a part of Lots 76 and 80, Stony Brook, a subdivision as surveyed, platted, and recorded in Douglas County, Nebraska, and being more particularly described as follows:

BEGINNING at the point of intersection of the easterly Right-of-Way line of 147th Street and the southerly Right-of-Way line of U Street; thence S 89° 30' 39" E (assumed bearing) along the southerly Right-of-Way line of U Street a distance of 190.00 ft. to a point; thence northeasterly along a curve to the left on the southerly Right-of-Way line of U Street, having a radius of 405.00 ft., a chord bearing of N 75° 44' 21" E and a chord distance of 206.23 ft., a distance of 208.52 ft. to a point; thence N 60° 59' 21" E along the southerly Right-of-Way line of U Street a distance of 161.04 ft. to a point; thence northeasterly along a curve to the right on the southerly Right-of-Way line of U Street, having a radius of 592.00 ft., a chord bearing of N 75° 41' 36" E and a chord distance of 300.53 ft., a distance of 303.85 ft. to a point; thence S 89° 36' 10" E along the southerly Right-of-Way line of U Street a distance of 145.34 ft. to a point on the westerly Right-of-Way line of 144th Street; thence S 00° 23' 50" W along the westerly Right-of-Way line of 144th Street a distance of 772.57 ft. to a point; thence S 84° 26' 50" W along the westerly Right-of-Way line of 144th Street a distance of 31.22 ft. to a point; thence S 05° 58' 10" E along the westerly Right-of-Way line of 144th Street a distance of 67.20 ft. to a point; thence southwesterly along a curve to the left on the westerly Right-of-Way line of 144th Street, having a radius of 2,174.11 ft., a chord bearing of S 18° 46' 34" W and a chord distance of 444.72 ft., a distance of 445.50 ft. to a point; thence N 81° 06' 14" W a distance of 162.42 ft. to a point; thence N 00° 29' 21" E a distance of 465.29 ft. to a point; thence N 89° 30' 39" W a distance of 328.00 ft. to a point; thence S 00° 29' 21" W a distance of 40.00 ft. to a point; thence N 89° 30' 39" W a distance of 318.32 ft. to a point on the easterly Right-of-Way line of 147th Street; thence northeasterly along a curve to the left on the easterly Right-of-Way line of 147th Street, having a radius of 901.06 ft., a chord bearing of N 02° 56' 33" E and a chord distance of 77.14 ft., a distance of 77.16 ft. to a point; thence N 00° 29' 21" E along the easterly Right-of-Way line of 147th Street a distance of 530.00 ft. to the POINT OF BEGINNING, said parcel containing 17.73 acres, more or less.

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Financial Premises

BOOK 642 PAGE 234

That part of Lots 76, 80, 81, and 82, Stony Brook, a subdivision as surveyed, platted, and recorded in Douglas County, Nebraska, and being more particularly described as follows:

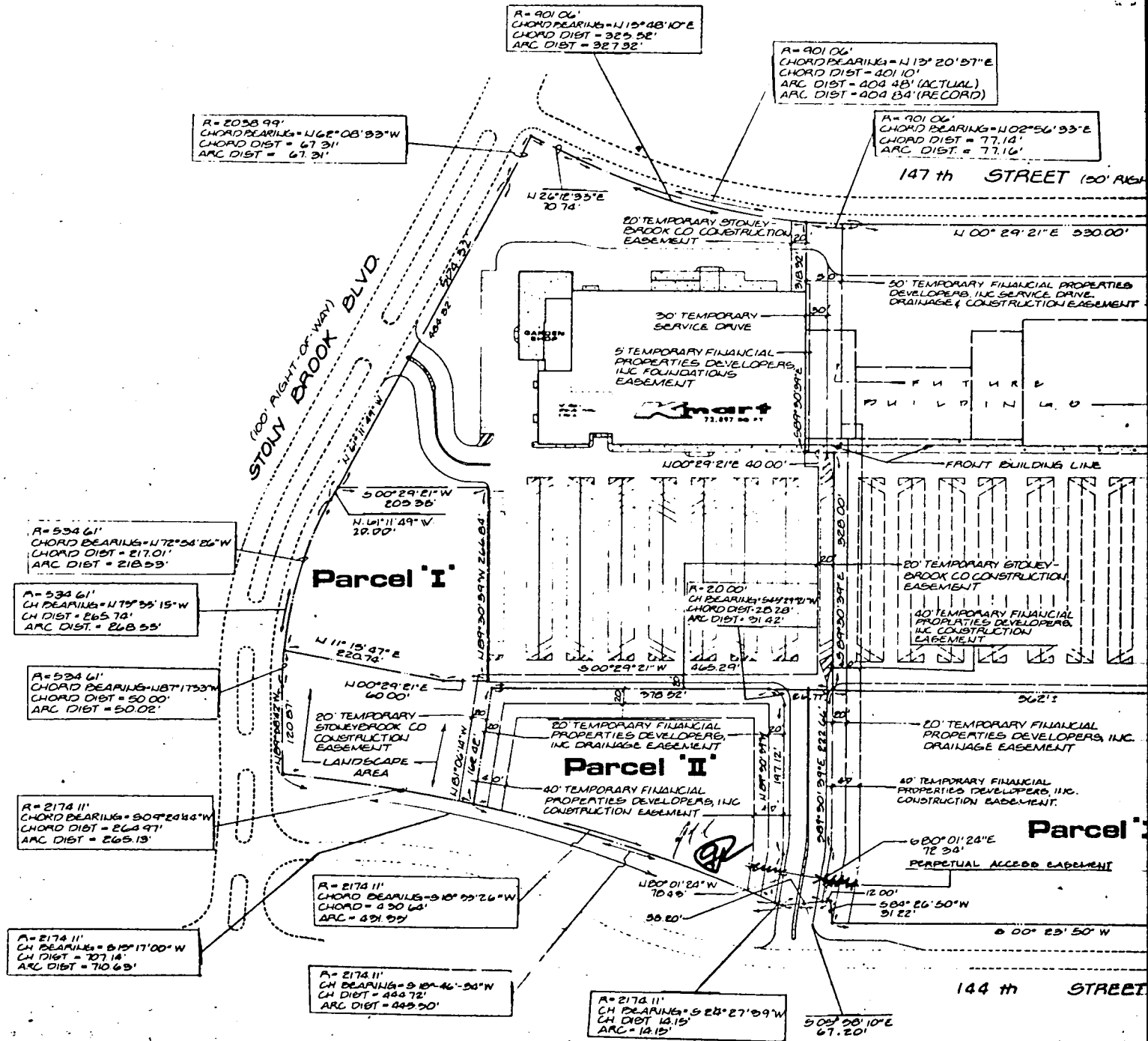
BEGINNING at the point of intersection of the easterly Right-of-Way line of 147th Street and the northerly Right-of-Way line of Stony Brook Boulevard; thence N 26° 12' 33" E (assumed bearing) on the easterly Right-of-Way line of 147th Street a distance of 70.74 ft. to a point; thence northeasterly along a curve to the left on the easterly Right-of-Way line of 147th Street, having a radius of 901.06 ft., a chord bearing of N 15° 48' 10" E and a chord distance of 325.52 ft., a distance of 327.32 ft.; thence S 89° 30' 39" E a distance of 318.32 ft. to a point; thence N 00° 29' 21" E a distance of 40.00 ft.; thence S 89° 30' 39" E a distance of 328.00 ft. to a point; thence S 00° 29' 21" W a distance of 465.29 ft. to a point; thence S 81° 06' 14" E a distance of 162.42 ft. to a point on the westerly Right-of-Way line of 144th Street; thence southwesterly along a curve to the left on the westerly Right-of-Way line of 144th Street, having a radius of 2,174.11 ft., a chord bearing of S 09° 24' 44" W and a chord distance of 264.97 ft., a distance of 265.13 ft. to a point on the northerly Right-of-Way line of Stony Brook Boulevard; thence N 89° 58' 42" W along the northerly Right-of-Way line of Stony Brook Boulevard a distance of 120.87 ft. to a point; thence northwesterly along a curve to the right on the northerly Right-of-Way line of Stony Brook Boulevard, having a radius of 534.61 ft., a chord bearing of N 75° 35' 15" W and a chord distance of 265.74 ft., a distance of 268.55 ft. to a point; thence N 61° 11' 49" W along the northerly Right-of-Way line of Stony Brook Boulevard a distance of 504.32 ft. to a point; thence northwesterly along a curve to the left on the northerly Right-of-Way line of Stony Brook Boulevard, having a radius of 2,038.99 ft., a chord bearing of N 62° 08' 33" W and a chord distance of 67.31 ft., a distance of 67.31 ft. to the POINT OF BEGINNING, said parcel containing 10.58 acres, more or less.

J.L.C.

POOR INSTRUMENT FILED

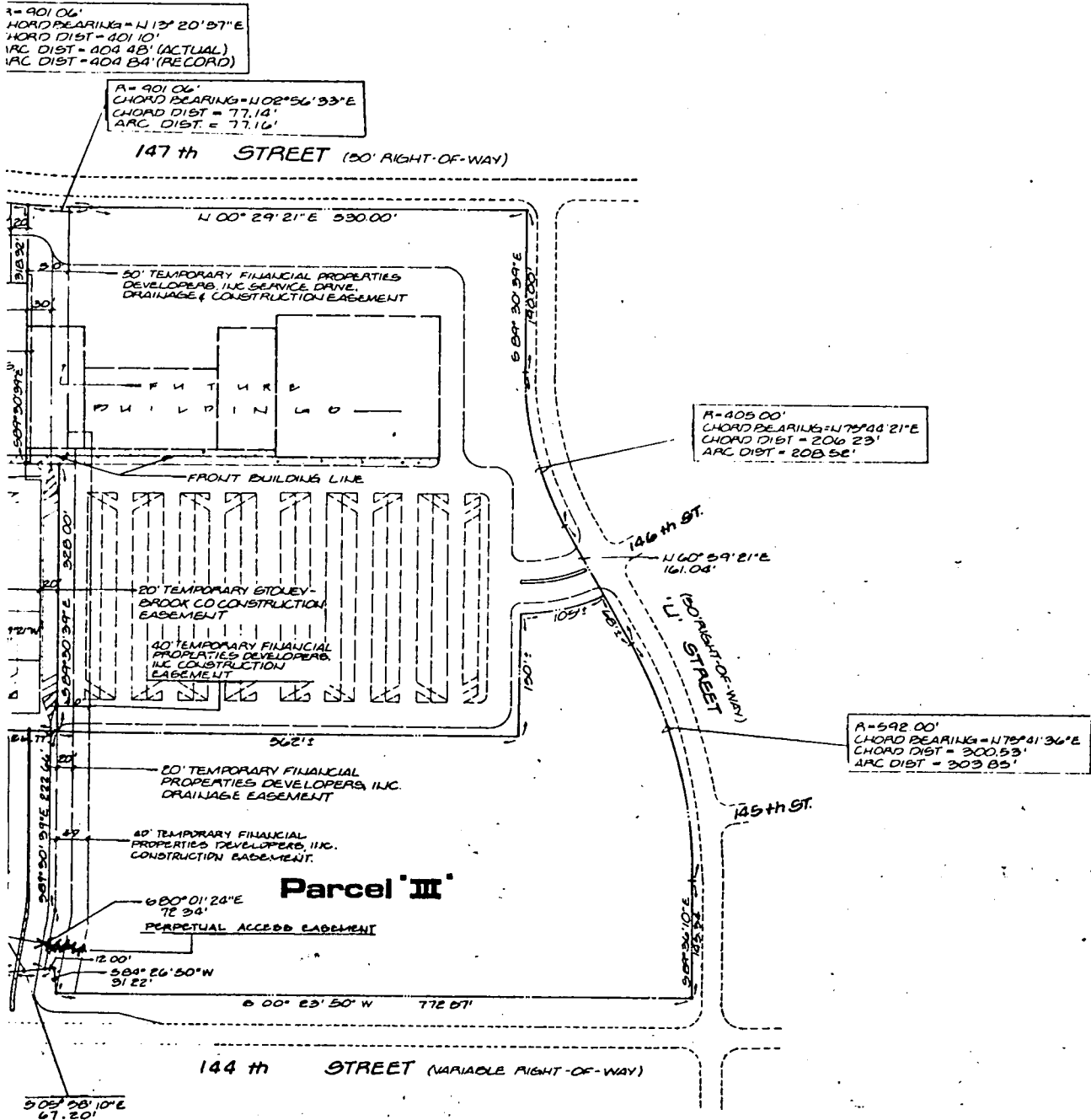
BOOK 642 PAGE 235

(3)



POOR INSTRUMENT FILED

BOOK 642 PAGE 236



BEARINGS AND DISTANCES WERE OBTAINED FROM BY THOMPSON, DREW OMAHA, NEBRASKA DATED 9.9.80

POOR INSTRUMENT FILED

BOOK 642 PAGE 237

ARC = N75°44'21"E
 = 206.23'
 208.52'

R = 598.00'
 CHORD BEARING = N75°41'36"E
 CHORD DIST = 300.53'
 ARC DIST = 303.85'

ST.

DEVELOPER:
 FINANCIAL PROPERTIES DEVELOPERS, INC.
 ATLANTA, GEORGIA

PROJECT:
 STONY BROOK BLVD. & 144TH STREET
 MILLARD, NEBRASKA

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 THIS DRAWING IS NOT APPROVED FOR CONSTRUCTION.

DRAWN BY: G.L.
 DATE: 9-29-80

REVISION	DATE
MISC REVISION	9-2-80
MISC REVISION	9-9-80
MISC REVISION	9-9-80
MISC REVISION	9-19-80
MISC REVISION	9-18-80
REV CHORD BEARINGS	9-22-80

DRAWING NUMBER
Exhibit
 10

Site Plan 
 SCALE: 1" = 200'

REV ENTRANCES 10-17-80
 MISC. REV 10-21-80

BEARINGS AND DISTANCES SHOWN WERE OBTAINED FROM SURVEY PREPARED BY THOMPSON, DREBBSEN & DORNER OMAHA, NEBRASKA DATED 9-9-80



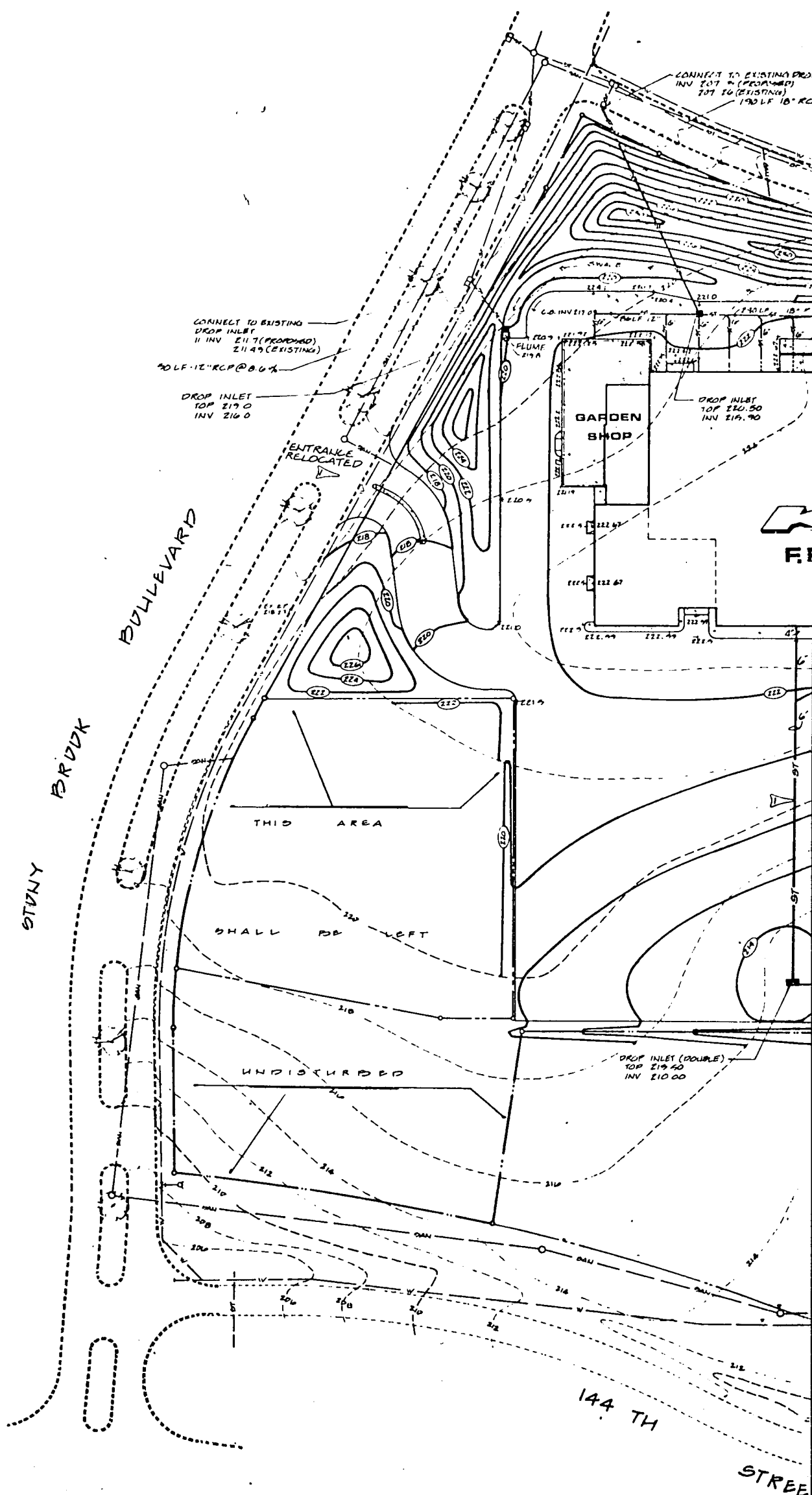
ENGINEERING AND SERVICES, INC.

ATLANTA, GEORGIA

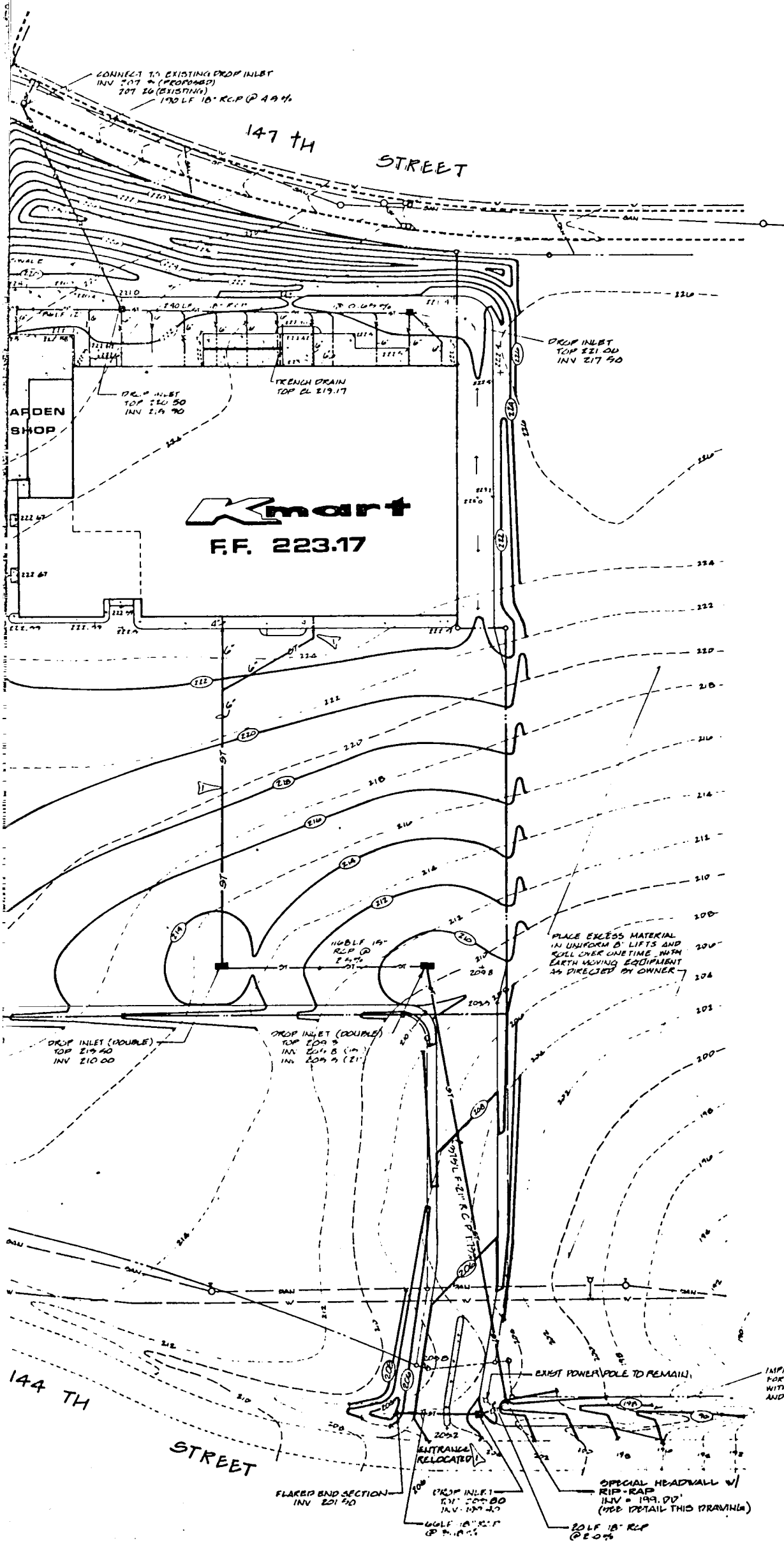
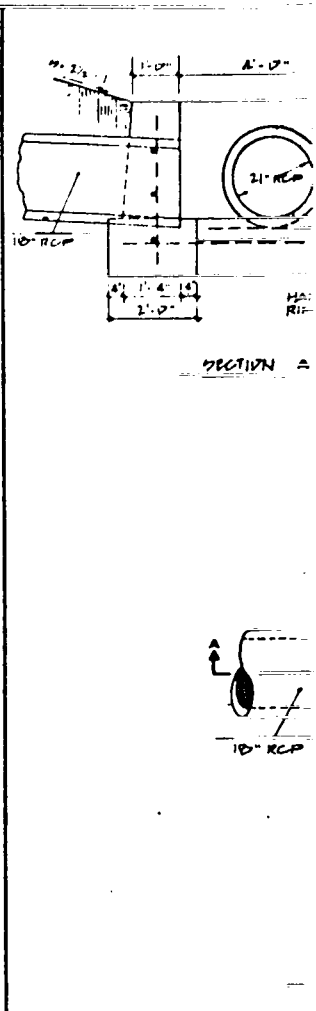
POOR INSTRUMENT FILED

Exhibit E

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POOR INSTRUMENT FILED



DROP INLET
TOP 221.00
INV 217.50

DROP INLET
TOP 220.50
INV 219.90

TRENCH DRAIN
TOP 219.17

PLACE EXCESS MATERIAL
IN UNIFORM 6" LIFTS AND
ROLL OVER TIME WITH
EARTH MOVING EQUIPMENT
AS DIRECTED BY OWNER

DROP INLET (DOUBLE)
TOP 219.50
INV 210.00

DROP INLET (DOUBLE)
TOP 209.8
INV 204.8 (21)
INV 209.9 (21)

IMPROVE DITCH AS NECESSARY
FOR DRAINAGE IN ACCORDANCE
WITH CITY OF OMAHA STANDARDS
AND DIRECTION

FLARED END SECTION
INV 201.50

DROP INLET
TOP 200.50
INV 199.50

SPECIAL HEADWALL W/
RIP-RAP
INV = 199.00'
(SEE DETAIL THIS DRAWING)

- WATER
- SANIT.
- STUR.
- GAN.
- POWER
- POWER
- TEMP.
- TELE.
- VALVE
- FIRE
- MECH.
- STUR.
- STUR.
- STUR.
- POWER
- CONT.



DEVELOPER
FINANCIAL PROPERTIES DEVELOPERS, INC.
ATLANTA, GEORGIA

DEVELOPER

PROJECT **Kmart 7493**

STONY BROOK BOULEVARD & 144 TH STREET
MILLARD, NEBRASKA

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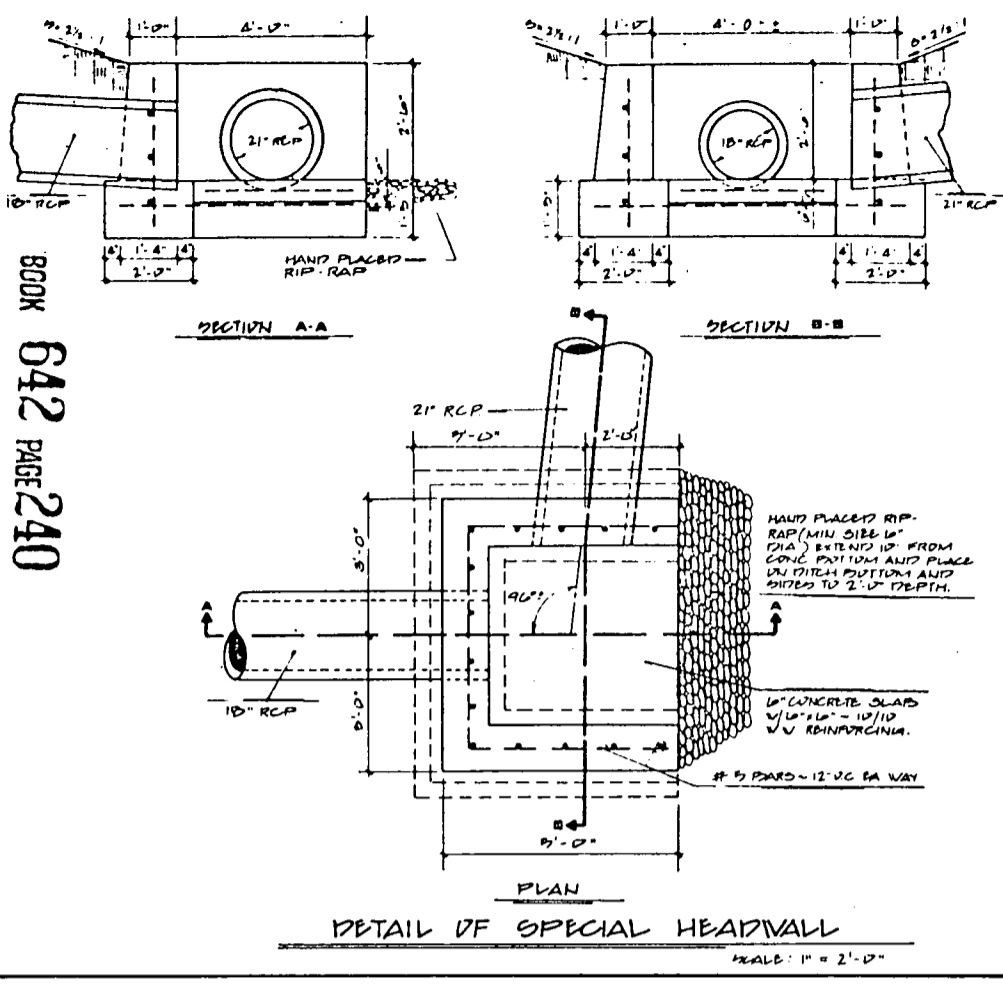
DRAWN BY: JL/DH
DATE: 9-9-80

REVISION: 10-7-80
DATE: 10-7-80

DRAWING NUMBER

C2

COLUMBIA
ENGINEERING AND SERVICES, INC.
ATLANTA, GEORGIA



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GRADING AND DRAINAGE PLAN GENERAL NOTES

1. Erosion and sediment control measures shall be provided in accordance with local and/or state requirements.
2. Existing topography, utilities, and roadway configuration shown are based on topographic survey prepared by:

Thompson, Dreesen & Dornier
Consulting Engineers & Land Surveyors
10730 Pacific Street
Omaha, Nebraska 68114
Dated: August 13, 1980
3. Contractor shall verify existing topographic data, locations of existing utilities, and other site conditions prior to construction.
4. Maximum pavement slope: 5%; minimum pavement slope: 1%.
5. All RCP storm sewer pipe shall be Class III (ASTM C-76).
6. For dimensional layout and for locations of Type "A" curb and curb and gutter, see Drawing C1, Site Plan.
7. For site utility information, see Drawing M1, Utility Plan.
8. For other grading and drainage facility details, see Drawing C3, Detail Sheet.
9. All cut and fill slope shall be 2-1/2:1 minimum.

LEGEND

	EXISTING	PROPOSED
WATER MAIN	---W---	---W---
SANITARY SEWER	---SAN---	---SAN---
STORM SEWER	---ST---	---ST---
GAS MAIN	---G---	---G---
POWER LINE (OVERHEAD)	---P---	---P---
POWER LINE (UNDERGROUND)	---UP---	---UP---
TELEPHONE LINE (OVERHEAD)	---T---	---T---
TELEPHONE LINE (UNDERGROUND)	---UT---	---UT---
VALVE	---V---○---	---V---○---
FIRE HYDRANT	---V---▽---	---V---▽---
METER	---W---○---	---W---○---
MANHOLE	○	●
STORM SEWER DROP INLET	□	■
STORM SEWER CURB INLET	▭	▭
POWER OR TELEPHONE POLE	⊥	⊥
CURTAIN	---P---	---P---

DITCH AS NECESSARY
DRAINAGE IN ACCORDANCE
WITH CITY OF OMAHA STANDARDS
SECTION

Grading & Drainage Plan
SCALE: 1" = 100'



Perpetual Access Easement

BOOK 642 PAGE 241

10-17-80

LEGAL DESCRIPTION: FINANCIAL PROPERTIES DEVELOPERS, INC.
PERMANENT DRIVEWAY EASEMENT
MILLARD, NEBRASKA

That part of Lots 78 and 80, Stony Brook, a subdivision as surveyed, platted, and recorded in Douglas County, Nebraska, and being more particularly described as follows:

Commencing at a point, said point being the intersection of the northerly Right-of-Way line of Stony Brook Boulevard and the westerly Right-of-Way line of 144th Street; thence northeasterly along a curve to the right on the westerly Right-of-Way line of 144th Street, having a radius of 2,174.11 ft. a chord bearing of N 09° 24' 44" E and a chord distance of 264.97 ft. a distance of 265.13 ft. to a point; thence northeasterly along a curve to the right on the westerly Right-of-Way line of 144th Street, having a radius of 2,174.11 ft. a chord bearing of N 18° 35' 26" E and a chord distance of 430.64 ft. a distance of 431.35 ft. to a point, said point being the POINT OF BEGINNING; thence N 80° 01' 24" W a distance of 78.43 ft. to a point; thence N 89° 30' 39" W a distance of 197.12 ft. to a point; thence southwesterly along a curve to the left having a radius of 20.00 ft., a chord bearing of S 45° 29' 21" W and a chord distance of 28.28 ft., a distance of 31.42 ft. to a point; thence N 00° 29' 21" E a distance of 86.77 ft. to a point; thence S 89° 30' 39" E a distance of 222.66 ft. to a point; thence S 80° 01' 24" E a distance of 72.34 ft. to a point on the westerly Right-of-Way line of 144th Street; thence S 05° 58' 10" E along the westerly Right-of-Way line of 144th Street a distance of 55.20 ft. to a point; thence southwesterly along a curve to the left on the westerly Right-of-Way line of 144th Street having a radius of 2,174.11 ft. a chord bearing of S 24° 27' 39" W and a chord distance of 14.15 ft., a distance of 14.15 ft. to the POINT OF BEGINNING.

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1980 NOV 17 PM 12:40

C. HAROLD OSTLER
REGISTER OF DEEDS
DOUGLAS COUNTY, NEBR.

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11-17-80