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INST. NO 2004

2004 FEB - 5 P 3: 33

006804

LANCASTER COUNTY, NE

CODE
CHECKED
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EDITED

**DECLARATION OF RESTRICTIONS**

THIS DECLARATION OF RESTRICTIONS (the "Declaration") is made this 31<sup>st</sup> day of January 2004, by the ETHEL S. ABBOTT CHARITABLE FOUNDATION, a Nebraska nonprofit corporation (the "Abbott Foundation"), and the LINCOLN SPORTS FOUNDATION, INC., a Nebraska nonprofit corporation ("LSF").

RECITALS

WHEREAS, the Abbott Foundation is the owner of the real property legally described on Exhibit "A" attached hereto and incorporated herein by this reference (the "Real Property"); and

WHEREAS, the Abbott Foundation and LSF entered into an Asset Purchase Agreement dated January 31, 2004 (the "Purchase Agreement"), pursuant to which the Abbott Foundation agreed to sell, and LSF agreed to purchase, the Real Property, subject to the terms and conditions set forth therein; and

WHEREAS, in accordance with the terms of the Purchase Agreement, LSF has agreed to impose certain restrictions upon the Real Property, as hereinafter set forth.

NOW, THEREFORE, in consideration of the above premises and of the promises and agreements set forth in the Purchase Agreement, the parties do hereby declare that the Real Property and all present and future owners and occupants of any portion thereof, shall be and hereby are subject to the restrictions hereinafter set forth in this Declaration and agree as follows:

1. Use Restrictions.

- a. The Real Property shall be used solely as a sports complex, including outdoor soccer fields and an indoor sports center (the "Complex"). The Complex may be used for various sporting events or activities, provided that such events or activities do not damage the facilities.
- b. One (1) soccer field within the Complex constructed for players under eight (8) years of age shall be designated for use by physically and/or mentally disabled players during regular season games. The field designated for such use shall be equipped with fencing and other special accommodations necessary to accommodate use by such individuals.

Return to: Jennifer Strand  
**WOODS & AITKEN LLP**  
301 South 13th Street Ste 500  
Lincoln, Nebraska 68508-2578

2. Name.

- a. The Complex shall be named "The Ethel S. Abbott Sports Complex."
- b. The championship field located within the Complex shall be named "The Ethel S. Abbott Championship Field."
- c. The indoor sports center located within the Complex shall be named "The Ethel S. Abbott Indoor Sports Center."

3. Term. The restrictions contained in this Declaration shall be effective commencing on the date of recordation of this Declaration in the Office of the Register of Deeds of Lancaster County, Nebraska and shall remain in full force and effect thereafter in perpetuity.

4. Amendment. The provisions of this Declaration may be modified or amended, in whole or in part, or terminated, only with the written consent of the Abbott Foundation, evidenced by a document that has been duly executed on behalf of the Abbott Foundation and recorded in the Office of the Register of Deeds of the Lancaster County, Nebraska.

5. Miscellaneous.

- a. Covenants to Run with Land. It is intended that the restrictions set forth herein shall run with the land and shall bind every person having any fee, leasehold or other interest therein.
- b. Grantee's Acceptance. The grantee of any portion of the Real Property, by acceptance of a deed conveying title thereto or the execution of a contract for the purchase thereof, whether from an original or subsequent owner of the Real Property, shall accept such deed or contract upon and subject to the restrictions contained herein. By such acceptance, any such grantee shall agree keep, observe, and comply with the restrictions and agreements set forth herein with respect to the property so acquired by such grantee.
- c. Severability. Each provision of this Declaration and the application thereof are hereby declared to be independent of and severable from the remainder of this Declaration. If any provision contained herein shall be held to be invalid or to be unenforceable or not to run with the land, such holding shall not affect the validity or enforceability of the remainder of this Declaration. In the event the validity or enforceability of any provision of this Declaration is held to be dependent upon the existence of a specific legal description, the parties agree to promptly cause such legal description to be prepared.
- d. Governing Law. The laws of the State of Nebraska shall govern the interpretation, validity, performance, and enforcement of this Declaration.

IN WITNESS WHEREOF, the undersigned have executed this Declaration on the day and year first above written.

ETHEL S. ABBOTT CHARITABLE FOUNDATION,  
a Nebraska nonprofit corporation

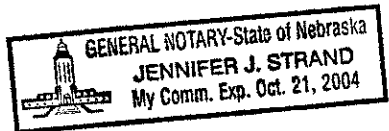
By: [Signature]  
D. A. Lienemann, Sr., President

LINCOLN SPORTS FOUNDATION, INC.,  
a Nebraska nonprofit corporation

By: [Signature]  
Lynn Simonsen, President

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF LANCASTER )

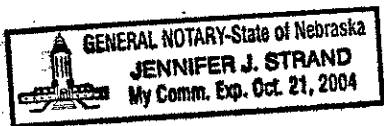
The foregoing instrument was acknowledged before me on this 2nd day of February 2004, by D. A. Lienemann, Sr., President of the Ethel S. Abbott Charitable Foundation, a Nebraska nonprofit corporation, on behalf of the corporation.



[Signature]  
Notary Public

STATE OF NEBRASKA )  
 ) ss.  
COUNTY OF LANCASTER )

The foregoing instrument was acknowledged before me on this 2nd day of February 2004, by Lynn Simonsen, President of the Lincoln Sports Foundation, Inc., a Nebraska nonprofit corporation, on behalf of the corporation.



[Signature]  
Notary Public

EXHIBIT A

A boundary description of a tract of land located in the South Half of Section 27, Township 11 North, Range 7 East of the 6th P.M., Lancaster County, Nebraska and more particularly described by metes and bounds as follows:

Referring to the Southwest Corner of Section 27, Township 11 North, Range 7 East of the 6th P.M., Lancaster County, Nebraska; Thence N 00° 00' 00" E, (an assumed bearing), and on the West Line of the Southwest Quarter of said Section 27, a distance of 1429.67 feet; Thence S 88° 17' 23" E, a distance of 3109.95 feet to the POINT OF BEGINNING; Thence continuing on the last described course, S 88° 17' 23" E, a distance of 1925.15 feet to a point on the centerline of Salt Creek; Thence S 15° 32' 19" W, and on the centerline of said Salt Creek, a distance of 14.15 feet; Thence S 15° 05' 21" W, and on the centerline of said Salt Creek, a distance of 304.00 feet; Thence S 16° 04' 21" W, and on the centerline of said Salt Creek, a distance of 146.00 feet; Thence S 17° 04' 21" W, and on the centerline of said Salt Creek, a distance of 202.70 feet; Thence S 25° 34' 21" W, and on the centerline of said Salt Creek, a distance 452.60 feet; Thence S 12° 34' 15" W, and on the centerline of said Salt Creek, a distance of 162.61 feet; Thence S 40° 04' 21" W, and on the centerline of said Salt Creek, a distance of 161.10 feet to a point on the South Line of the Southeast Quarter of said Section 27; Thence N 89° 22' 39" W, and on the South Line of the Southeast Quarter of said Section 27, a distance of 1301.87 feet; Thence N 00° 00' 00" E, and parallel to the West Line of Southwest Quarter of said Section 27, a distance of 1370.63 feet to the point of beginning and containing a calculated area of 49.81 Acres, more or less.

NKA Lot 4 SE 1/4

A tract of land located in the South One-Half of Section 27, Township 11 North, Range 7 East of the 6th P.M., Lancaster County, Nebraska, and more particularly described as follows:

Referring to the Southwest Corner of Section 27, Township 11 North, Range 7 East of the 6th P.M., Lancaster County, Nebraska; Thence S 89°22'39" E, (an assumed bearing), and on the South Line of the Southwest Quarter of said Section 27, a distance of 50.00 feet to the POINT OF BEGINNING; Thence N 00°00'00" E, and parallel to the West Line of the Southwest Quarter of said Section 27 and also on the Easterly Right-of-way Line of North 70th Street, a distance of 1428.72 feet; Thence S 88°17'23" E, a distance of 3059.94 feet; Thence S 00°00'00" W, and parallel to the West Line of the Southwest Quarter of said Section 27, a distance of 1370.63 feet to a point on the South Line of the Southwest Quarter of said Section 27; Thence N 89°22'39" W, and on the South Line of the Southwest Quarter of said Section 27, a distance of 3058.75 feet to the place of beginning and containing 4,281,002.05 square feet or 98.278 acres, more or less.

NKA Lot 4 S 1/2