

Roll 698 Image 5946-5951

Document 17330 Type SPLWD Pages 6

Date 6/17/2008 Time 11:49 AM

Rec Amt \$32.00 Aud Amt \$5.00

Rev Transfer Tax \$2,079.20

PATRICK F GILL, AUDITOR AND RECORDER
WOODBURY COUNTY IOWA



FOR RECORDING PURPOSES

PREPARED BY:

Stacia L. Palsler
Koley Jessen P.C.
1125 South 103 Street, Suite 800
Omaha, NE 68124
(402) 390-9500

SEND TAX STATEMENTS TO:

Sioux City Golden Corral, LLC
Attention: Laurence W. Beech
1485 W. Hillfield Road, Suite 202
Layton, UT 84041

AFTER RECORDING, RETURN TO:

Sioux City Golden Corral, LLC
Attention: Dexter Bell
1485 W. Hillfield Road, Suite 202
Layton, UT 84041

SPECIAL WARRANTY DEED

GRANTOR:

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

GRANTEE:

Sioux City Golden Corral, LLC
1485 W. Hillfield Road, Suite 202
Layton, UT 84041

LEGAL DESCRIPTION:

See attached Exhibit A.

SPECIAL WARRANTY DEED

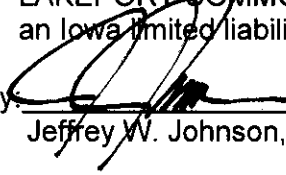
For the consideration One Dollar (\$1.00) and other valuable consideration, Lakeport Commons, L.L.C., an Iowa limited liability company ("Grantor"), does hereby convey to Sioux City Golden Corral, LLC, a Utah limited liability company ("Grantee"), the following described real estate in Woodbury County, Iowa:

See Exhibit A attached hereto.

Grantor hereby covenants with Grantee that: (i) Grantor is lawfully seized of the interest in the real estate described herein; (ii) Grantor has good and lawful authority to sell and convey the interest in the real estate described herein; (iii) except for the "Permitted Exceptions" as described in Exhibit B attached hereto without intent to reimpose, the real estate is free and clear of all liens and encumbrances; and (iv) Grantor warrants and will defend the title to the real estate conveyed hereunder against the lawful claims of all persons claiming the same or any part thereof, through, by or under Grantor.

Dated this 5 day of June, 2008.

LAKEPORT COMMONS, L.L.C.,
an Iowa limited liability company, Grantor

By: 
Jeffrey W. Johnson, Manager

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me on June 5, 2008 by Jeffrey W. Johnson as Manager of Lakeport Commons, L.L.C., as Grantor.


Notary Public

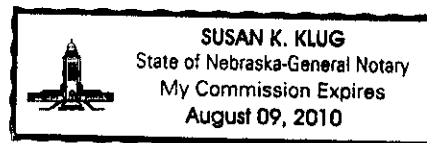


EXHIBIT A

Legal Description

PARCEL DESCRIPTION:

Outlots 10 and 11 in Lakeport Commons, an addition to Sioux City, Woodbury County, Iowa, EXCEPT that portion of said Outlot 10 described as follows:

Beginning at the southeast corner of said Outlot 10; thence North 53°50'02" West along the south line of said Outlot 10 for a distance of 230.44 feet to the southwest corner of said Outlot 10; thence North 34°10'05" East along the west line of said Outlot 10 for a distance of 65.91 feet; thence South 53°00'57" East for a distance of 233.00 feet to the east line of said Outlot 10; thence South 45°16'18" West along said east line for a distance of 11.06 feet; thence south 34°29'48" West along said east line for a distance of 51.64 feet to the Point of Beginning.

BASIS OF BEARINGS:

All bearings are referenced recorded plat of said Lakeport Commons.

EXHIBIT B

Permitted Exceptions

1. Real estate taxes for 2008-2009 and payable in the year 2009-2010 and thereafter, not yet due and payable.
2. Special assessments hereafter levied, a lien not yet due and payable.
3. Utility easement(s) as shown on the recorded plat of Lakeport Commons.
4. Terms and conditions of Resolution of the Woodbury County Board of Supervisors, #6332, recorded May 12, 1977 on Roll 62, Image 2118; records of Woodbury County, Iowa.
5. Terms and conditions of Resolution of the Woodbury County Board of Supervisors, #6333, recorded May 12, 1977 on Roll 62, Image 2120; records of Woodbury County, Iowa.
6. Easement as set out in Deed dated August 18, 1980, filed August 26, 1980 in Roll 103, Image 391; records of Woodbury County, Iowa.
7. Subject to the Donner Park Urban Renewal Project Area, passed and approved December 7, 1987, recorded December 8, 1987 on Roll 195, Image 1134; and amended by Amendment No. 1, dated September 12, 1988, recorded September 21, 1988 on Roll 206, Image 2168; records of Woodbury County, Iowa.
8. Terms and conditions of Ordinance No. 2004-000395, recorded May 5, 2004 on Roll 642, Image 1190; records of Woodbury County, Iowa.
9. Terms and conditions of Ordinance No. 2004-000739, recorded August 25, 2004 on Roll 655, Image 1661; records of Woodbury County, Iowa.
10. Terms and conditions of Shopping Center Lease by and between Lakeport Commons, L.L.C., (landlord) and Michaels Stores, Inc., (tenant) evidenced by Memorandum filed September 20, 2004 in Roll 658, Image 1890; records of Woodbury County, Iowa.
11. Terms and conditions of Shopping Center Lease by and between Lakeport Commons, L.L.C. (landlord) and Factory Card Outlet of America, Ltd. (tenant) evidenced by Memorandum of Lease filed July 12, 2005 in Roll 676, Image 6663; records of Woodbury County, Iowa.
12. Terms and conditions of Shopping Center Lease by and between Lakeport Commons, L.L.C. (landlord) and Best Buy Stores, L.P. (tenant) evidenced by Memorandum of Lease Agreement filed July 28, 2005 at Roll 677, Image 3895; records of Woodbury County, Iowa.
13. Terms and conditions of Resolution No. 2004-000737, recorded November 22, 2004 on Roll 665, Image 2226; Modified and Supplemented by Certificate of

Completion dated August 15, 2007, filed October 2, 2007 in Roll 693, Image 11397; records of Woodbury County, Iowa.

14. Subject to the right of re-entry of the State of Iowa, as set out in Deed dated July 31, 1978, filed August 11, 1978 in Roll 81, Image 385, Deed dated October 6, 1978, filed October 16, 1978 in Book 83, Image 656, Deed dated April 1, 1987, filed April 3, 1987 on Roll 184, Image 1893, Deed dated November 19, 2004, filed December 6, 2004 in Roll 667, Image 774; records of Woodbury County, Iowa.
15. Plat of Survey made by David A. Lambertson, surveyor with DeWild, Grant, Reckert & Assoc. Co., Consulting Engineers for Lakeport Commons, L.L.C., recorded December 28, 2004 on Roll 669, Image 1250; records of Woodbury County, Iowa.
16. Plat of Survey filed August 30, 2007 at Roll 693 at Image 3816.
17. Terms and conditions of Assessment Agreement by and between the City of Sioux City, Iowa, an Iowa municipal corporation and Lakeport Commons, L.L.C., recorded January 21, 2005 on Roll 671, Image 2782; records of Woodbury County, Iowa.
18. Subject to the right of re-entry of the City of Sioux City, Iowa, as set out in City Deed dated January 24, 2005, recorded January 31, 2005 on Roll 671, Image 4477; records of Woodbury County, Iowa.
19. Underground Electric and Gas Easement granted to MidAmerican Energy Company, recorded May 16, 2005 on Roll 674, Image 6901; records of Woodbury County, Iowa.
20. Easements and restrictions reserved and shown in the Plat and Dedication of Lakeport Commons, an Addition to the City of Sioux City, Woodbury County, Iowa, recorded May 16, 2005 in Plat Envelope 690 A & B, Docket No. 18368; records of Woodbury County, Iowa.
21. Terms and conditions of Operation and Easement Agreement by and between Kohl's Department Stores, Inc., a Delaware corporation and Lakeport Commons, L.L.C., an Iowa limited liability company, recorded May 24, 2005 on Roll 675, Image 2002; amended by First Amendment to Operation and Easement Agreement dated June 30, 2006, filed September 15, 2006 in Roll 686, Image 61271; amended by Second Amendment to Operation and Easement Agreement dated June 7, 2007, filed June 12, 2007 in Roll 691, Image 8402; records of Woodbury County, Iowa.
22. Terms and conditions of Developer Rights Agreement by and between Kohl's Department Stores, Inc., a Delaware corporation and Lakeport Commons, L.L.C., an Iowa limited liability company regarding developers rights with respect to the Kohl's tract evidenced by Memorandum filed May 24, 2005 in Roll 675, Image 2052; records of Woodbury County, Iowa.
23. Terms and conditions of Declaration of Easements, Covenants and Restrictions by Lakeport Commons, L.L.C., an Iowa limited liability company dated July 7,

2005, filed July 19, 2005 in Roll 677, Image 1401; records of Woodbury County, Iowa.

24. Terms and conditions of Declaration of Use Restriction by and between Lakeport Commons, L.L.C., an Iowa limited liability company and GMRI, Inc., a Florida corporation, dated July 3, 2006, filed September 15, 2006 in Roll 686, Image 6201; records of Woodbury County, Iowa.
25. Terms and provisions of the Agreement and Contract for Fire Protection and Emergency Response Services filed October 25, 2005 at Roll 679 at Image 7988.
26. Subject to restrictions of ingress and egress along Highway Right-of-Way.
27. Subject to Woodbury County Zoning Regulations and all amendments thereto.
28. Terms and conditions of Declaration of Easements, Covenants and Restrictions recorded July 19, 2005 on Roll 677, Image 1401; records of Woodbury County, Iowa.
29. Access Easement by and between The Security National Bank of Sioux City, Iowa and Lakeport Commons, L.L.C., dated December 28, 2004, filed January 25, 2005 in Roll 671, Image 3286; records of Woodbury County, Iowa.
30. Easement dated April 4, 1980, filed April 11, 1980 in Roll 99, Image 762; records of Woodbury County, Iowa.
31. Easement set forth in that certain Deed dated February 18, 1987, filed February 26, 1987 in Roll 183, Image 135; records of Woodbury County, Iowa.