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**FOURTH AMENDMENT TO
COMMERCIAL FEDERAL BUSINESS PARK
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS**

This Fourth Amendment to the Declaration of Covenants, Conditions and Restrictions ("Fourth Amendment") is made this 10 day of November, 2004, by Commercial Federal Bank, a federal savings bank ("Declarant").

RECITALS:

WHEREAS, the Commercial Federal Business Park Declaration of Covenants, Conditions and Restrictions ("Declaration") dated December 26, 2000, was recorded on December 26, 2000, at Book 1363, Page 112, of the Register of Deeds of Douglas County, Nebraska, and was amended by the First Amendment to Commercial Federal Business Park Declaration of Covenants, Conditions and Restrictions on June 5, 2001, and recorded on July 5, 2001, at Book 1388, Page 415, of the Register of Deeds of Douglas County, Nebraska, and was amended by the Second Amendment to Commercial Federal Business Park Declaration of Covenants, Conditions and Restrictions on December 18, 2003, and recorded on December 22, 2003, at Instrument No. 2003245628 of the Register of Deeds of Douglas County, Nebraska, and was amended by the Third Amendment to Commercial Federal Business Park Declaration of Covenants, Conditions and Restrictions on January 21, 2004, and recorded on January 28, 2004, at Instrument No. 2004011835 of the Register of Deeds of Douglas County, Nebraska ; and

WHEREAS, Declarant holds more than two-thirds (2/3) of the votes entitled to be cast pursuant to the Operating Agreement of Commercial Federal Business Park Association, L.L.C., and, therefore, pursuant to Section 11 of the Declaration, may amend the Declaration as provided in this Second Amendment; and

WHEREAS, Lot 3 and Lot 4, Commercial Federal Business Park Replat 1, Douglas County, Nebraska ("Lots 3 and 4"), was subdivided into Lots 1 and 2, Commercial Federal Business Park, Replat 5; Douglas County Nebraska ("Lots 1 and 2, Replat 5"); and

WHEREAS, the Mixed Use Agreement between the City of Omaha and Declarant dated

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FEE 70.00 FB See exhibit "A"
BKP _____ C/O _____ COMP DW
DEL _____ SCAN _____ FV _____

September 28, 2000, was amended to reflect the subdivision of Lots 3 and 4 into Lots 1 and 2, Replat 5; and

WHEREAS, Declarant desires to amend the Declaration to reflect the subdivision of Lots 3 and 4 into Lots 1 and 2, Replat 5, and to incorporate the amendments to the Mixed Use Agreement.

NOW, THEREFORE, Declarant hereby amends the Declaration as follows:

1. **Maximum Gross Building Square Footage.** The table in Section 2(b) of the Declaration is hereby amended as follows:

| <u>Replat</u> | <u>Lot #</u> | <u>Maximum Gross Building Square Footage</u> |
|---------------|--------------|--|
| 1 | 1 | 40,000 |
| 1 | 2 | 64,000 |
| 1 | 6 | 46,000 |
| 1 | 7 | 23,000 |
| 1 | 8 | 100,000 |
| 1 | 9 | 80,000 |
| 1 | 10 | 415,000 |
| 2 | 1 | 7,910 |
| 2 | 2 | 9,670 |
| 3 | 1 | 70,000 |
| 3 | 2 | 9,000 |
| 3 | 3 | 93,420 |
| 4 | 1 | 32,000 |
| 4 | 2 | 40,000 |
| 5 | 1 | 65,000 |
| 5 | 2 | 35,000 |
| | Total | 1,130,000 |

2. **Property Owners Association Voting Rights.** The table in Section 4(c) of the Declaration is hereby amended as follows:

| <u>Replat #</u> | <u>Lot #</u> | <u>Votes</u> |
|-----------------|--------------|--------------|
| 1 | Lot 1 | 1 Vote |
| 1 | Lot 2 | 3 Votes |
| 1 | Lot 6 | 4 Votes |
| 1 | Lot 7 | 1 Vote |
| 1 | Lot 8 | 5 Votes |
| 1 | Lot 9 | 4 Votes |
| 1 | Lot 10 | 16 Votes |
| 2 | Lot 1 | 1 Votes |
| 2 | Lot 2 | 1 Votes |

| | | |
|---|-------|----------------|
| 3 | Lot 1 | 2 Vote |
| 3 | Lot 2 | 1 Vote |
| 3 | Lot 3 | 5 Votes |
| 4 | Lot 1 | 2 Votes |
| 4 | Lot 2 | 2 Votes |
| 5 | Lot 1 | 3 Votes |
| 5 | Lot 2 | <u>3 Votes</u> |
| | Total | 54 Votes |

3. **Property Owners Association Assessments.** The table in Section 4(i) is hereby amended as follows:

| <u>Replat #</u> | <u>Lot #</u> | <u>Percentage</u> |
|------------------------|---------------------|--------------------------|
| 1 | Lot 1 | 3.08% |
| 1 | Lot 2 | 5.61% |
| 1 | Lot 6 | 7.09% |
| 1 | Lot 7 | 2.91% |
| 1 | Lot 8 | 8.44% |
| 1 | Lot 9 | 7.57% |
| 1 | Lot 10 | 26.79% |
| 2 | Lot 1 | 3.03% |
| 2 | Lot 2 | 2.57% |
| 3 | Lot 1 | 3.50% |
| 3 | Lot 2 | 2.24% |
| 3 | Lot 3 | 9.57% |
| 4 | Lot 1 | 3.47% |
| 4 | Lot 2 | 3.68% |
| 5 | Lot 1 | 5.22% |
| 5 | Lot 2 | <u>5.23%</u> |
| | Total | 100.00% |

4. **Mixed Use Agreement.** The pages attached hereto marked as Exhibit "B" are the amended exhibits to the Mixed Use Agreement which are hereby incorporated into the Declaration by this reference.

5. **Legal Description.** The legal description of the property subject to the Declaration is hereby amended as described on Exhibit "A" attached hereto.

EXHIBIT "A"
LEGAL DESCRIPTION

Lots 1, 2, 6, 7, 8, 9, and 10 and Outlots 1 through 4, inclusive,
Commercial Federal Business Park Replat 1, and Lots 1 and 2,
Commercial Federal Business Park Replat 2, and Lots 1, 2, and 3,
Commercial Federal Business Park Replat 3, and Lots 1 and 2,
Commercial Federal Business Park Replat 4, and Lots 1 and 2,
Commercial Federal Business Park Replat 5, as surveyed, platted and
recorded in Douglas County, Nebraska.

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Replat 1 - MC-07102
Replat 2 - MC-07103
Replat 3 - MC-07104
Replat 4 - MC-07105
Replat 5 -

EXHIBIT "B"
AMENDED EXHIBITS TO MIXED USE AGREEMENT

EXHIBIT "C"

COMMERCIAL FEDERAL BUSINESS PARK -SITE DEVELOPMENT REGULATIONS

| Lot No. | Size | | No. of Buildings | Max. Bldg. Ht (FT) | Total Gross Bldg. ⁽¹⁾ Area (Sq. Ft.) | | Minimum F.A. R. | Maximum F.A.R. | |
|------------------|-------|-------------|------------------|--------------------|---|-----------|-----------------|----------------|-------|
| | Acres | Square Feet | | | Minimum | Maximum | | | |
| 1 | 1.91 | 83,394 | 1 | 100 | 10,000 | 50,000 | .120 | .600 | |
| 2 | 3.49 | 152,203 | 1-2 | 100 | 45,000 | 85,000 | .296 | .558 | |
| 6 | 4.41 | 192,271 | 1-2 | 100 | 40,000 | 60,000 | .208 | .312 | |
| 7 | 1.81 | 78,789 | 1-2 | 100 | 5,000 | 35,000 | .063 | .444 | |
| 8 | 5.25 | 228,775 | 1-3 | 100 | 65,000 | 130,000 | .284 | .568 | |
| 9 | 4.71 | 205,243 | 1-2 | 100 | 50,000 | 120,000 | .244 | .585 | |
| 10 | 16.68 | 726,491 | 1-3 | 100 | 292,000 | 450,000 | .402 | .619 | |
| Replat 2 | 1 | 1.89 | 82,223 | 1 | 60 | 5,400 | 9,620 | .066 | .117 |
| | 2 | 1.60 | 69,616 | 1 | 60 | 4,600 | 11,380 | .066 | .163 |
| Replat 3 | 1 | 2.18 | 95,032 | 1-2 | 100 | 20,000 | 70,000 | 0.210 | 0.737 |
| | 2 | 1.39 | 60,669 | 1-2 | 60 | 5,000 | 9,000 | 0.082 | 0.148 |
| | 3 | 5.96 | 259,487 | 1-3 | 100 | 70,000 | 135,000 | .270 | 0.520 |
| Replat 4 | 1 | 2.16 | 94,135 | 1-2 | 100 | 28,000 | 32,000 | .297 | .340 |
| | 2 | 2.29 | 99,738 | 1 | 100 | 20,000 | 40,000 | .201 | .401 |
| Replat 5 | 1 | 3.25 | 141,611 | 1-2 | 100 | 37,000 | 92,000 | .261 | .671 |
| | 2 | 3.26 | 142,013 | 1 | 100 | 28,000 | 35,000 | .197 | .225 |
| Outlots | 1 | 0.10 | 4,356 | | | | | | |
| | 2 | 0.04 | 1,791 | | | | | | |
| | 3 | 0.04 | 1,791 | | | | | | |
| | 4 | 0.10 | 4,356 | | | | | | |
| Cumulative Total | 62.52 | 2,723,984 | 16-30 | -- | 725,000 | 1,364,000 | .267 | .503 | |

| Lot No. | Max. Impervious Coverage Ratio | Minimum ⁽²⁾ Off-Street Parking Ratio | Minimum Building Setbacks (Ft.) ⁽³⁾ | | |
|----------|--------------------------------|---|--|-----------------|----|
| | | | Public Rights-of-Way | Other Lot Lines | |
| 1 | 80% | | 35 | 10 | |
| 2 | 80% | | 35 | 10 | |
| 3 | 80% | | 35 | 10 | |
| 4 | 80% | | 35 | 10 | |
| 6 | 80% | | 35 | 10 | |
| 7 | 80% | | 35 | 10 | |
| 8 | 80% | | 35 | 10 | |
| 9 | 80% | | 35 | 10 | |
| 10 | 80% | | 35 | 10 | |
| Replat 2 | 1 | 80% | | 35 | 10 |
| | 2 | 80% | | 35 | 10 |
| Replat 3 | 1 | 82% | | 35 | 10 |
| | 2 | 79% | | 35 | 10 |
| | 3 | 80% | | 35 | 10 |
| Replat 4 | 1 | 80% | | 35 | 10 |
| | 2 | 80% | | 35 | 10 |
| Replat 5 | 1 | 80% | | 35 | 10 |
| | 2 | 80% | | 35 | 10 |
| Outlots | 1 | 50% | | 10 | 5 |
| | 2 | 50% | | 5 | 5 |
| | 3 | 50% | | 5 | 5 |
| | 4 | 50% | | 10 | 5 |

(1) Includes primary use buildings only. Does not include above grade parking structures, which may be in addition to these requirements/restrictions.

(2) May be accounted for in surface parking lots, in-building parking, parking structures or any combination of these.

(3) Applies to primary use buildings only. Set-back requirements for above-grade parking structures, or above-grade portions of parking structures, shall be one-half (½) of these amounts. There are no set-back requirements for below-grade or below-grade portions of parking structures.

(4) Restricted to signs and structural improvements that are accessory to the passive recreation activities.

EXHIBIT "D"

MINIMUM LANDSCAPING STANDARDS

1. All landscaping will be in general conformance with the Commercial Federal Business Park Development Plan and the Zoning Regulations of the City for the GO - General Office district, except that no landscaping shall be required between Lot 1 and Lot 2, Replat 2, between Lot 1 and Lot 2, Replat 3, and between Lot 1 and Lot 2, Replat 4.
2. Landscaping will consist of plant materials, paving materials, ground cover, and other appropriate landscape features.
3. Detailed landscaping plans for each building to be developed must be submitted and approved by the designated Administrative Office prior to issuance of a building permit for such building.
4. Property abutting any street right-of-way, except for West Dodge Road and its entrance and exit ramps and 132nd Street, shall be landscaped to a minimum depth of 15 feet.
5. Medians exceeding 10 feet in width in any public street right-of-way, parking lot or entrance drive shall be landscaped. Such landscaping must be approved by the designated Administrative Official prior to installation.
6. All landscaped areas, including outlots and public street rights-of-way, will be installed and maintained by Developer or its successors and assigns, and neither the District nor the City will be required or obliged to maintain such areas.

EXHIBIT "E"

COMMERCIAL FEDERAL BUSINESS PARK SIGN REGULATIONS AND BUDGET

SECTION 1. PERMITTED SIGN TYPES.

- 1.1 Permitted signs in the Commercial Federal Business Park are restricted to non-commercial flags, business center identification, directional, electronic information, ground/monument, and wall type signs.

SECTION 2. BUSINESS PARK IDENTIFICATION SIGNS.

- 2.1 The Developer of the Commercial Federal Business Park will be permitted to erect up to five (5) Business Center Identification signs located on 132nd Street, 137th Street, and West Dodge Road as shown on the Plan attached as Attachment 1. All such signs will be ground monument signs. No single sign will exceed 150 square feet in area and the cumulative total of all such signs will not exceed 750 square feet in area. All such signs will be set back a minimum of ten (10) feet from street rights-of-way, except outlots 2 and 3 which will be set back a minimum of five (5) feet, and will not exceed twenty (20) feet in height and six (6) feet in height from the bottom of the sign panel. These signs will be limited to the name of the Business Park only.

SECTION 3. SIGN BUDGET.

- 3.1 A sign budget for individual lots within the Commercial Federal Business Park is attached hereto as Attachment 2. The permitted sign area for each lot is based upon size of each lot in relation to the total net lot area in the Business Park. The total sign budget for the Business Park is 6,895 square feet. The owner of each lot may allocate its pro-rata share of this sign budget for each lot between and among the various permitted sign types, and between and among separate structures located or to be located on each lot.

Directional and information signs within parking lots, parking structures, and outlots that do not exceed four (4) square feet per sign face in size, and Business Park identification signs are exempt from the sign budget.

SECTION 4. TRANSFER OF SIGN BUDGET.

- 4.1 Transfer of any permitted maximum Gross Building Area between lots, made in accordance with Section 2.2.4 of this Agreement, may also permit transfer of a corresponding portion of each lot's sign budget.
- 4.2 In addition, up to 10% of the sign budget for any lot may be transferred to any other lot, on a square foot to square foot basis, by written notice from each lot owner identifying and describing the lots involved and the square footage of increase and corresponding decrease in each lot's sign budget.

- 4.3 Any transfer of sign budget, or change in sign budget due to replatting, must have a corresponding amendment to Exhibit "E", Attachment 2, submitted by the Developer before a sign permit can be issued.

SECTION 5. HEIGHT, SET-BACK, AND AUXILIARY REGULATORS.

- 5.1 Except as otherwise provided in this Sign Regulation and Budget, the maximum height, required minimum set-backs, and auxiliary design elements, including types of permitted illumination, for any sign shall be governed by the requirements of the local jurisdiction exercising zoning authority as applied in the following manner:
- a. For Lots 1, 6, 7, 8, and 9, Replat 1, Lots 1 and 2 of Replat 2, and Lots 1 and 2 of Replat 3, the regulations for GO - General Office district shall apply, except that wall signs may be erected to the height of the wall.
 - b. For Lots 2, 10, Lot 1 of Replat 3, Lots 1 and 2 of Replat 4, Lots 1 and 2 of Replat 5, and Outlots 1 through 4, the regulations for GO -General Office district shall apply.
 - c. Ground/monument signs will not exceed 8 feet in height.
 - d. Directional signs shall not exceed 3.5 feet in height.
 - e. Electronic information signs shall be limited to time and temperature only.
 - f. Flags shall be limited to countries, states, governmental entities, corporate logo or decorative with no advertising.

SECTION 6. APPLICATION PROCEDURES.

- 6.1 All signs will be installed subject to a sign permit from the jurisdiction exercising zoning authority. Unless specifically provided for in this Sign Regulations and Budget, all other sign provisions and regulations of such local jurisdiction in effect at the date hereof will apply.

ATTACHMENT 2

**COMMERCIAL FEDERAL BUSINESS PARK
SIGN BUDGET**

| LOT NUMBER | PERMITTED SIGN TYPES |
|---|--|
| 6, 10 | Flag, Electronic Information, Ground Monument, Center Identification, and Wall |
| 1, 2, 7, 8, 9 (Replat 2, Lots 1 and 2) (Replat 3, Lots 1, 2, & 3) (Replat 4, Lots 1 and 2) (Replat 5, Lots 1 and 2) | Flag, Ground Monument, and Wall |

| LOT NUMBER | SIGN BUDGET (SQ. FT.) |
|---------------------|------------------------|
| 1 | 250 |
| 2 | 275 |
| 6 | 540 |
| 7 | 250 |
| 8 | 500 |
| 9 | 500 |
| 10 | 2,210 |
| Replat 2, Lot 1 | 150 |
| Replat 2, Lot 2 | 150 |
| Replat 3, Lot 1 | 200 |
| Replat 3, Lot 2 | 250 |
| Replat 3, Lot 3 | 520 |
| Replat 4, Lot 1 | 250 |
| Replat 4, Lot 2 | 250 |
| Replat 5, Lot 1 | 300 |
| Replat 5, Lot 2 | 300 |
| TOTAL BUDGET | 6,895 (Sq. Ft.) |