

35-696

THIS MEMORANDUM OF LEASE, dated as of May 3, 1965, by and between E. JOHN BRANDEIS TRUST, a trust organized under the laws of the State of Nebraska, Alan Baer and J. D. Diesing, Trustees, with offices at 16th and Douglas Streets, Omaha, Nebraska, (hereinafter called "Landlord"), and J. C. PENNEY COMPANY, INC., a Delaware corporation with offices at No. 1301 Avenue of the Americas, New York, N. Y. 10019, (hereinafter called "Tenant"),

WITNESSETH:

That by lease (hereinafter called "the Lease") dated as of May 3, 1965, Landlord has demised and leased to Tenant, and Tenant has leased from Landlord, for a term commencing as of the date on which Tenant opens its store on the demised premises (as hereinafter defined) to the public for business and, unless extended or sooner terminated under the provisions thereof, continuing thereafter to and including the date twenty (20) years from the first day of the first month immediately following such commencement date, certain premises (herein called "the demised premises") comprising part of the Southroads Shopping Center, located upon the tract of land (hereinafter called "the Entire Premises") described in Exhibit A attached hereto and hereby made a part hereof, and consisting of a 53,500 square foot parcel of land with the building to be erected thereon by Landlord together with a separate 32,399 square foot parcel of land with the improvements to be constructed thereon by Landlord.

TOGETHER WITH all appurtenances thereto and the right and privilege on the part of Tenant, its customers, employees and invitees to use, throughout the term of the Lease and all extensions therein provided, in common with Landlord and other tenants and occupants of space within the Entire Premises and their customers, employees and invitees, the parking areas, streets, driveways, aisles, sidewalks, malls and other common facilities to be provided within the Entire Premises.

The Lease grants to Tenant four (4) successive options to extend the term thereof from the date upon which it would otherwise expire for four (4) separate additional periods of five (5) years each.

The Lease further provides that, subject to the conditions therein set forth, Tenant shall have the right and option during the period therein specified to require Landlord to expand the demised premises by adding thereto a 2,000 square foot parcel of land located on the south side of the aforesaid 32,399 square foot parcel and erecting thereon a one (1) story addition to the building located on said 32,399 square foot parcel, in which event the term of the Lease will be automatically extended so as to run for a period of ten (10) years from the first day of the first month following the date on which said addition is opened for business with the public as an integral part of said building.

IN WITNESS WHEREOF, Landlord and Tenant have caused this memorandum of lease to be duly executed and sealed as of the day and year first above written.

E. JOHN BRANDEIS TRUST

By Alan Baer
Trustee

By J. D. Diesing
Trustee

J. C. PENNEY COMPANY, INC.

By W. J. Marshall
Vice-Pres.

ATTEST

E. L. Smith
Assy. Secretary

RECORDED IN COUNTY RECORDS OF NEBRASKA
BOOK 117 PAGE 106
MAY 10 1965
S. E. ...

35-697

STATE OF NEBRASKA } ss.
COUNTY OF DOUGLAS

On this the 24th day of Sept. 1965, before me, a Notary Public duly authorized in and for the said County in the State aforesaid to take acknowledgments, personally appeared ALAN BAER and J. D. NIESHIC as TRUSTEES of the E. JOHN FRANCIS TRUST known to me to be the person(s) who subscribed to the foregoing instrument and acknowledged having executed the same as a free and voluntary act for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:

October 20, 1966 *Marie Delaney*

Notary Public

STATE OF NEBRASKA } ss.
COUNTY OF DOUGLAS

On this the _____ day of _____, 19____, before me, a Notary Public duly authorized in and for the said County in the State aforesaid to take acknowledgments, personally appeared _____ residing at _____ to me known and known to me to be _____ President of _____ Trust, one of the corporations described in the foregoing instrument, and acknowledged that as such officer, being authorized so to do, he executed the foregoing instrument on behalf of said corporation by subscribing the name of such corporation by himself as such officer and caused the corporate seal of said corporation to be affixed thereto, as his free and voluntary act, and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:

Notary Public

STATE OF NEW YORK } ss.
COUNTY OF NEW YORK

On this the 15th day of September 1965, before me, a Notary Public duly authorized in and for the said County in the State aforesaid to take acknowledgments, personally appeared *W. L. Marshall* residing at *Loxust Valley, N.Y.* to me known and known to me to be a Vice-President of J. C. PENNEY COMPANY, INC., one of the corporations described in the foregoing instrument, and acknowledged that as such officer, being authorized so to do, he executed the foregoing instrument on behalf of said corporation by subscribing the name of said corporation by himself as such officer and caused the corporate seal of said corporation to be affixed thereto, as his free and voluntary act, and as the free and voluntary act of said corporation, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:

Theodore L. Jagus
Notary Public

THEODORE L. JAGUS, NOTARY PUBLIC
State of New York, No. 03-7067635
Qualified in Bronx County
Cort. Filed in New York County
Commission Expires March 30, 1966

35-612

EXHIBIT A

DESCRIPTION OF THE ENTIRE PREMISES

The tract of land referred to in this MEMORANDUM OF LEASE as the Entire Premises is situated in the City of South Omaha, County of Sarpy, and State of Nebraska, and is more particularly described as follows:

A tract of land lying wholly within the Southwest Quarter (S. W. $\frac{1}{4}$) of Section 14, Township 14 North, Range 13 East of the 6th principal meridian, Sarpy County, Nebraska. Said tract of land is more particularly described as follows:

Beginning at the point of intersection of the northerly right of way line of Child's Road and the southwesterly right of way line of Prairie Avenue; thence S 90°00'00" W (Assumed) along the northerly right of way line of Child's Road a distance of 1099.18 feet to a point on the easterly right of way line of State Highway No. 73 and 75; thence N 15°18'00" W along the easterly right of way of State Highway No. 73 and 75 a distance of 488.69 feet to a point; thence in a northwesterly direction along the right of way line of State Highway No. 73 and 75 and said right of way line being on a curve to the left, and said curve having a radius of 2,914.9 feet; a distance of 462.92 feet to a point on the southerly right of way line of Brewster Road; thence N 73°25'50" E along the southerly right of way line of Brewster Road a distance of 654.09 feet to a point; thence N 69°00'48" E continuing along the southerly right of way line of Brewster Road a distance of 354.84 feet to a point on the westerly right of way line of vacated Prairie Avenue; thence N 76°10'04" E a distance of 20.62 feet to a point on the centerline of vacated Prairie Avenue; thence S 00°15'54" W along the centerline of vacated Prairie Avenue a distance of 134.97 feet to a point; thence S 89°44'06" E a distance of 20.00 feet to a point on the easterly right of way line of vacated Prairie Avenue; thence S 88°38'21" E a distance of 185.13 feet to a point; thence S 00°15'39" W a distance of 75.56 feet to a point; thence N 87°18'39" E a distance of 82.60 feet to a point; thence S 00°15'39" W a distance of 71.70 feet to a point; thence N 89°42'21" W a distance of 37.66 feet to the northeast corner of Lot 7 of Lawndale Subdivision; thence S 00°16'07" W along the easterly line of Lots 7 and 10 and the easterly line of Lots 7 and 10 extended south a distance of 610.98 feet to a point on the southerly line of Lot 12 of Lawndale Subdivision; thence N 89°45'09" W a distance of 29.54 feet to the southwest corner of Lot 12 of Lawndale Subdivision; thence S 55°04'07" W a distance of 15.00 feet to a point on the centerline of vacated Prairie Avenue; thence S 34°55'53" E along the centerline of vacated Prairie Avenue a distance of 349.00 feet to a point; thence S 10°19'33" E a distance of 36.03 feet to the point of beginning. The above said tract of land contains 27.06 acres more or less.

Attached to and forming part of memorandum of lease dated as of May 3, 1965 by and between E. John Brandeis Trust as Landlord, and J. C. Penney Company, Inc., as Tenant, covering certain premises situated at Southroads Shopping Center, South Omaha, Nebraska.

Initialed by
E. JOHN BRANDEIS TRUST

Ala. ... Trustee

J. O. ... Trustee

Initialed by
J. C. PENNEY COMPANY, INC.

M. L. ...

E. H. ...