

After Recording Return to:  
Kris Moore  
Magnum Development Corp  
11550 I Street, Ste 200  
Omaha, Nebraska 68137

**SECOND AMENDMENT TO THE DECLARATION OF  
COVENANTS, CONDITIONS, RESTRICTIONS AND  
EASEMENTS FOR PACIFIC POINTE**

THIS SECOND AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR PACIFIC POINTE (herein "Second Amendment") is made effective this 9<sup>th</sup> day of April, 2018, by 204 Pacific, LLC, a Nebraska limited liability company (the "Declarant"), and the undersigned owners who have signed this Amendment.

**RECITALS**

- A. WHEREAS, 204, LLC, a Nebraska limited liability company ("Original Declarant") executed and granted that certain DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR PACIFIC POINTE dated as of August 10, 2009 and recorded August 18, 2009 as Instrument Number 2009090423 in the Office of the Register of Deeds, Douglas County, Nebraska (the "Original Declaration");
- B. WHEREAS, Original Declarant and 204 Pacific entered into an Assignment of Declarant's Rights dated as of June 28, 2012, and recorded July 5, 2012, as Instrument Number 2012065090 in the Office of the Register of Deeds, Douglas County, Nebraska (the "Assignment"), whereby Original Declarant assigned and transferred all of Declarant's Rights under the Declaration to 204 Pacific, and 204 Pacific assumed and accepted all of Declarant's Rights under the Declaration and is hereinafter referred to as "Declarant;"

- C. WHEREAS, the Declaration was amended by that certain Amendment to the Declaration of Covenants, Conditions, Restrictions and Easements for Pacific Pointe dated as of May 4, 2016 and recorded June 21, 2016 as Instrument Number 2016048473 in the Office of the Register of Deeds, Douglas County, Nebraska (the "First Amendment"); and
- D. WHEREAS, the Original Declaration, Assignment and First Amendment are collectively referred to hereinafter as the "Declaration;" and
- E. WHEREAS, the Declaration set forth certain covenants, conditions and restrictions against the real property situated in Douglas County, Nebraska, which Property was legally described in Recital A of the Declaration; and
- F. WHEREAS, certain Lots in the Property have been replatted thereby changing the legal description of the Property as defined in Recital A of the Declaration and the Association Membership as set forth in Exhibit B of the Declaration. Declarant has determined that the legal description and Association Membership should therefore be amended.

**NOW, THEREFORE**, in consideration of the foregoing recitals, which are incorporated herein by this reference, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Any capitalized term not defined herein shall have the meaning ascribed to it in the Declaration.

2. This Second Amendment shall serve to amend the legal description of the Property as follows:

Lots 1 and 2, Pacific Street West Replat 4, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska. Lots 68 and 69 and 77, Pacific Street West, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska; and Lots 1 through 5, inclusive and Outlots A and B, Pacific Street West Replat Three, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

**Now known as:**

Lot 1, Pacific Street West Replat 3, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

Lots 1 and 2, Pacific Street West Replat 5, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

Lot 1, Pacific Street West Replat 6, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

Lot 2, Pacific Street West Replat 10, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

Lots 1 and 2, Pacific Street West Replat 11, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

Lots 1, 2, 3 and 4, Pacific Street West Replat 13, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

Lots 1 and 2, Pacific Street West Replat 14, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

Outlot "B," Pacific Street West Replat 3, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

Outlots "A" and "B," Pacific Street West Replat 8, a Subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

3. The first sentence of Section 1.14 of the Declaration is hereby deleted in its entirety and replaced by the following: *"Lot" or "Lots" shall mean Lot 1, Pacific Street West Replat 3; Lots 1 and 2, Pacific Street West Replat 5; Lot 1, Pacific Street West Replat 6; Lot 2, Pacific Street West Replat 10; Lots 1 and 2, Pacific Street West Replat 11; Lots 1, 2, 3 and 4, Pacific Street West Replat 13; and Lots 1 and 2, Pacific Street West Replat 14.*

4. Section 1.15 of the Declaration shall be deleted in its entirety and replaced by the following:

*1.15 Lot 1. Lot 1 shall mean and refer to Lot 1, Pacific Street West Replat 13.*

5. The first sentence of Section 1.20 of the Declaration is hereby deleted in its entirety and replaced by the following: *"Outlot" shall mean Outlot "B," Pacific Street West Replat 3 and Outlots "A" and "B," Pacific Street West Replat 8, subdivisions as surveyed, platted and recorded in Douglas County, Nebraska.*

6. Section 1.26 of the Declaration is hereby deleted in its entirety and replaced by the following:

*1.26 Plat. "Plat" shall mean the final subdivision plat for Pacific Street West Replat 3 recorded on April 15, 2008, as Instrument No. 2008036417 in the official records of Douglas County, Nebraska; Pacific Street West Replat 4 recorded on July 22, 2009, as Instrument No. 2009078997 in the official records of Douglas County, Nebraska; Pacific Street West Replat 5 recorded on June 15, 2010, as Instrument No. 2010051901 in the official records of Douglas County, Nebraska; Pacific Street West Replat 6 recorded on July, 22, 2010, as Instrument No. 2010064784 in the official records of Douglas County, Nebraska; Pacific Street West Replat 8 recorded on June 15, 2012, as Instrument No. 2012058171 in the official records of Douglas County, Nebraska; Pacific Street West Replat 10 recorded on April 27, 2015, as Instrument No. 2015030922 the official records of Douglas County, Nebraska; Pacific Street West Replat 11 recorded on March 4, 2015, as Instrument No. 2015015212 in the official records of Douglas County, Nebraska; Pacific Street West Replat 13 recorded on December 20, 2016, as*

*Instrument No.2016106372 in the official records of Douglas County, Nebraska; Pacific Street West Replat 14 recorded on November 8, 2017, as Instrument No.2017090256 in the official records of Douglas County, Nebraska and any amendments, administrative subdivisions, minor plats or other modifications thereof.*

7. Section 8.8.5 is hereby deleted in its entirety and replaced by the following:

*8.8.5 Property Restrictions. All buildings on the Property must be constructed only within the Permissible Building Areas shown on Exhibit A-1, and shall be one (1) story in height unless otherwise designated on the Site Plan as being two (2) stories, and any expansion of such buildings must be within the Permissible Building Area for such specific building shown on Exhibit A-1. The buildings to be located on Lot 1 Pacific Street West Replat 6, Lots 1 and 2 Pacific Street West Replat 14, or Lot 1 Pacific Street West Replat 3, Lots 1 and 2 Pacific Street West Replat 11, and Outlot A and B Pacific Street West Replat 8, shall not have a height exceeding twenty eight feet (28'), except that such building's or other improvement's entry feature, architectural feature or building protrusion shall be permitted to rise to thirty-two feet (32') so long as entry or architectural features do not exceed thirty percent (30%) of the total face of a buildings elevation.*

8. The Site Plan attached to the Declaration as Exhibit "A" is hereby deleted in its entirety and replaced by Exhibit "A" attached to this Second Amendment.

9. The Permissible Building Area Exhibit attached to the Declaration as Exhibit "A-1" is hereby deleted in its entirety and replaced by Exhibit "A-1" attached to this Second Amendment.

10. Exhibit B of the Declaration is deleted in its entirety and replaced by Exhibit B attached to this Second Amendment.

11. To the extent any of the provisions of this Second Amendment require an amendment or modification of the Declaration, the Declarant and undersigned Owners, who collectively hold at least two-thirds of the memberships in the Association, hereby ratify, confirm and approve this modification/amendment to the Declaration. There are presently 30 memberships in the Association and each member owns the corresponding amount next to his, her or its name.

12. Except as provided herein, the Declaration shall remain in full force and effect without modification.

13. This document may be signed in any number of counterparts and original signature pages may be detached and reattached to form one document.

**204 Pacific, LLC, Declarant and Owner (6)**

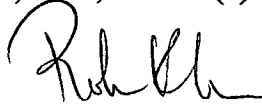
By: Rodney D. Rhoden Trust

By:   
Rodney D. Rhoden, Trustee

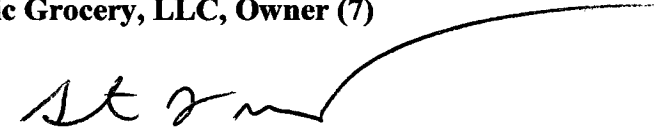
**MSLA Properties, LLC, Owner (1)**

By: \_\_\_\_\_  
Matthew S. Wright, DVM, Manager

**KZI, LLC, Owner (3)**

By:   
Robin Khan, Manager

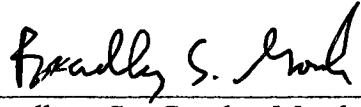
**Pacific Grocery, LLC, Owner (7)**

By:   
Steven J. Moskovits, authorized representative

**MB Investments LLC, Owner (1)**

By: \_\_\_\_\_  
Mike Berlin, Manager

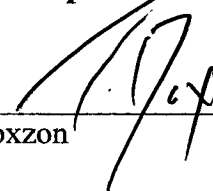
**Elkhorn 204 LLC, Owner (2)**

By:   
Bradley S. Gosch, Member, authorized representative

**202 Pacific Group, LLC, Owner (2)**

By: \_\_\_\_\_  
Eric Wieseler, Managing Member

**Calvary Chapel West Omaha, Inc. (6)**

By:   
Todd Doxzon

**Omaha Blue Sage Properties, LLC. (2)**

By: \_\_\_\_\_

Its: \_\_\_\_\_

13. This document may be signed in any number of counterparts and original signature pages may be detached and reattached to form one document.

**204 Pacific, LLC, Declarant and Owner (6)**

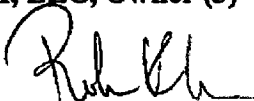
By: Rodney D. Rhoden Trust

By:   
Rodney D. Rhoden, Trustee


**MSLA Properties, LLC, Owner (1)**

By: \_\_\_\_\_  
Matthew S. Wright, DVM, Manager

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By:   
Robin Khan, Manager

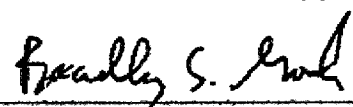
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By:   
Bradley S. Gosch, Member, authorized representative

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By: \_\_\_\_\_  
Eric Wieseler, Managing Member

**Calvary Chapel West Omaha, Inc. (6)**

By: \_\_\_\_\_  
Todd Doxzon

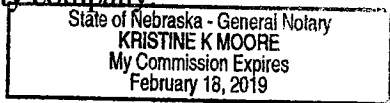
**Omaha Blue Sage Properties, LLC. (2)**

By: \_\_\_\_\_

Its: \_\_\_\_\_

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on January 25, 2018 by Rodney D. Rhoden, Trustee of the Rodney D. Rhoden Trust, on behalf of 204 Pacific, LLC, a limited liability company.



Kristine K. Moore  
Notary Public

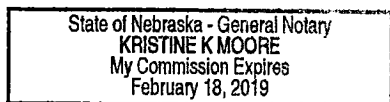
STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on \_\_\_\_\_, 2017, by Matthew S. Wright, DVM, Manager of MSLA Properties, LLC, on behalf of said limited liability company.

\_\_\_\_\_  
Notary Public

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

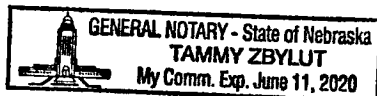
The foregoing instrument was acknowledged before me on February 2, 2018 by Robin Khan, Manager of KZI, LLC on behalf of said limited liability company.



Kristine K. Moore  
Notary Public

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on January 18, 2018 by Steven J. Moskovits, authorized representative of Pacific Grocery, LLC, on behalf of said limited liability company.



Tammy Zbylut  
Notary Public

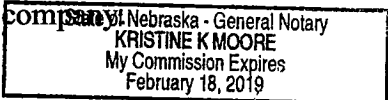
STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on \_\_\_\_\_, 2017, by Mike Berlin, Manager of MB Investments LLC, on behalf of said limited liability company.

\_\_\_\_\_  
Notary Public

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on March 16, 2018, by Bradley S. Gosch, Member and authorized representative of Elkhorn 204, LLC, on behalf of said limited liability company.



Kristine K. Moore  
Notary Public

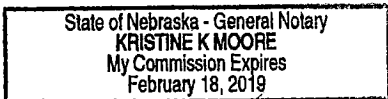
STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on \_\_\_\_\_, 2017, by Eric Wieseler, Managing Member of 202 Pacific Group, LLC, on behalf of said limited liability company.

\_\_\_\_\_  
Notary Public

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on April 9, 2018, by Todd Doxzon, President of Calvary Chapel West Omaha, Inc.



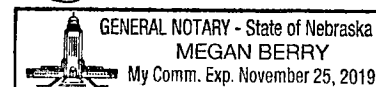
Kristine K. Moore  
Notary Public



STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on March 14<sup>th</sup>, 2018, by Mike Berlin, Manager of MB Investments LLC, on behalf of said limited liability company.

Megan Berry  
Notary Public



STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on \_\_\_\_\_, 2017, by Bradley S. Gosch, Member and authorized representative of Elkhorn 204, LLC, on behalf of said limited liability company.

\_\_\_\_\_  
Notary Public

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on \_\_\_\_\_, 2017, by Eric Wieseler, Managing Member of 202 Pacific Group, LLC, on behalf of said limited liability company.

\_\_\_\_\_  
Notary Public

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF DOUGLAS )

The foregoing instrument was acknowledged before me on \_\_\_\_\_, 2017, by Todd Doxzon, President of Calvary Chapel West Omaha, Inc.

\_\_\_\_\_  
Notary Public

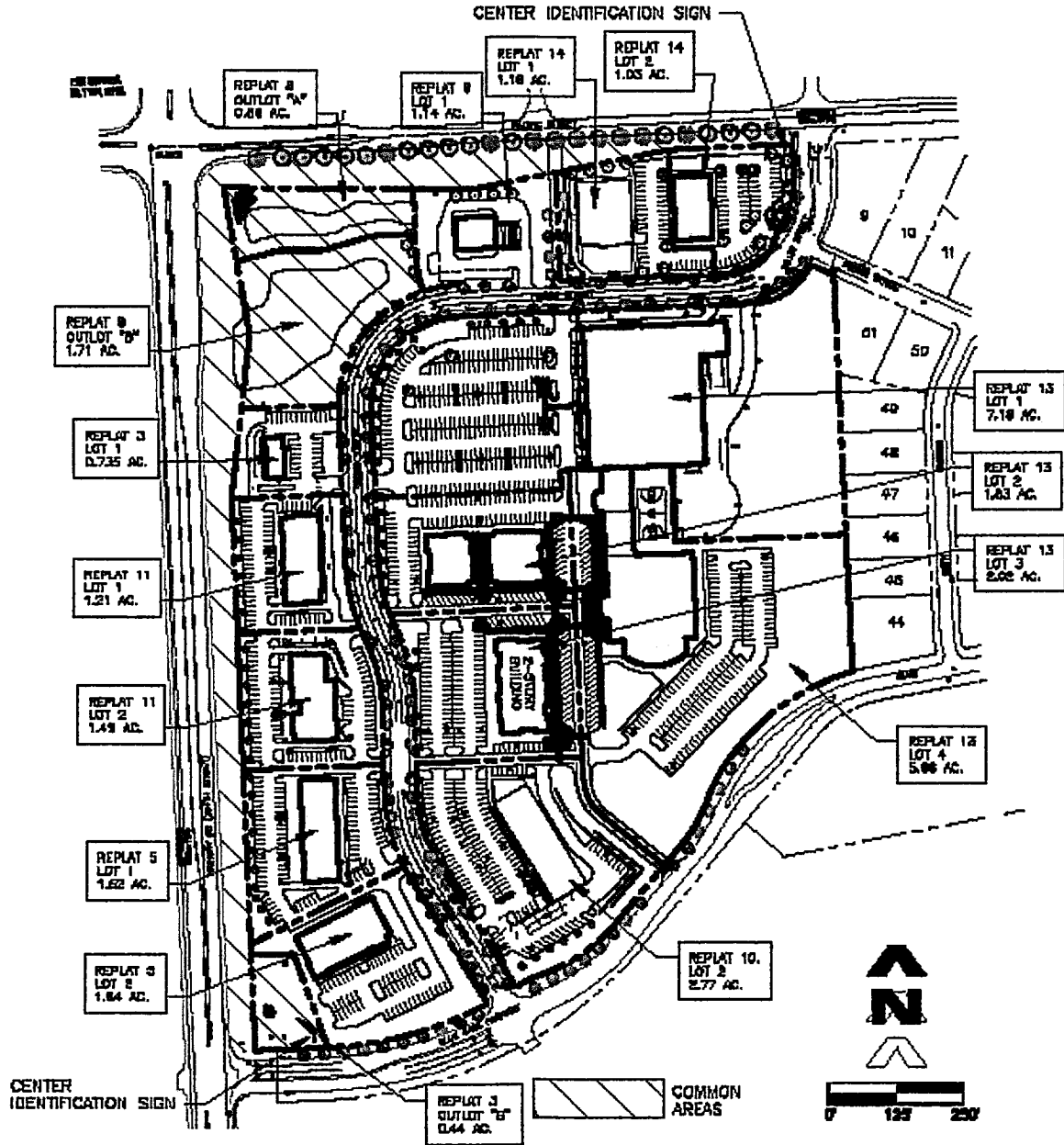
STATE OF NEBRASKA    )  
  ) ss.  
COUNTY OF DOUGLAS    )

The foregoing instrument was acknowledged before me on \_\_\_\_\_, 2017, by  
\_\_\_\_\_, its \_\_\_\_\_ of Omaha Blue Sage Properties, LLC.

\_\_\_\_\_  
Notary Public

**EXHIBIT A**  
**SITE PLAN**

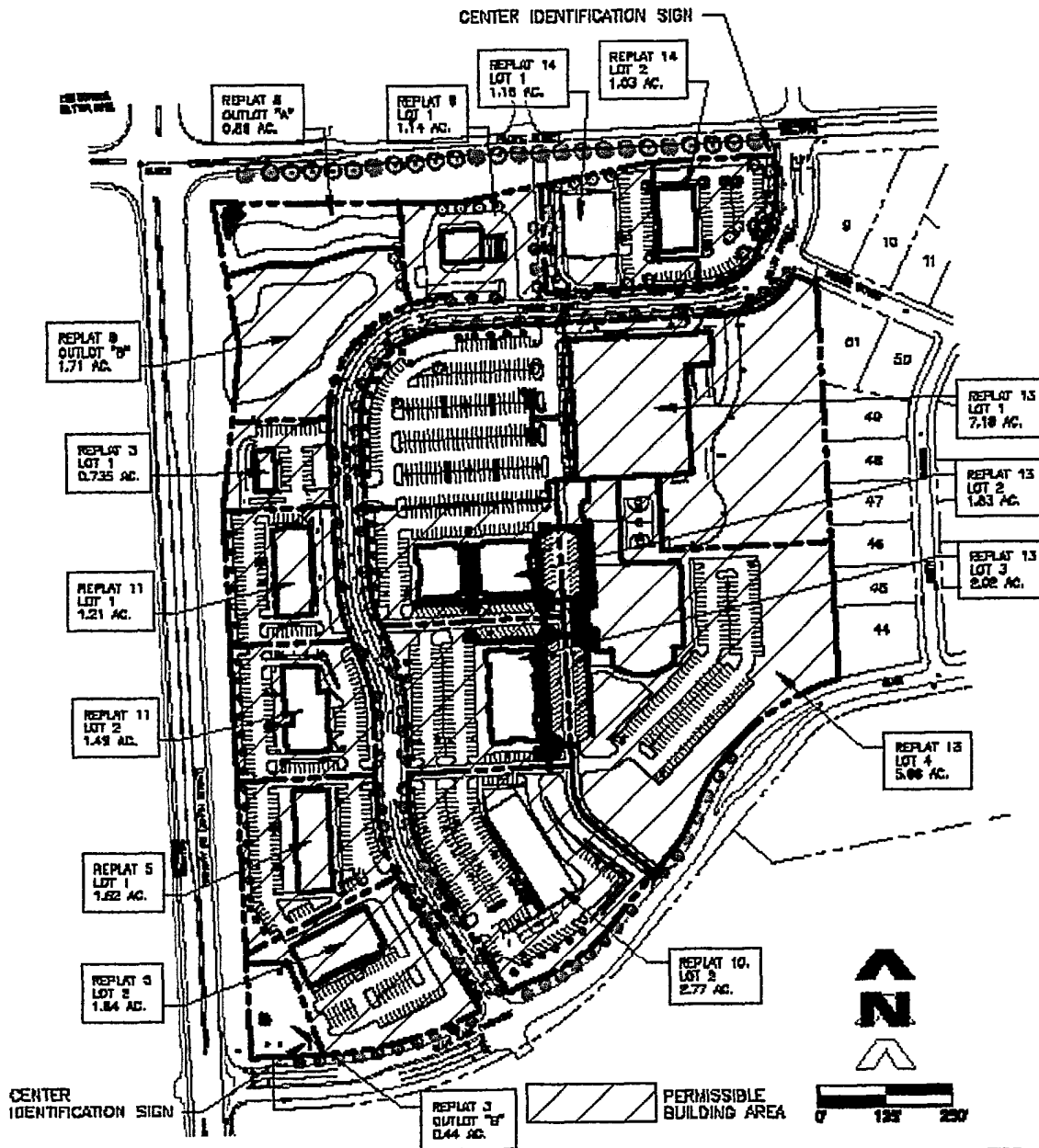
11/23/2017 8:28 AM WORKING VERSION 121123011231-105 Mountain View - Lot 2 Pacific Street West, Project: 115.Downtown.1231-105 Street Use Plan-3-17.dwg



	Job Number: 1231-105 Bergman, Greenan & Carter, Inc. 10800 Old Mill Rd Omaha, NE 68164 P: 402.330.2882 www.td2.com	Date: 11-3-17 Design By: AAK Prepared by: RDK Revision Date: -	Pacific Street West <hr/> Exhibit A - Site Plan	Page 1 of 1
	CENTER IDENTIFICATION SIGN			

## EXHIBIT "A-1" PERMISSIBLE BUILDING AREA

11/25/2017 8:28 AM PLOTCH CENTER 14112381037-105 Mapcut Bar - Lot 2 Pacific Street West, Bldg. 111/104/101/102-103 Blvd Line 14112381037-105



<b>TD2</b>	Job Number: 1231-105	Date: 11-3-17	<b>Pacific Street West</b>
	Prepared by: [Name] Checked by: [Name] Drawing No: 001184 P: 402.930.8882 www.td2.com	Design by: AME Reviewed by: REX Revision Date: -	<b>Exhibit A-1 - Permissible Building Area</b>
			Page 1 of 1

**EXHIBIT 'B'**  
**ASSOCIATION MEMBERSHIP**

LOT	NET ACRES	NUMBER OF MEMBERSHIPS	PERCENTAGE
Lot 1, Replat 3	0.735	1	2.48%
Lot 1, Replat 5	1.620	2	5.46%
Lot 2, Replat 5	1.840	2	6.20%
Lot 1, Replat 6	1.140	1	3.84%
Lot 2, Replat 10	2.770	3	9.33%
Lot 1, Replat 11	1.210	1	4.08%
Lot 2, Replat 11	1.490	1	5.02%
Lot 1, Replat 13	7.180	7	24.19%
Lot 2, Replat 13	1.830	2	6.16%
Lot 3, Replat 13	2.020	2	6.80%
Lot 4, Replat 13	5.660	6	19.07%
Lot 1, Replat 14	1.160	1	3.90%
Lot 2, Replat 14	1.030	1	3.47%
	29.685	30	100.00%