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FILED SARPY COUNTY NEBRASKA
INSTRUMENT NUMBER

2011-18947

08/03/2011 1:47:09 PM

Clay J. Dowling

REGISTER OF DEEDS



**FIRST AMENDMENT TO MIXED USE
DEVELOPMENT AGREEMENT**

THIS FIRST AMENDMENT TO MIXED USE DEVELOPMENT AGREEMENT is made pursuant to Article XXII of the Zoning Ordinance of the City of Papillion, and entered into by and between the CITY OF PAPIILLION, NEBRASKA, a municipal corporation (hereinafter referred to as "City"), and MARKET POINTE LLC, a Missouri limited liability company (hereinafter referred to as "Developer").

WITNESSETH:

WHEREAS, the City and Developer have entered into a certain Mixed Use Development Agreement that was approved by the City Council of the City of Papillion on July 20, 2004, by Resolution No. R04-0084, (the "Development Agreement"), setting forth certain conditions with respect to the development of property owned by the Developer known as Market Pointe Addition; and

WHEREAS, the Developer desires to amend the Agreement to modify the sign regulations within Market Pointe Addition.

NOW, THEREFORE, the following is agreed between the parties hereto:

1. Capitalized Terms. All capitalized terms used in this Second Amendment shall have the meanings set forth in the Agreement except as otherwise defined herein.

2. Area of Application. The Development Agreement applies to all lots contained within Market Pointe Addition, Market Pointe Addition Replat 1, Market Pointe Addition Replat 2, Market Pointe Addition Replat 4, and Market Pointe Replat 5.

3. Amendment: Exhibit C, Section 8, Subsection C of the Development Agreement is hereby repealed and replaced with the following:

C. Restaurant and Pad

- Tenant sign area shall be on the building faces above the entrances and as part of the building design.
- The maximum height for letters in the body of the sign shall not exceed 36" in height.

RtR Papillion City Hall
Elizabeth Butler
122 East 3rd St
Papillion NE 68046

- The sign areas shall not exceed ten percent (10%) of the area of the storefront.
- Maximum one sign per storefront with a maximum of (3) three.
- The Planning Director may approve an increase in maximum letter height if all of the following conditions are met:
 - The maximum letter height for the sign attached at the main entrance may not exceed 60".
 - The maximum letter height for signage on secondary facades may not exceed 48".
 - The building is designed for use by only one tenant.
 - The building size must be greater than 15,000 SF.
 - Signage shall be illuminated individual letters. Conventional box signs and box signs with raised letters are not permitted.
 - The size of the letters is appropriately scaled to the building size.
 - Landlord approval letter specifically states that the increased letter height is acceptable.

4. No Other Amendments. Except as specifically set forth herein, the Development Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the executing parties, by their respective duly authorized agents, have entered into this First Amendment to the Mixed Use Development Agreement effective on the date of City Council approval.

This AMENDMENT approved and accepted by the CITY OF PAPILLION, NEBRASKA, this 21st day of June, 2011.

CITY OF PAPILLION, NEBRASKA, a Municipal corporation,

By: [Signature]
David Black, Mayor

ATTEST:

[Signature]
City Clerk

DEVELOPER:

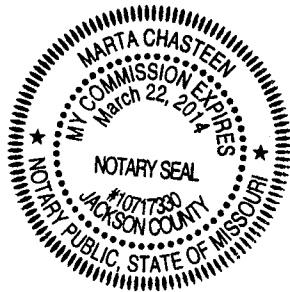
Market Pointe, LLC,
a Missouri limited liability company,

By: *[Signature]*
Owen Buckley, Managing Member

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

The foregoing instrument was acknowledged before me this 11 day of July, 2011, by Owen Buckley, Managing Member of Market Pointe LLC, a Missouri limited liability company, on behalf of said limited liability company.

[Seal]



Marta Chasteen
Notary Public

2011-18947 C

Parcel ID Number	Legal Description
011592024	LOT 2 MARKET POINTE ADDITION REPLAT 4
011583031	OUTLOT A MARKET POINTE ADDITION (4.94 AC)
011583018	LOT 2 (ALLA) MARKET POINTE ADDITION (15.40 AC)
011583019	LOT 3 (ALLA) MARKET POINTE ADDITION (12.30 AC)
011589659	LOT 9 MARKET POINTE ADDITION REPLAT 1
011589660	LOT 10 MARKET POINTE ADDITION REPLAT 1
011589661	LOT 11 MARKET POINTE ADDITION REPLAT 1
011592023	LOT 1 MARKET POINTE ADDITION REPLAT 4
011592495	LOT 1 MARKET POINTE ADDITION REPLAT 5
011592496	LOT 2 MARKET POINTE ADDITION REPLAT 5
011589663	LOT 13 MARKET POINTE ADDITION REPLAT 1
011590864	LOT 1 MARKET POINTE ADDITION REPLAT 2
011590865	LOT 2 MARKET POINTE ADDITION REPLAT 2
011589662	LOT 12 MARKET POINTE ADDITION REPLAT 1