



DEED 2016003392



JAN 15 2016 09:48 P 7

Nebr Doc Stamp Tax
01-15-2016 Date
\$ 135.00
By PN

Fee amount: 46.00
FB: 01-60000
COMP: PN

Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
01/15/2016 09:48:12.00



2016003392

SPECIAL WARRANTY DEED

This Special Warranty Deed is executed by Omaha Livestock Market, Inc., a Nebraska corporation, ("Grantor") and is delivered to Greater Omaha Packing Co., Inc., a Nebraska corporation, ("Grantee").

Grantor, for and in consideration of the sum of TEN & NO/100 DOLLARS (\$10.00) and other good and valuable consideration, paid to Grantor by Grantee, the receipt and sufficiency of which are hereby acknowledged, grants, bargains, sells, and conveys to Grantee and Grantee's successors and assigns forever, that certain parcel of land, situate, lying and being in Douglas County, Nebraska, described in Exhibit "A" attached hereto and made a part hereof (the "Property");

Together with all rights, benefits, privileges, easements, tenements, hereditaments, and appurtenances thereon or in anywise appertaining thereto.

To Have and To Hold the same unto the said Grantee, its successors and assigns, in fee simple forever.

This conveyance is made subject to (i) the lien of real estate taxes for the year of 2015 and all subsequent years; and (ii) all easements, restrictions, covenants and conditions of record.

Grantor recites that it is a dissolved corporation but in accordance the provisions of Nebraska Revised Statute 21-20,155 it is winding up and liquidating its business affairs and Grantor is disposing of its real estate, pursuant to Exhibit "B" corporate resolution attached hereto.

Grantor covenants with Grantee that at the time of delivery of this Special Warranty Deed, except as set forth above, the Property is free of any encumbrance made by Grantor, and Grantor specially warrants the title to the Property, and will defend it against the lawful claims and demands of all persons claiming by, through or under Grantor, but against none other.

IN WITNESS WHEREOF, Grantor has caused these presents to be duly authorized in its name and by those thereunto duly authorized, this 5th day of January, 2016.

GRANTOR:

OMAHA LIVESTOCK MARKET, INC.

By: Michael E. Schultz
Its President

STATE OF Florida)
 ss:
COUNTY OF Palm Beach

The foregoing Special Warranty Deed was acknowledged before me this 05th day of January, 2016, by Michael E. Schultz, President of OMAHA LIVESTOCK MARKET, INC., a Nebraska Corporation.

[Handwritten Signature]
Notary Public Signature
Print Name Perla Vigo

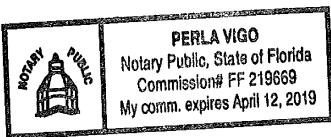
(SEAL)


EXHIBIT "A"

4-14-13

A part of vacated Railroad Avenue located in the Southeast Quarter of the Southeast Quarter (SE $\frac{1}{4}$ SE $\frac{1}{4}$) of Section 4, and in the Northeast Quarter of the Northeast Quarter (NE $\frac{1}{4}$ NE $\frac{1}{4}$) of Section 9, all in Township 14 North, Range 13 East of the 6th P.M., in the City of Omaha, in Douglas County, Nebraska, more fully described as follows:

9-14-13

Commencing at the Northwest corner of Block 4, First Addition to South Omaha and the Point of Beginning; thence South 10°45'05" East, along the Easterly line of said vacated Railroad Avenue, a distance of 506.70 feet, to the beginning of a curve, concave Northeasterly, having a central angle of 20°54'00" and a radius of 5,613.58 feet; thence Southeasterly, along a part of said curve and along the Easterly line of said vacated Railroad Avenue, an arc length of 552.12 feet, and having a chord bearing and distance of South 13°34'08" East, and 551.89 feet, to the point of intersection with the West line of Block 1½, Brown Park Addition to South Omaha, said point of intersection being 169.25 feet Southerly of the Northwest corner of Block 1½; thence South 73°36'48" West, and radial to said curve, a distance of 33.00 feet, to a point on the centerline of said vacated Railroad Avenue, and to a point on a curve, concave Northeasterly, having a central angle of 20°54'00" and a radius of 5,646.58 feet; thence Northwesterly, along a part of said curve and along the centerline of said vacated Railroad Avenue, an arc length of 555.36 feet, and having a chord bearing and distance of North 13°34'08" West, 555.13 feet, to the end of said curve; thence North 10°45'05" West, along the centerline of said vacated Railroad Avenue, a distance of 207.20 feet, to the point of intersection with the North right-of-way line of "P" Street, extended West; thence South 88°48'21" East, along the extension of said North right-of-way line, a distance of 16.87 feet; thence North 10°45'05" West, and parallel to the centerline of said vacated Railroad Avenue, a distance of 306.48 feet, to the point of intersection with the North line of said Block 4, extended West; thence South 88°51'10" East, along the extension of said Block 4, a distance of 16.87 feet, to the Point of Beginning.

NOTE: The Westerly line of said Block 4 is assumed to bear South 10°45'05" East, for this description.

**OMAHA LIVESTOCK MARKET, INC.
RESOLUTION**

I, Asher B. Edelman, Secretary of Omaha Livestock Market, Inc., hereby certify that the following is a true, complete and correct copy of the Resolution adopted by the Directors of Omaha Livestock Market, Inc., on January 14th, 2016, and that said Resolution has not been rescinded or modified:


RESOLVED, that the Officers and Directors of Omaha Livestock Market, Inc. are hereby authorized, for and on behalf of Omaha Livestock Market, Inc., to execute all documents required in order to facilitate the sale of real property described on Exhibit "A" attached hereto, and to execute Sales Agreement and Deed for same with Greater Omaha Packing Co., Inc., a Nebraska corporation,

and is authorized to do all things required at any time, or from time to time in connection with said sale as may be deemed appropriate.

FURTHER RESOLVED, that the corporation is dissolved, but in accordance with Nebraska Revised Statutes 21-20,155 it is winding up and liquidating its affairs.

The Secretary further certifies that the Board of Directors of the Corporation did duly adopt the foregoing Resolution and to confer the power therein granted to its President, Michael Schultz, who has full power and authority to exercise same.

DATED this 14th day of January, 2016.



Asher B. Edelman,
Secretary

**MINUTES OF SPECIAL MEETING OF
BOARD OF DIRECTORS AND SHAREHOLDERS
OF
OMAHA LIVESTOCK MARKET, INC.**

January 5th, 2016

A Special Meeting of the Stockholders and Board of Directors of Omaha Livestock Market, Inc., a Nebraska corporation, was held on January 5, 2016, pursuant to the waiver, consent, and approval signed by the Stockholders and Directors at the foot of these Minutes.

The following Stockholder was in attendance:

Canal Capital Corporation

Being the sole Stockholder and constituting a quorum.

The following Directors were in attendance:

Asher B. Edelman
Michael E. Schultz

being all the Directors, and constituting a quorum.

Mr. Schultz recited that the corporation had been formally dissolved, but pursuant to the provisions of Nebraska Revised Statute 21-20, 155 that a dissolved corporation had the power to wind up and liquidate its affairs. Further, that the corporation holds title to a remnant of real property and has received an offer to purchase same from Greater Omaha Packing Co., Inc., a Nebraska corporation.

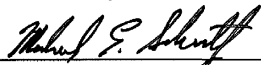
Mr. Schultz stated that it would be appropriate to affirm the corporate officers as follows:

Michael Schultz, President
Asher B. Edelman, Vice President and Secretary
Irving B. Epstein, Assistant Secretary

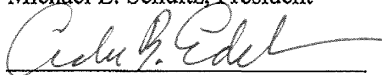
It was then moved, seconded and approved that the officers named above be elected to said offices to serve during windings and liquidation of corporate assets.

It was then moved, seconded and approved that the corporation take all required actions to sell the property, described in Exhibit "A" attached hereto, to Greater Omaha Packing Co., Inc., a Nebraska corporation.

There being no further business to come before the meeting same was duly adjourned.



Michael E. Schultz, President



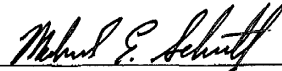
Asher B. Edelman, Secretary

WAIVER AND APPROVAL

The undersigned Directors and Stockholder hereby waive Notice of the time, place, and purpose of the above Special Meeting; consent that it may be convened and held as reported in the foregoing Minutes; and do hereby approve all of the business transacted at said meeting as reflected in the Minutes aforesaid.



Asher B. Edelman, Director



Michael E. Schultz, Director

CANAL CAPITAL CORPORATION,
Stockholder

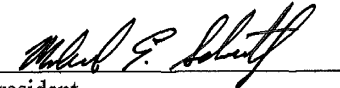
By: 
Its President

EXHIBIT "A"

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NOTE: The Westerly line of said Block 4 is assumed to bear South 10°45'05" East, for this description. (Vesting Deed) (Reference Deed)