

MARGARET HENKLE, COUNTY RECORDER
FREMONT IOWA

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|-------------|-------------------|----------------|--------|--------------|
| Information | Jon H. Johnson | P.O. Box 670 | Sidney | 712-374-2608 |
| | Individual's Name | Street Address | City | Phone |

AMENDMENT TO
PROTECTIVE COVENANTS
MOYER DEVELOPMENT

The undersigned hereby declares that the following additional covenant is to run with the land and shall be binding on all present and future owners of all or any part of the following described real estate:

A parcel of land located in part of the SE ¼ SE ¼, and in part of the NE ¼ SE ¼ of Section 20, Township 68 North, Range 43 West of the 5th Principal Meridian, Fremont County, Iowa, said parcel being more fully described as follows:

Commencing at the Southeast Corner of said Section 20; thence N00°00'00"E along the east line of said SE ¼ SE ¼ a distance of 261.46 feet to the point of beginning; thence N90°00'00"W a distance of 33.00 feet to the westerly right-of-way line of a county road; thence S08°04'22"W along said westerly right-of-way line a distance of 121.05 feet to the northerly right-of-way line of Highway No.2; thence S89°03'59"W along said northerly right-of-way line a distance of 1202.71 feet; thence S89°05'57"W along said northerly right-of-way line a distance of 13.46 feet; thence N00°00'00"E a distance of 90.00 feet; thence N02°34'38"W a distance of 999.22 feet; thence N00°03'12"E a distance of 1384.45 feet to the Northwest Corner of said NE ¼ SE ¼; thence N87°56'47"E along the north line of said NE ¼ SE ¼ a distance of 1310.85 feet to the Northeast Corner of said NE ¼ SE ¼; thence S00°00'00"W along the east line of the SE ¼ of said Section 20 a distance of 2379.47 feet to the point of beginning. Said parcel contains 74.10 acres, more or less, including presently established county road right-of-way (3.32 ac.), and is subject to easements of record.

Note: The East line of the SE ¼ of said Section 20 is assumed to bear N00°00'00"E for this description.

and known as MOYER DEVELOPMENT, commonly known as Lots 1,2,3,4,5,6,7,8,9,10,11,12,13,14,15,24,25,26,27,28,29,30 and Crossroads Development Replat 1 Lots 16A, 17A, 18A, 19A, 20A, 21A, 22A, and 23A and Moyer Development Parcel A, including presently established county road right-of-way, and is subject to easements of record.

If the present or future owners of any of said lots, or their grantees, heirs, or assigns, shall violate or attempt to violate any of these covenants, it shall be lawful for any other person or persons owning any part of said real estate to prosecute any proceedings at law or in equity against the person or persons violating or attempting to violate any such covenants and either to prevent him or them from so doing or to recover damages or other compensation for such violation.

IV Ban on Sexually Oriented Businesses. The above real estate or structures thereon shall not be used for the establishment of any sexually oriented business and that shall include restriction on:

1. The opening or commencement of any sexually oriented business as a new business.
2. The conversion of an existing business, whether or not a sexually oriented business to any sexually oriented business.
3. The addition of any sexually oriented business to any other existing sexually oriented business.


Sexually oriented business includes, but is not restricted to any Adult Arcade, Adult Bookstore, Adult Novelty Store, Adult Video Store, Adult Cabaret, Adult Motel, Adult Motion Picture Theater, or Semi-Nude Model Studio. Examples of sexually oriented businesses which are restricted, but not limited to these examples, that are currently in operation in the area surrounding Moyer Development, are Shotgun Geniez, Hamburg, Iowa and Playhouse Performing Arts Center at the Interstate 29 exit along State Highway 370 in Mills County, Iowa. Sexually oriented business includes any business which exhibits in any form any of the following:

1. Nudity, which consists of the display of the human male or female genitals, pubic area, vulva, anus, or the showing of the female breast with less than a fully opaque covering of any part of the nipple and areola.
2. Sex acts, normal or perverted, including intercourse, oral copulation masturbation or sodomy; or
3. Excretory functions as a part of or in connection with any of the activities described in No. 1 immediately preceding this statement.

This agreement is in addition to any previous covenants imposed on the above described real estate. The previous covenants remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, being the owners of all said real estate, have executed these Covenants this 10th day of September, 2004.

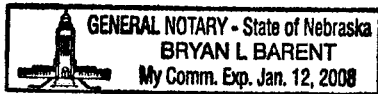
Crossroads Real Estate Development, L.L.C.

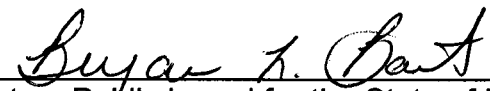


Leslie J. Robbins, Jr., Member

STATE OF NEBRASKA, DOUGLAS COUNTY, SS:

On this 11th, day of September, 2004, before me, the undersigned, a Notary Public in and for said State, personally appeared Leslie J. Robbins, to me personally known, who being by me duly sworn, did say that he/she is the Member of said corporation; that no seal has been procured by the said; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that Leslie J. Robbins as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.





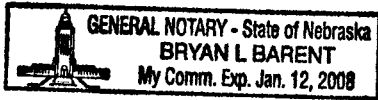
Notary Public in and for the State of Nebraska

Crossroads Travel Center Real Estate, L.L.C.

Leslie J. Robbins, Jr.
Leslie J. Robbins, Jr., Member

STATE OF NEBRASKA, DOUGLAS COUNTY, SS:

On this 11th, day of September, 2004, before me, the undersigned, a Notary Public in and for said State, personally appeared Leslie J. Robbins, to me personally known, who being by me duly sworn, did say that he/she is the Member of said corporation; that no seal has been procured by the said; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that Leslie J. Robbins as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.



Bryan L. Barent
Notary Public in and for the State of Nebraska

Southern Loess Hills Welcome Center, Inc.

Pat Shull
Pat Shull, Chairperson

STATE OF IOWA, FREMONT COUNTY, SS:

On this 9, day of 10, 2004, before me, the undersigned, a Notary Public in and for said State, personally appeared Pat Shull, to me personally known, who being by me duly sworn, did say that he/she is the Chairperson of said corporation; that no seal has been procured by the said; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that _____ as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.



Franz Patrick Cowden
Notary Public in and for the State of Iowa

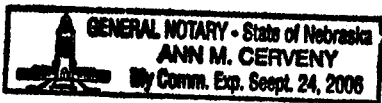
Finders Keepers Real Estate, L.L.C.

Alicia J. Chrastil

Alicia J. Chrastil, Member

STATE OF NEBRASKA, LANCASTER COUNTY, SS:

On this 17, day of September, 2004, before me, the undersigned, a Notary Public in and for said State, personally appeared Alicia J. Chrastil, to me personally known, who being by me duly sworn, did say that he/she is the managing partner of said corporation; that no seal has been procured by the said; ~~that~~ said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that Alicia J. Chrastil as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.



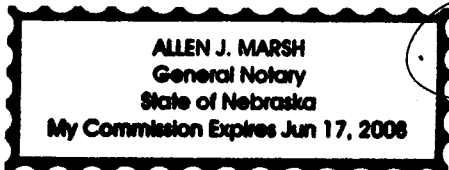
Ann M. Cerveny
Notary Public in and for the State of Nebraska

I 29/HWY 2 SID, L.L.C.

William D. Sapp
William D. Sapp, Member

STATE OF NEBRASKA, DOUGLAS COUNTY, SS:

On this 27, day of September, 2004, before me, the undersigned, a Notary Public in and for said State, personally appeared William D. SAPP, to me personally known, who being by me duly sworn, did say that he/she is the MANAGING MEMBER of said corporation; that no seal has been procured by the said; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and that William D. SAPP as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.



Allen J. Marsh
Notary Public in and for the State of Nebraska