

AGREEMENT MODIFYING PROTECTIVE COVENANTS

THIS AGREEMENT, made and entered into this 9th day of November, 1964 by and between the undersigned owners of all of the lots in Palomino Hills, an addition in Douglas County, Nebraska, whose names are subscribed to this agreement opposite the legal description of the lots owned by them, respectively, as parties of the first part, hereinafter called Owners, and Burt Company, a Nebraska corporation, as party of the second part, hereinafter called builder, witnesseth:

WHEREAS the then Owners of all of the lots in Palomino Hills, an addition in Douglas County, Nebraska, entered into protective covenants, dated August 28, 1962, and recorded November 14, 1962 in the office of the Register of Deeds of Douglas County, Nebraska, at book 389, page 475 of the Miscellaneous Records and

WHEREAS said protective covenants provided in part that none of the lots in said addition shall be used for other than residential purposes, and

WHEREAS the Owners are willing to agree with Builder that said covenants may be modified as to certain of said lots so as to permit same to be used for other purposes.

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES, AND FOR OTHER GOOD AND VALUABLE CONSIDERATION, IT IS AGREED AS FOLLOWS:

1. Owners and Builder state and represent that they are the present owners of record of all of the lots in Palomino Hills, an addition in Douglas County, Nebraska, which said lots number as follows:

Lots 1 through 21 inclusive, Block 1
 Lots 1 through 40 inclusive, Block 2
 Lots 1 through 31 inclusive, Block 3
 Lots 1 through 17 inclusive, Block 4
 Lots 1 through 18 inclusive, Block 5
 Lots 1 through 9 inclusive, Block 6
 Lots 1 through 6 inclusive, Block 7

2. Owners agree with Builder that the protective covenants hereinabove referred to be and hereby are modified to provide that Lots One (1), Two (2), Three (3), Four (4), Five (5), and Six (6), Block One (1), Palomino Hills, may be used for any purpose now or hereafter permitted in First Commercial Zoning as provided in the Zoning Ordinances of the City of Omaha, Nebraska.

3. Owners agree with Builder that the protective covenants hereinabove referred to be and hereby are modified to provide that Lots One (1), Two (2), Three (3), Four (4), and Five (5) of Block Four (4), Palomino Hills, may be used for any purpose now or hereafter permitted in Ninth Residential Zoning as provided in said Zoning Ordinance.

4. Owners agree that they will not oppose the rezoning of the lots described in paragraphs 2 and 3 to First Commercial and Ninth Residential Zoning, respectively, by the zoning authorities of the City of Omaha.

5. Builder agrees that it will develop the aforesaid lots in a well-planned and attractive manner, and that any buildings and other improvements constructed on said lots shall be of first-class construction, of design compatible with other buildings in Palomino Hills, and with appropriate landscaping and shrubbery.

6. It is agreed that except as herein modified, said protective covenants hereinabove referred to, dated August 28, 1962, be and remain in full force and effect.

IN WITNESS WHEREOF, the Owners hereinabove set forth and the Builder have annexed their signatures opposite and to the right of the lots owned by them, respectively:

OWNERS:

BLOCK TWO (2)

Lots 1 to 12, inclusive, 20, 22, 24, 25, 26,
~~36~~, 37, 38, 39 and 40

James Investment Co., a corporation

By [Signature]
President

Attest: [Signature]
Secretary

~~Lot 13 and~~ Lot 34

Burt Company, a corporation

By [Signature]
President

Attest: [Signature]
Secretary

Lot 14

[Signature]
John F. Payne
[Signature]
Elaine D. Payne
husband and wife

Lot 15

[Signature]
Gary P. Cline
[Signature]
Sandra S. Cline
husband and wife

Lot 16

[Signature]
Dale Elwood
[Signature]
Patricia Elwood
husband and wife

Lot 17

[Signature]
Klaus Schuette
[Signature]
Hildegard Schuette
husband and wife

Lot 18

[Signature]
James H. Andre
[Signature]
Carolyn N. Andre
husband and wife

Lot 19

[Signature]
Gaylord E. Moller
[Signature]
Bette E. Moller
husband and wife

Lot 21

Vincent M. Costanzo
Vincent M. Costanzo

Paula Y. Costanzo
Paula Y. Costanzo
husband and wife

Lot 23

Donald L. Zern
Donald L. Zern

Annalee D. Zern
Annalee D. Zern
husband and wife

Lot 27

Lannie L. Weak
Lannie L. Weak

Sharon K. Weak
Sharon K. Weak
husband and wife

Lot 28

Donald F. Gutchewsky
Donald F. Gutchewsky

Mary Alice Gutchewsky
Mary Alice Gutchewsky
husband and wife

Lot 29

Harry J. Long
Harry J. Long

Trilvian V. Long
Trilvian V. Long
husband and wife

~~Lot 30~~

~~Robert H. Long~~

~~Evelyn M. Long~~
~~husband and wife~~

Lot 31

Fred B. Cox
Fred B. Cox

Marcella T. Cox
Marcella T. Cox
husband and wife

Lot 32

Donald H. King
Donald H. King

Lynne E. King
Lynne E. King
husband and wife

Lot 33

John F. Mertes
John F. Mertes

Leona M. Mertés
Leona M. Mertés
husband and wife

Lot 35

Michael James Kinney
Michael James Kinney

LaVonne Kinney
LaVonne Kinney
husband and wife

Lot 36

Archie B. Humphrey
Archie B. Humphrey

Jessie K. Humphrey
Jessie K. Humphrey
husband and wife

Lot 13

Robert E. Hansen
Robert E. Hansen

Marjorie R. Hansen
Marjorie R. Hansen
husband and wife

BUILDER:

Burt Company, A Corporation

By *Donald L. Jew*
President



Attest:

Charles J. Jew
Secretary

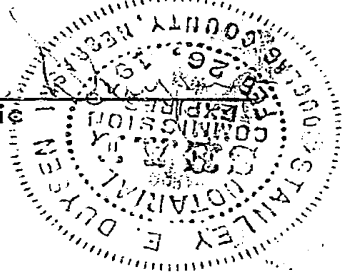
STATE OF NEBRASKA)
) ss
COUNTY OF DOUGLAS)

On this 9th day of November 1964, before me

the undersigned, a Notary Public in and for said County, personally came
Donald L. Jew, President of the Burt Company, a corporation, to me personally known to be the President and the identical person whose name is affixed to the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of said Burt Company, and that the Corporate Seal of the said Burt Company, was thereto affixed by its authority.

Witness my hand and Notarial Seal at *Smith's Hotel*, in said county the day and year last above written.

Stanley E. Dye
Notary Public



STATE OF MINNESOTA)
RAMSEY) ss.
COUNTY OF HENNEPIN)

On this 9th day of November, 1964, before

me the undersigned, a Notary Public in and for said County, personally came

James R. Wyatt President of the James Investment

Co., a corporation, to me personally known to be the President and the identical

person whose name is affixed to the foregoing instrument and acknowledged the

execution thereof to be his voluntary act and deed as such officer and the voluntary

act and deed of the said James Investment Co., and that the Corporate Seal of

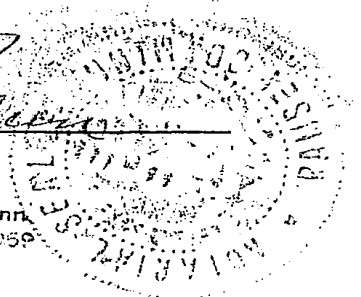
the said James Investment Co., was thereto affixed by its authority.

Witness my hand and Notarial Seal at St. Paul, in

said County the day and year last above written.

Howard K. Ruben
Notary Public

HOWARD K. RUBEN,
Notary Public, State of Minnesota, Minn.
My Commission Expires May 26, 1968

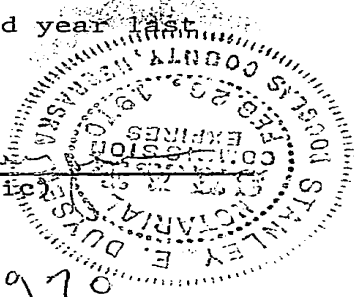


STATE OF NEBRASKA)
) SS
COUNTY OF DOUGLAS)

On this 9th day of November, 1964, before me,
the undersigned, a Notary Public, duly commissioned and qualified for
in said County, personally came JOHN F. PAYNE and ELAINE D. PAYNE,
husband and wife, GARY P. CLINE and SANDRA S. CLINE, husband and
wife, DALE ELWOOD and PATRICIA ELWOOD, husband and wife, KLAUS
SCHUETTE and HILDEGARD SCHUETTE, husband and wife, JAMES H. ANDRE and
CAROLYN N. ANDRE, husband and wife, GAYLORD E. MOLLER and BETTE E.
MOLLER, husband and wife, VINCENT M. COSTANZO and PAULA Y. COSTANZO,
husband and wife, DONALD L. ZERN and ANNALEE D. ZERN, husband and
wife, LANNIE L. WEAK and SHARON K. WEAK, husband and wife, DONALD F.
GUTCHEWSKY and MARY ALICE GUTCHEWSKY, husband and wife, HARRY J. LONG
and TRILVIAN V. LONG, husband and wife, ~~ROBERT H. HORTON and KIMMY M.
HORTON~~, FRED B. COX and MARCELLA T. COX, husband
and wife, DONALD H. KING and LYNNE E. KING, husband and wife, JOHN F.
MERTES and LEONA M. MERTES, husband and wife, MICHAEL JAMES KINNEY and
LA VONNE KINNEY, husband and wife, ARCHIE B. HUMPHREY and JESSIE K.
HUMPHREY, husband and wife, and ROBERT E. HANSEN and MARJORIE R.
HANSEN, husband and wife, to me known to be the identical persons
whose names are affixed to the foregoing instrument and acknowledged
the execution thereof to be their voluntary act and deed.

WITNESS my hand and Notarial Seal the day and year last
above written.

Stanley E. Dux
(Notary Public)

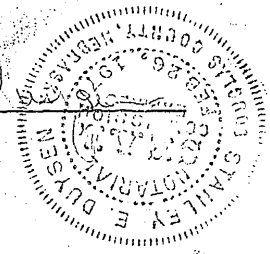


My Commission Expires: February 26, 1970

On this 9th day of November, 1964, before me the undersigned, a Notary Public in and for said County, personally came Donald R. Zorn President of the Burt Company, a corporation, to me personally known to be the President and the identical person whose name is affixed to the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of the said Burt Company, and that the Corporate Seal of the said Burt Company, was thereto affixed by its authority.

Witness my hand and Notarial Seal at Omaha,
in said county the day and year last above written.

Stacy E. W.
Notary Public



H. J. J. J.
RECEIVED

1964 NOV 24 AM 11 56

THOMAS J. O'CONNOR
REGISTER OF DEEDS
DOUGLAS COUNTY, NEBR.

THE STATE OF NEBRASKA)
Douglas County)
Entered in duplicate here and filed)
for record in the office of the Register of)
Deeds of said County and recorded in)
Book 419 of page
675

Stacy E. W.

Burt Company
2710 Burt
72-79+88
72-73

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