MISC 2012031064

APR 02 2012 15:54 P 13

Fee amount: 73.50
FB: 0C-42392
COMP: LM

Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
04/02/2012 15:54:58.00

2012031064

WHEN RECORDED, MAIL TO:

filed as received

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AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

THIS AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION is made by Waite Development, LLP, a Nebraska limited liability partnership and Rodney Rhoden (together referred to as "Owner") as of November 30th, 2011, and is as follows:

W I T N E S S E T H:

WHEREAS, 180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration"); and

-16- 11-113246

PHOENIX/602096.2

WHEREAS, Owner is the owner of Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska ("Owner's Lot"); and

WHEREAS, Owner desires that the Declaration be amended as provided below and has obtained the agreement to such amendment by owners of Lots within West Dodge Station that, together with Owner's Lot, collectively contain not less than seventy-five percent (75%) of the land area subject to and covered by the Declaration and therefore have the right, power and authority to amend the Declaration in accordance with Section 7.1 thereof.

NOW, THEREFORE, Owner, as the owner of the Owner's Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska." Attached are Agreements to Amend from other Lot owners whereby this amendment to Section 2.6(i) has been approved by the owners of Lots within West Dodge Station that, together with Owner's Lot, collectively contain not less than seventy-five percent (75%) of the land area subject to and covered by the Declaration, such that the requirements for amendment of the Declaration have been satisfied.

IN WITNESS WHEREOF, Owner has executed this Amendment which shall be effective as of the recording of this document in the records of the Register of Deeds for Douglas County, Nebraska.

Waite Development, LLP, a Nebraska limited liability partnership

By Roland F. Waite
Name Roland F. Waite
Its Partner

STATE OF NEBRASKA)
) ss
County of Douglas)

The foregoing instrument was acknowledged before me this 1st day of December, 2011 by Roland F. Waite, known to me to be a partner of Waite Development, LLP, a Nebraska limited liability partnership, for and on behalf of said partnership.

Jackie J Rushlau
Notary Public

JACKIE J RUSHLAU
State of Nebraska-General Notary
My Commission Expires
June 18, 2014

My Commission Expires: 6·18·14

Rodney Rhoden

STATE OF NEBRASKA)
) ss
County of Douglas)

The foregoing instrument was acknowledged before me this 23 day of Nov, 2011 by Rodney Rhoden.

Keri L Connolly
Notary Public

My Commission Expires: 3/28/15

GENERAL NOTARY-State of Nebraska
KERI L. CONNOLLY
My Comm. Exp. March 28, 2015

TO BE INDEXED AGAINST THE FOLLOWING LEGAL DESCRIPTIONS:
Lots 1, 2, 3, 7, 8, 9, 10 West Dodge Station 0c-42390
Lots 1 and 2 and Outlot 1, West Dodge Station Replat 1 0c-42391
Lots 1 and 2, West Dodge Station Replat 2 0c-42392
Lots 1 and 2, West Dodge Station Replat 5 0c-42402
Lots 1, 2 and 3, West Dodge Station Replat 6 0c-42403
All in Douglas County, Nebraska.

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42390

The undersigned is the Lot Owner of Lot 1, West Dodge Station (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

Lutheran Church of the Master a Nebraska Non-Profit Corporation

By _____

Name John P. White

Its Pres. John White

STATE OF Nebraska)
) ss
County of Douglas)

The foregoing instrument was acknowledged before me this 19th day of March, 2012 by John White, known to me to be the President of Lutheran Church of the Master a NE Nonprofit Corp for and on behalf of said Lutheran Church of the Master.

GENERAL NOTARY - State of Nebraska
NANCY A. CURRAN
My Comm. Exp. June 24, 2012

_____
Notary Public

My Commission Expires: 6/24/12

PHOENIX/602246.1

CONSENT TO AMENDMENT OF DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska (the "Declaration").

0c-42390

The undersigned is the Lot Owner of Lot 2, West Dodge Station, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska (the "Lot"). The undersigned, as Owner of the Lot, hereby consents to the Amendment to Declaration of Covenants, Conditions and Restrictions for West Dodge Station to which this Consent is affixed that provides for the amendment of Section 2.6 (i) of the Declaration to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

E & G Investments, LLC, a Nebraska limited liability company

By _____

Name ELIAS J. ELIOPOULOS

Its MEMBER

STATE OF NEBRASKA)
) ss
County of Douglas)

The foregoing instrument was acknowledged before me this 28th day of March, 2012 by Elias Eliopoulos, known to me to be a Member of E & G Investments, LLC, a Nebraska limited liability company, for and on behalf of said company.

GENERAL NOTARY - State of Nebraska
SANDY KASADA
My Comm. Exp. November 10, 2015

Sandy Kasada
Notary Public

My Commission Expires: 11-10-15

PHOENIX/602246.1

ATTACHMENT 3

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42390

The undersigned is the Lot Owner of Lot 3, West Dodge Station — (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

Elkhorn Public Schools a Nebraska Governmental Entity

By Stephen R Baker

Name Stephen R Baker

Its Superintendent

STATE OF NEBRASKA)
) ss
County of DOUGLAS)

The foregoing instrument was acknowledged before me this 12 day of January, 2012 by Stephen R Baker, known to me to be the Superintendent of Elkhorn Public Schools, a NE governmental entity for and on behalf of said Elkhorn Public Schools

Pamela L Roth
Notary Public

My Commission Expires: 10/28/2014

General Notary State of Nebraska
PAMELA L. ROTH
My Comm. Exp. Oct. 28, 2014

PHOENIX/602246.1

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42402

The undersigned is the Lot Owner of Lot 2, West Dodge Station Replat 5 (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

Great Western Bank, a bank chartered under the laws of the State of South Dakota.

By _____

Name Ewan Black

Its Authorized Officer

STATE OF South Dakota)
) ss
County of Minnehaha)

The foregoing instrument was acknowledged before me this 19 day of December, 2011 by Ewan Black, known to me to be the Auth. Officer of Great Western Bank a, bank chartered under the laws of the State of South Dakota, for and on behalf of said corporation.

Notary Public

LAURA HARMON
NOTARY PUBLIC
SOUTH DAKOTA

My Commission Expires: 3-6-2013

PHOENIX/602246.1

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42390

The undersigned is the Lot Owner of Lot 7, West Dodge Station — (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

Pinnacle Bank, a _____

By _____

Name Justin Horst

Its CFO

STATE OF Nebraska)
) ss
County of Douglas)

The foregoing instrument was acknowledged before me this 22 day of March, 2012 by Justin Horst, known to me to be the CFO of Pinnacle Bank, a _____, for and on behalf of said Pinnacle Bank

Cristy L. Van Camp
Notary Public

My Commission Expires: 9-8-2012

GENERAL NOTARY - State of Nebraska
CRISTY L. VAN CAMP
My Comm. Exp. Sept. 8, 2012

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42390

The undersigned is the Lot Owner of Lot 8, West Dodge Station — (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

Pinnacle Bank, a _____

By _____

Name Justin Horst

Its CFO

STATE OF Nebraska)
) ss
County of Douglas)

The foregoing instrument was acknowledged before me this 22 day of March, 2012 by Justin Horst, known to me to be the CFO of Pinnacle Bank, a _____, for and on behalf of said Pinnacle Bank.

Cristy L. Van Camp
Notary Public

My Commission Expires: 9-8-2012

GENERAL NOTARY - State of Nebraska
CRISTY L. VAN CAMP
My Comm. Exp. Sept. 8, 2012

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42390

The undersigned is the Lot Owner of Lot 9, West Dodge Station _____ (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

Pinnacle Bank, a _____

By _____
Name Justin Horst
Its CFO

STATE OF Nebraska)
) ss
County of Douglas)

The foregoing instrument was acknowledged before me this 22 day of March, 2012 by Justin Horst, known to me to be the CFO of Pinnacle Bank, a _____, for and on behalf of said Pinnacle Bank.

Cristy L. Van Camp
Notary Public

My Commission Expires: 9-8-2012

GENERAL NOTARY - State of Nebraska
CRISTY L. VAN CAMP
My Comm. Exp. Sept. 8, 2012

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42403

The undersigned is the Lot Owner of Lot 1, West Dodge Station Replat 6 (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

OMAHABTS, LLC
A Colorado limited liability company,
d/b/a WDS Office Building, LLC in the State of Nebraska,
By: McWhinney Real Estate Services, Inc.
A Colorado corporation,
Its Manager

Name: Dean Barber
Its: VP of Development

STATE OF Colorado)
) ss
County of Larimer)

The foregoing instrument was acknowledged before me this 16th day of January, 2016 by DEAN BARBER, known to me to be the Vice President of Development, ~~a~~ "filed as is", for and on behalf of said manager of OmahaBTS, LLC.

VONEEN MACKLIN
NOTARY PUBLIC
STATE OF COLORADO
My Comm. Exp. 01/15/2016

Voneen Macklin
Notary Public

My Commission Expires: 1/15/16

PHOENIX/602246.1

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42403

The undersigned is the Lot Owner of Lot 2, West Dodge Station Replat 6 (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

OMAHABTS, LLC
A Colorado limited liability company,
d/b/a WDS Office Building, LLC in the State of Nebraska,
By: McWhinney Real Estate Services, Inc.
A Colorado corporation,
Its Manager

Name: Dean Barber
Its: VP of Development

STATE OF Colorado)
) ss
County of Larimer)

The foregoing instrument was acknowledged before me this 16th day of January, 2012 by DEAN BARBER, known to me to be the Vice President of Development, ~~a~~ —, for and on behalf of said manager of OmahaBTS, LLC

VONEEN MACKLIN
NOTARY PUBLIC
STATE OF COLORADO
My Comm. Exp. 01/15/2016

Voneen Macklin
Notary Public

My Commission Expires: 1/15/16

PHOENIX/602246.1

AGREEMENT TO AMEND DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WEST DODGE STATION

180 Dodge, L.L.C., an Iowa limited liability company, executed and recorded that Declaration of Covenants, Conditions and Restrictions for West Dodge Station recorded on June 28, 2005 as document no. 2005074928 of the records of Douglas County, Nebraska as amended by that Designation to Amend Declaration recorded on June 23, 2010 as document no. 2010055013 and that Amendment recorded on June 23, 2010 as document no. 2010055015 (collectively, the "Declaration").

0c-42403

The undersigned is the Lot Owner of Lot 3, West Dodge Station Replat 6 (the "Lot"). The undersigned, as Owner of the Lot, hereby agrees that Section 2.6 (i) of the Declaration is amended to permit franchised new vehicle dealership operations by adding the following to the end thereof: "and on Lots 1 and 2, West Dodge Station Replat 2 (formerly Lot 4 of West Dodge Station), and which has been or will be replatted as Lot 1, West Dodge Station Replat 7, a subdivision in Douglas County, Nebraska."

OMAHABTS, LLC
A Colorado limited liability company,
d/b/a WDS Office Building, LLC in the State of Nebraska,
By: McWhinney Real Estate Services, Inc.
A Colorado corporation,
Its Manager

Name: Dean Barber
Its: VP of Development

STATE OF COLORADO)
) ss
County of LARIMER)

The foregoing instrument was acknowledged before me this 16th day of January, 2012 by DEAN BARBER, known to me to be the Vice President of Development, a _____, for and on behalf of said manager of OMAHABTS, LLC.

VONEEN MACKLIN
NOTARY PUBLIC
STATE OF COLORADO
My Comm. Exp. 01/15/2016

Voneen Macklin
Notary Public

My Commission Expires: 1/15/16

PHOENIX/602246.1