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PATRICK F GILL, AUDITOR AND RECORDER
WOODBURY COUNTY IOWA *cm*

Type of Document:

Second Amendment to Operation and Easement Agreement

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OEA Parties:

Lakeport Commons, L.L.C.
16820 Frances Street, Suite 102
Omaha, Nebraska 68130

Kohl's Department Stores, Inc.
N56 W17000 Ridgewood Drive
Menomonee Falls, Wisconsin 53051

Legal Description:

Lots 1, 2, 3, 4, 5 and 6, TOGETHER WITH Outlots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, and 11 of the Final Plat of Lakeport Commons – an addition to the City of Sioux City, Woodbury County, Iowa,

Except that portion of Lot 1 conveyed to the City of Sioux City, Iowa, described as follows:

Commencing at the northeast corner of said Lot 1; thence South 88°08'44" West along the north line of said Lot 1 for a distance of 461.52 feet to the east line of Old Lakeport Road and the Point of Beginning; thence South 03°45'37" East for a distance of 25.37 feet; thence South 86°14'23" West for a distance of 126.17 feet; thence North 03°45'37" West for a distance of 33.08 feet to the perimeter of said Lot 1; thence North 27°20'00" East for a distance of 116.04 feet to the west line of Old Lakeport Road; thence N 88°20'07" East for a distance of 33.00 feet to the center line of Old Lakeport Road; thence South 03°45'37" East along said centerline for a distance of 104.76 feet; thence North 88°08'44" East for a distance of 33.28 feet to the Point of Beginning.

SECOND AMENDMENT TO OPERATION AND EASEMENT AGREEMENT

THIS SECOND AMENDMENT TO THE OPERATION AND EASEMENT AGREEMENT ("Amendment") is made and entered into as of June 7, 2007, by and between **KOHL'S DEPARTMENT STORES, INC.**, a Delaware corporation, having its principal place of business at N56 W17000 Ridgewood Drive, Menomonee Falls, Wisconsin 53051 ("Kohl's"), and **LAKEPORT COMMONS, L.L.C.**, an Iowa limited liability company, having its principal place of business at 16820 Frances Street, Suite 102, Omaha, Nebraska 68130 ("Developer").

WITNESSETH

WHEREAS, Kohl's and Developer are parties to that certain Operation and Easement Agreement dated March 11, 2005 and recorded May 24, 2005 at Roll 675, Image 2002, as Document No. 18989 with the Recorder of Woodbury County, Iowa, amended by that First Amendment to Operation and Easement Agreement dated June 30, 2006 and recorded September 15, 2006 at Roll 686, Image 6171-6180 as Document No. 4356 with the Recorder of Woodbury County, Iowa (collectively the "OEA") pursuant to which Kohl's and Developer agreed to certain terms and conditions relating to the development and operation of the Shopping Center, as defined in the OEA; and

WHEREAS, Kohl's and Developer desire to amend and clarify the permissible Building Areas referenced in Section 3.2 of the OEA; and

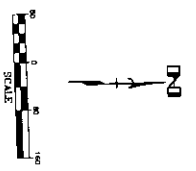
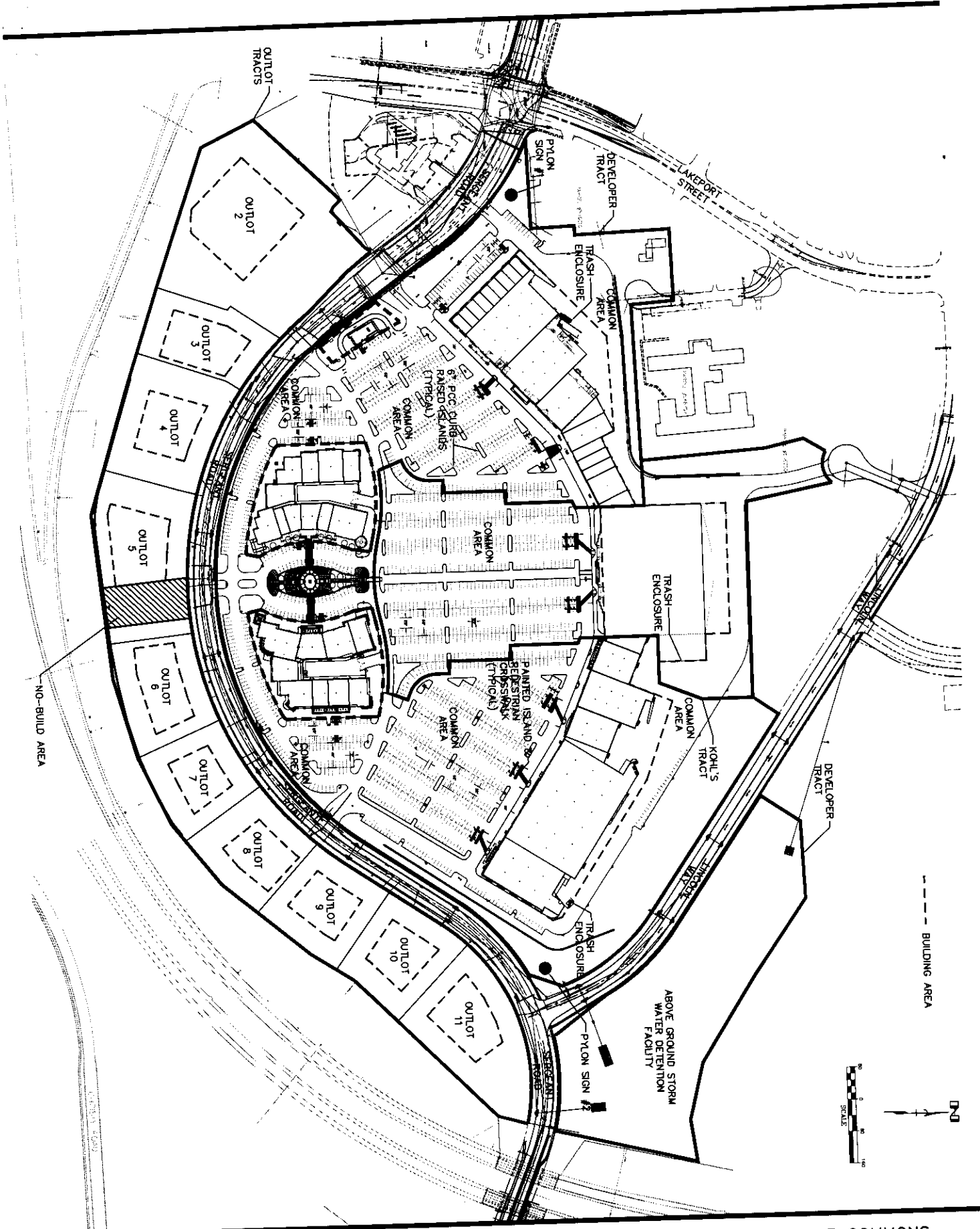
WHEREAS, Kohl's and Developer desire to amend the OEA as set forth herein.

NOW, THEREFORE, in consideration of the above premises and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. All terms contained herein with an initial capitalized letter which are not otherwise defined herein shall have the same meaning ascribed to them in the OEA.
2. Exhibit "X" to the OEA, "Site Plan", is hereby deleted and replaced with the attached Exhibit "X".
3. This Amendment is not intended to supersede or amend the OEA except as specifically set forth herein.
4. This Amendment will be void unless recorded with the Recorder of Woodbury County, Iowa on or before June 30, 2007.

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Exhibit "X"
Site Plan



PROJECT NO.
 233080
 SHEET
 2



DeWid Grant Beckert & Assoc. Co.
 Consulting Engineers
 Sioux City, Iowa
 Rock Rapids, Iowa
 Sioux Falls, South Dakota

DATE:	02/01/05
DRAWN BY:	KLM
APPROVED:	ALT
REVISION:	

EXHIBIT X

LAKEPORT COMMONS
 SITE IMPROVEMENT PLANS
 SIOUX CITY, IA.