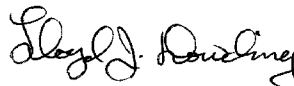



COUNTER LM
VERIFY LM
FEES \$ 22.00
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SUBMITTED TITLECORE NATIONAL, LLC

FILED SARPY CO. NE.
INSTRUMENT NUMBER
2018-03607
2018 Feb 20 12:29:44 PM

REGISTER OF DEEDS


STATE OF NEBRASKA

COUNTY OF Dodge

DECLARATION OF USE RESTRICTIONS

THIS DECLARATION OF USE RESTRICTIONS (this "Agreement") is executed and effective as of the 20th day of February, 2018, by GORDO-79 LLC, a Nebraska limited liability company, ("Declarant").

RECITALS:

WHEREAS, Declarant is the fee owner of the real property described in Exhibit A attached hereto and incorporated herein, said property being hereinafter referred to as the "Declarant Property"; and

WHEREAS, pursuant to a Commercial Real Estate Sale Contract dated May 19, 2017 by and between Declarant and Woodsonia Real Estate Inc., a Nebraska corporation ("Buyer") which subsequently assigned its rights to QuikTrip Corporation, an Oklahoma corporation ("QuikTrip") on June 19, 2017, Declarant has agreed to restrict the Declarant Property from certain uses for the benefit of QuikTrip as more particularly set forth herein; and

NOW, THEREFORE, in consideration of the foregoing premises, and in consideration of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the sum and sufficiency of which is hereby acknowledged, Declarant does hereby subject the Declarant Property to the following restrictive covenant:

Declarant shall not use or permit any other person or business enterprise to use any real property, owned or controlled by Declarant, located within a radius of one (1) mile of the Declarant Property, as a retail convenience grocery store, car wash, smoke shop, or other retail outlet selling tobacco products as one of its primary uses, a sexually oriented business, for the sale of pornographic or sexually explicit materials or drug paraphernalia, package or carry out beer, wine, liquor or spirits, or for the retail sale of motor fuels or for the sale of items commonly sold in a convenience store, including, but not limited to, candy, chips, snacks, coffee, soda, and other carbonated beverages. Further, Declarant will not knowingly allow the sale of any real property, owned or controlled by Declarant, located within a one (1) mile radius of the Declarant Property, to any person or business enterprise for the purpose of constructing, leasing or operating a retail convenience grocery store, car wash, smoke shop, or other retail outlet selling tobacco products as one of its primary uses, a sexually oriented business, for the sale of pornographic or sexually explicit materials or drug paraphernalia, package or carry out beer, wine, liquor or spirits, or for the retail sale of motor fuels or for the sale of items commonly sold in a convenience store, including, but not limited to, candy, chips, snacks, coffee, soda, and other carbonated beverages.

The restrictive covenants contained herein shall constitute covenants running with the land for the benefit of QuikTrip, its successors and assigns and shall be binding upon Declarant, its successors, and assigns and any future owner of the Declarant Property unless released by QuikTrip. The restrictions contained herein may be enforced by proceedings at law or in equity against any person or persons violating or attempting to violate the terms of this Agreement, either to restrain such violation or to recover damages.

Dated this 14 day of Feb 2018.

DECLARANT

Jeff J. Wilmes Managing Member
Jeff J. Wilmes (Name)
Managing Member (Title)

STATE OF NEBRASKA)
COUNTY OF Dodge)

ss.

This instrument was acknowledged before me on this 14 day of Feb, 2018, by Jeff J. Wilmes, to me personally known, who, being by me duly sworn, did say that he/she/they is/are the Managing Member of Gordo-79, L.L.C., a Nebraska limited liability company, and Wendi S. Landholm acknowledged the execution of said instrument to be the voluntary act and deed of said corporation by it voluntarily executed.

Wendi S. Landholm
Notary Public

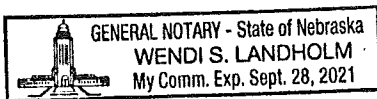


Exhibit A
“Declarant Property”

Lots 1 and 2 Brook Valley II Business Park, an addition to the City of La Vista, as surveyed, platted and recorded in Sarpy County, Nebraska.

Tax Lot 1A1A1A in the City of La Vista, in the Southeast Quarter of Section 17, Township 14 North, Range 12 East of the 6th P.M., in Sarpy County, Nebraska.

Tax Lot 2B2 in the City of La Vista, in the Southwest Quarter of Section 17, Township 14 North, Range 12 East of the 6th P.M., in Sarpy County, Nebraska.