



SECOND AMENDMENT TO THE
DECLARATION
OF
MIDTOWN CROSSING PARCEL 1 CONDOMINIUM

THIS INSTRUMENT PREPARED BY AND
AFTER RECORDING RETURN TO:

Paul J. Halbur
Fraser Stryker PC LLO
409 S. 17th Street, Suite 500
Omaha, Nebraska, 68102
(402) 341-6000

**SECOND AMENDMENT TO THE DECLARATION OF
MIDTOWN CROSSING PARCEL 1 CONDOMINIUM**

This Second Amendment to the Declaration of Midtown Crossing Parcel 1 Condominium (this "Amendment"), dated this 22 day of August, 2018, is made by East Campus Realty, LLC, a Nebraska limited liability company ("Declarant").

WITNESSETH:

WHEREAS, by that certain Declaration of Condominium of Midtown Crossing Parcel 1 Condominium dated June 17, 2016, and recorded in the Office of the Register of Deeds of Douglas County, Nebraska on October 11, 2017, as Document No. 2017081791, as amended by that certain First Amendment to the Declaration of Midtown Crossing Parcel 1 Condominium dated May 16, 2018, and recorded May 18, 2018, as Instrument No. 2018037942 (collectively, the "Declaration"), the Declarant submitted certain real estate more particularly described on Exhibit 1 attached hereto and incorporated herein to the provisions of the Nebraska Condominium Act, Neb. Rev. Stat. §76-825 et. seq. (the "Act");

WHEREAS, Article XII of the Declaration provides for the amendment of the Declaration with the written approval of the Unit Owners; and

WHEREAS, as of the date of this Amendment, Declarant is the sole Unit Owner and is the fee simple interest owner of Unit 1 and Unit 2 Midtown Crossing Parcel 1 Condominium, a condominium organized and existing under the laws of the State of Nebraska pursuant to the Declaration thereof recorded October 11, 2017 as Instrument No. 2017081791 of the Records of Douglas County, Nebraska and there exists no Qualified Lender.

NOW THEREFORE, the Declarant, hereby amends the Declaration as follows:

1. Terms which are not otherwise defined in this Amendment shall have the meaning ascribed to such terms in the Declaration.

2. Section 1.31 of the Declaration is deleted and the following substituted therefor:

1.31 Super-Majority Vote shall mean ninety percent (90%) or more of the votes entitled to be cast by the members of the Association at any regular or special meeting of the Association called for that purpose.

3. Section 8.1 of the Declaration is deleted and the following substituted therefor:

8.1 General Information. The Association shall administer the Condominium pursuant to the terms and conditions set forth in this Declaration and the Bylaws. The fiscal year of the Association shall be the calendar year. The office of the Association, if any, shall be located at such location as the Board of Directors or

of the Association and shall be entitled to vote on all matters upon which Members of the Association are entitled to vote pursuant to this Declaration and in accordance with the Bylaws. The foregoing is not intended to include any Person who holds an interest merely as security for the performance of an obligation. Subject to the provisions of the Condominium Documents, the Owner of a Unit shall be entitled vote in accordance with such Owner's Allocated Interest - Common Expense Liability as set for in Exhibit "E". For clarity, the Owner of Unit 1 shall be entitled 14.73% of the total voting interest of the members of the Association and the Owner of Unit 2 shall be entitled 85.27% of the total voting interest of the members of the Association. However, if a Unit Owner shall have, in the sole opinion of the Board, an unresolved delinquency with respect to the Association, such Owner's vote shall not be eligible and shall not be entitled to be cast or counted.

4. Section 8.3 of the Declaration is deleted and the following substituted therefor:

8.3 Directors. The business of Association shall be managed by a Board of Directors comprised of three (3) Directors, who shall serve without compensation. The Owner of Unit 1 shall have the power to appoint one (1) Director. The Owner of Unit 2 shall have the power to appoint two (2) Directors. The Board of Directors shall appoint the Officers of the Association. Except as otherwise provided herein, the qualification, election, term, removal, resignation and replacement of each Board member shall be determined in accordance with the Bylaws.

5. Section 8.6 of the Declaration is deleted and the following substituted therefor:

8.6 Officers. The executive officers of the Association shall consist of a President, who must also be a Director, a Vice-President, Treasurer, and Secretary. The Bylaws shall provide for the: (i) election of officers; (ii) resignation of officers; (iii) removal of officers from office; (iv) filling of any vacancy in any office; and (v) powers, duties and responsibilities of the officers of the Association.

6. Section 12.1 of the Declaration is deleted and the following substituted therefor:

12.1 Amendments, Modifications and Termination. The prior written approval of a Super-Majority Vote of the Unit Owners (which approval is concurred with by the approving Owner's Qualified Lenders in writing) shall be required to:

(a) Terminate the condominium status of the Property for any reasons, including substantial destruction or condemnation of the Property;

(b) Abandon, encumber, sell or transfer any Common Elements (the granting of easements for public utilities or for other public purposes consistent with the intended uses of the Common Elements shall not be deemed a transfer within the meaning of this subsection);

(c) The use of hazard insurance proceeds for losses to any Condominium Property (whether to Units or to Common Elements) for other than the repair, replacement or reconstruction of such Condominium Property; or

(d) Make an amendment of a material nature to the Condominium Documents. For the purposes of this Section, a change in the provisions of any Condominium Document directly relating to any of the following shall for this purpose be considered material:

(i) A change in the manner or formula by which Common Elements or Limited Common Elements are allocated, or a change in the manner or formula by which the voting interests of a Unit are allocated;

(ii) Voting rights;

(iii) Reallocation of interests in the Common Elements or Limited Common Elements or rights to their use;

(iv) Convertibility of Units into Common Elements or of Common Elements into Units;

(v) Expansion or contraction of the Condominium or the addition, annexation or withdrawal of property, including Real Estate, to or from the Condominium;

(vi) Insurance or fidelity bond requirements;

(vii) Change of restrictions on the leasing of any Units;

(viii) Imposition of any restrictions of a Unit Owner's right to sell or transfer his or her Unit;

(ix) Restoration or repair of the Condominium (after a hazard damage or partial condemnation) in a manner other than as specified in the original Plan for the Condominium;

(x) The method of assessments described in this Declaration;

(xi) Provisions that expressly benefit Qualified Lenders;

(xii) Redefinition in any Unit boundaries;

(xiii) The imposition of any right of first refusal or similar restriction upon the rights of an Owner to convey a Unit;

(xiv) Actions which alter (A) the dimensions of, or percentage of the undivided interest in the Common Elements of a Unit, (B) any permitted uses applicable of a Unit, or (C) any prohibited or permitted uses benefiting or burdening a Unit; or

(xv) Actions which materially adversely affects a Unit Owner's rights to use any Common Element or their Unit or materially adversely affects a Unit Owner's other appurtenant rights or easements.

7. Article XIII (inclusive of Sections 13.1, 13.2 and 13.3) of the Declaration is deleted in its entirety and not replaced. Further, Declarant hereby expressly forfeits, relinquishes and waives, effective the date of this Amendment, any and all Development Rights and Special Declarant Rights under the Declaration. Finally, Declarant hereby expressly acknowledges and confirms that the Period of Declarant Control has expired, terminated and ceased.

8. A new Article XV is added to the Declaration as follows:

**ARTICLE XV
AGREEMENT WITH RESPECT TO COMMON EXPENSES DURING
ASSURANCE PERIOD**

15.1 Sale of Unit 2. It is acknowledged that prior to the date of this Amendment both Unit 1 and Unit 2 along with Parcel 2, Parcel 345, Parcel 6, Parcel 7, Garage C Parcel and Ramp A Parcel of Midtown Crossing at Turner Park (as those terms are defined in the Reciprocal Easement Agreement for Midtown Crossing at Turner Park) have been owned by Declarant and this Amendment is being recorded in anticipation of the sale of Unit 2, together with and the hotel located thereon, to certain third parties.

15.2 Common Expenses. In order to assure the buyer(s) of Unit 2 of an appropriate allocation of Common Expenses to the Association for 2018 and during the Assurance Period (as hereinafter defined), notwithstanding anything in this Declaration to the contrary, it is hereby expressly agreed that the Common Expenses allocated to the Association under the Reciprocal Easement Agreement for Midtown Crossing at Turner Park:

(a) For calendar year 2018, shall be the Common Expenses budgeted by the Association for calendar year 2018 of \$182,314 (the "2018 Budgeted Amount"); and

(b) For 2019 and each subsequent calendar year of the Assurance Period, shall be the lesser of:

(i) The 2018 Budgeted Amount, adjusted annually for inflation

based on the CPI for all consumers for the Kansas City Branch to the Federal Reserve Bank, with 2018 being the base year; or

(ii) The allocation of actual Common Expenses to the Association for such year pursuant to the terms of the Reciprocal Easement Agreement for Midtown Crossing at Turner Park, validated pursuant to Section ~~15.3~~ of this Declaration.

15.4

For purposes of this Article XV, the "Assurance Period" shall mean the period beginning with 2019 and ending when the validated Common Expenses allocation under Section 15.1(b)(ii) has been less than or equal to the Common Expenses calculation under Section 15.1(b)(i) for three (3) consecutive calendar years beginning with 2019; provided, however, in no event shall the Assurance Period be in effect after December 31, 2024.

It is acknowledged and agreed that the amount calculated under Section 15.1(b)(i) shall be decreased by the amount of cost savings attained in the Association's Common Expenses in any calendar year with respect to expenses undertaken and paid for by the Association and not through the Facilities Manager (as defined in the Reciprocal Easement Agreement for Midtown Crossing at Turner Park) relating to the portion of the Common Expenses budget under the Reciprocal Easement Agreement for Midtown Crossing at Turner Park which relate solely and exclusively to the internal operations of the Association and/or the Units.

15.3 Participation in Budgeting Process. In a mutually beneficial effort to manage Common Expenses, during the Assurance Period Declarant will assure that the Association be permitted to participate with the Declarant and the Facilities Manager in the annual budgeting process for the Common Expenses which relate solely and exclusively to the internal operations of the Association and/or the Units.

15.4 Validation of Common Expenses Allocation. For each year of the Assurance Period, Declarant will commission, at its sole cost, a certified public accounting firm to review and validate the appropriate calculation and billing of the Common Expenses under the Reciprocal Easement Agreement for Midtown Crossing at Turner Park to the Association. Declarant shall share such reviews with the Association. Each such validated allocation shall be deemed conclusive, absent manifest error.

15.5 Payment of Any Shortfall by Declarant. In the event that during the Assurance Period the Association's Common Expenses allocation calculated under Section 15.1(b)(i) for a calendar year is lower than the validated Common Expenses allocation for the year under Section 15.1(b)(ii), the amount of the shortfall shall be paid to the Association by the Declarant.

9. Except as expressly set forth herein, the Declaration shall remain in full force

and effect in accordance with its terms.

10. Each grantee of Declarant and each subsequent Purchaser, its successors and assigns, shall be bound by this Amendment in the same manner as provided under Section 11.1 of the Declaration; provided, however, Declarant shall at all times remain personally obligated and empowered to fulfill the Declarant's obligations under or otherwise enforce the provisions of Article XV as added to the Declaration by this Amendment.

[REMAINDER OF PAGE INTENTIONALLY BLANK; SIGNATURE PAGE FOLLOWS.]

IN WITNESS WHEREOF, the Declarant has caused its name to be signed to these presents on the day and year first written above.

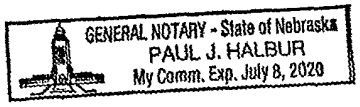
East Campus Realty, LLC, a Nebraska limited liability company

By: *Joseph Schmidt*
Joseph Schmidt, President and COO

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

I, *Paul J. Halbur*, Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Joseph Schmidt of EAST CAMPUS REALTY, LLC, a Nebraska limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as President and COO, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act, and as the free and voluntary act of the company, for the uses and purpose therein set forth.

GIVEN, under my hand and Notarial Seal this of *22* day of *August*, 2018.



Paul J. Halbur
Notary Public

EXHIBIT 1

(SAME AS EXHIBIT A TO THE DECLARATION)

LEGAL DESCRIPTION

SEE ATTACHED

Building 1 – Floor 1 – Unit 1

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Floor 1, Unit 1, defined as that part of Building 1 from the finished floor elevation of Floor 1 at elevation 1153.91 feet (NAVD 88) to the finished floor elevation of Floor 2 at elevation 1168.37 feet (NAVD 88) described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 465.18 feet along the north line of said Lot 1;

Thence South 02°21'52" East for 87.24 feet to the northeast corner of the inside face of wall of a mechanical room and the TRUE POINT OF BEGINNING;

Thence along said inside face of wall the following three (3) courses;

1. Thence South 02°21'56" East for 13.79 feet;
2. Thence South 87°38'04" West for 1.37 feet;
3. Thence South 02°21'56" East for 1.12 feet to the south building line of said Building 1;

Thence South 87°39'37" West for 8.42 feet along said south building line to the inside face of wall of said mechanical room;

Thence along said inside face of wall the following six (6) courses;

1. Thence North 02°21'56" West for 1.12 feet;
2. Thence South 87°38'04" West for 0.33 feet;
3. Thence North 02°21'56" West for 0.82 feet;
4. Thence South 87°38'04" West for 1.62 feet;
5. Thence North 02°21'56" West for 12.97 feet;
6. Thence North 87°38'04" East for 11.74 feet to the Point of Beginning.

Building 1 – Floor 1 – Unit 2

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Floor 1, Unit 2, defined as that part of Building 1 from the finished floor elevation of Floor 1 at elevation 1153.91 feet (NAVD 88) to the finished floor elevation of Floor 2 at elevation 1168.37 feet (NAVD 88), TOGETHER WITH all landscaping and pavement adjacent to said Building 1 and within the boundary of the parcel described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 343.88 feet along the north line of said Lot 1 to the intersection with the western most back of curb of the existing driveway turnaround between Building 1 and Building 5 and the TRUE POINT OF BEGINNING;

Thence along said back of curb line the following nine (9) courses.

1. Thence along a curve to the right (having a radius of 13.48 feet and a long chord bearing South 29°57'57" East for 9.64 feet) for an arc length of 9.86 feet;
2. Thence South 04°05'58" East for 5.45 feet;
3. Thence along a curve to the right (having a radius of 11.47 feet and a long chord bearing South 18°57'04" West for 4.37 feet) for an arc length of 4.40 feet;
4. Thence along a curve to the left (having a radius of 189.53 feet and a long chord bearing South 33°42'40" West for 12.48 feet) for an arc length of 12.48 feet;
5. Thence along a curve to the right (having a radius of 67.33 feet and a long chord bearing South 39°22'51" West for 14.70 feet) for an arc length of 14.73 feet;
6. Thence along a curve to the left (having a radius of 52.99 feet and a long chord bearing South 42°09'50" West for 10.29 feet) for an arc length of 10.30 feet;
7. Thence along a curve to the left (having a radius of 17.70 feet and a long chord bearing South 16°28'37" West for 4.45 feet) for an arc length of 4.46 feet;
8. Thence South 01°36'17" East for 43.53 feet;
9. Thence along a curve to the right (having a radius of 12.70 feet and a long chord bearing South 17°45'14" West for 8.66 feet) for an arc length of 8.83 feet to the extended south building line of Building 1;

Thence South 87°38'46" West for 16.90 feet along said south building line;

Thence North 02°34'27" East for 0.12 feet continuing along said south building line;

Thence South 87°39'37" 79.48 feet continuing along said south building line to the extended west face of a wall separating Unit 2 from a mechanical room that services Unit 1, said west face of wall also being the inside face of wall of said mechanical room;

Thence along said inside face of wall the following four (4) courses.

1. Thence North 02°21'56" West for 1.12 feet;
2. Thence North 87°38'04" East for 1.37 feet;
3. Thence North 02°21'56" West for 13.79 feet;
4. Thence South 87°38'04" West for 13.79 feet extended to the inside face of wall of a second mechanical room that services Unit 1 and Unit 2;

Thence along said inside face of wall the following two (2) courses;

1. Thence North $02^{\circ}21'56''$ West for 10.43 feet;
2. Thence South $87^{\circ}38'04''$ West for 17.57 feet extended to the east face of a concrete foundation wall;

Thence along said east face of a concrete foundation wall the following three (3) courses.

1. Thence North $02^{\circ}21'56''$ West for 30.24 feet;
 2. Thence North $87^{\circ}38'04''$ East for 19.51 feet;
 3. Thence North $02^{\circ}21'56''$ West for 37.23 feet to the north building line of said Building 1;
- Thence South $87^{\circ}35'45''$ West for 14.17 feet along said north building line;
Thence North $02^{\circ}21'56''$ West for 9.35 feet to the north line of said Lot 1;
Thence North $87^{\circ}38'08''$ East for 145.42 feet to the Point of Beginning.

Building 1-- Floor 2 -- Unit 2

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2, from the finished floor elevation of Floor 2 at elevation 1168.37 feet (NAVD 88) to the finished floor elevation of Floor 3 at elevation 1177.22 feet (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 343.88 feet along the north line of said Lot 1 to the intersection with the western most back of curb of the existing driveway turnaround between Building 1 and Building 5 and the TRUE POINT OF BEGINNING;

Thence along said back of curb line the following nine (9) courses.

1. Thence along a curve to the right (having a radius of 13.48 feet and a long chord bearing South 29°57'57" East for 9.64 feet) for an arc length of 9.86 feet;
2. Thence South 04°05'58" East for 5.45 feet;
3. Thence along a curve to the right (having a radius of 11.47 feet and a long chord bearing South 18°57'04" West for 4.37 feet) for an arc length of 4.40 feet;
4. Thence along a curve to the left (having a radius of 189.53 feet and a long chord bearing South 33°42'40" West for 12.48 feet) for an arc length of 12.48 feet;
5. Thence along a curve to the right (having a radius of 67.33 feet and a long chord bearing South 39°22'51" West for 14.70 feet) for an arc length of 14.73 feet;
6. Thence along a curve to the left (having a radius of 52.99 feet and a long chord bearing South 42°09'50" West for 10.29 feet) for an arc length of 10.30 feet;
7. Thence along a curve to the left (having a radius of 17.70 feet and a long chord bearing South 16°28'37" West for 4.45 feet) for an arc length of 4.46 feet;
8. Thence South 01°36'17" East for 43.53 feet;
9. Thence along a curve to the right (having a radius of 12.70 feet and a long chord bearing South 17°45'14" West for 8.66 feet) for an arc length of 8.83 feet to the extended south building line of Building 1;

Thence South 87°38'46" West for 16.90 feet along said south building line;

Thence North 02°34'27" East for 0.12 feet continuing along said south building line;

Thence South 87°39'37" West for 107.57 feet continuing along said south building line to the extended east face of a concrete foundation wall;

Thence along said east face of a concrete foundation wall the following three (3) courses.

4. Thence North 02°21'56" West for 55.57 feet;
 5. Thence North 87°38'04" East for 19.51 feet;
 6. Thence North 02°21'56" West for 46.57 feet extended to the north line of said Lot 1;
- Thence North 87°38'08" East for 131.25 feet to the Point of Beginning.

Building 1 – Floor 3 – Unit 1

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 1, defined as that part of Building 1 from the finished floor elevation of Floor 3 at elevation 1174.25 feet (NAVD 88) to the bottom of the corrugated metal roof above Floor 3 at elevation 1194.35 feet (NAVD 88), TOGETHER WITH all landscaping and pavement adjacent to said Building 1 and within the boundary of the parcel described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 490.01 feet along the north line of said Lot 1 to the extended west finished face of a wall separating Unit 1 from Unit 2 and the TRUE POINT OF BEGINNING;

Thence along said face of wall the following seven (7) courses;

1. Thence South 02°21'56" East for 32.68 feet;
2. Thence North 87°38'04" East for 24.28 feet;
3. Thence South 02°21'56" East for 6.13 feet;
4. Thence North 87°38'04" East for 12.63 feet;
5. Thence South 02°21'56" East for 26.02 feet;
6. Thence North 87°38'04" East for 4.51 feet;
7. Thence South 02°21'56" East for 37.34 feet extended to the south building line of said Building 1;

Thence South 87°39'37" West for 128.57 feet along said south building line to the inside finished face of the wall of a stairwell;

Thence along said inside finished face of the wall of a stairwell the following nine (9) courses;

1. Thence North 02°21'56" West for 1.60 feet;
2. Thence North 87°38'04" East for 1.00 feet;
3. Thence North 02°21'56" West for 7.67 feet;
4. Thence South 87°38'04" West for 17.27 feet;
5. Thence South 02°21'56" East for 6.17 feet;
6. Thence North 87°38'04" East for 1.19 feet;
7. Thence South 02°21'56" East for 1.50 feet;
8. Thence North 87°38'04" East for 11.66 feet;
9. Thence South 02°21'56" East for 1.60 feet to the south building line of said Building 1;

Thence South 87°39'37" West for 51.38 feet along said south building line extended to the west line of said Lot 1;

Thence North 02°13'45" West for 92.08 feet along said west line to the chamfered northwest corner of said lot 1;

Thence North 42°41'55" East for 14.16 feet along said chamfered northwest corner to the north line of said Lot 1;

Thence North 87°38'08" East for 131.71 feet to the Point of Beginning.

Building – Floor 3 – Unit 2

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2, from the finished floor elevation of Floor 3 at elevation 1177.22 feet (NAVD 88) to the finished floor elevation of Floor 4 at elevation 1186.92 feet (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 343.88 feet along the north line of said Lot 1 to the intersection with the western most back of curb of the existing driveway turnaround between Building 1 and Building 5 and the TRUE POINT OF BEGINNING;

Thence along said back of curb line the following nine (9) courses.

1. Thence along a curve to the right (having a radius of 13.48 feet and a long chord bearing South 29°57'57" East for 9.64 feet) for an arc length of 9.86 feet;
2. Thence South 04°05'58" East for 5.45 feet;
3. Thence along a curve to the right (having a radius of 11.47 feet and a long chord bearing South 18°57'04" West for 4.37 feet) for an arc length of 4.40 feet;
4. Thence along a curve to the left (having a radius of 189.53 feet and a long chord bearing South 33°42'40" West for 12.48 feet) for an arc length of 12.48 feet;
5. Thence along a curve to the right (having a radius of 67.33 feet and a long chord bearing South 39°22'51" West for 14.70 feet) for an arc length of 14.73 feet;
6. Thence along a curve to the left (having a radius of 52.99 feet and a long chord bearing South 42°09'50" West for 10.29 feet) for an arc length of 10.30 feet;
7. Thence along a curve to the left (having a radius of 17.70 feet and a long chord bearing South 16°28'37" West for 4.45 feet) for an arc length of 4.46 feet;
8. Thence South 01°36'17" East for 43.53 feet;
9. Thence along a curve to the right (having a radius of 12.70 feet and a long chord bearing South 17°45'14" West for 8.66 feet) for an arc length of 8.83 feet to the extended south building line of Building 1;

Thence South 87°38'46" West for 16.90 feet along said south building line;

Thence North 02°34'27" East for 0.12 feet continuing along said south building line;

Thence South 87°39'37" West for 60.85 feet continuing along said south building line to the extended east finished face of a wall separating Unit 2 from Unit 1;

Thence along said face of wall the following seven (7) courses.

1. Thence North 02°21'56" West for 38.26 feet;
2. Thence South 87°38'04" West for 4.40 feet;
3. Thence North 02°29'01" West for 25.80 feet;
4. Thence South 87°38'04" West for 12.65 feet;
5. Thence North 02°21'56" West for 6.13 feet;
6. Thence South 87°38'04" West for 24.28 feet;
7. Thence North 02°21'56" West for 31.97 feet extended to the north line of said Lot 1;

Thence North 87°38'08" East for 145.42 feet to the Point of Beginning.
Contains 10,715 square feet.

TOGETHER WITH

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2, from the finished floor elevation of the stairwell at elevation 1174.25 feet (NAVD 88) to the finished floor elevation of Floor 5 at elevation 1196.59 feet (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 623.43 feet along the north line of said Lot 1;

Thence South 02°21'52" East for 92.83 feet to the northwest corner of the inside finished face of the wall of a stairwell and the TRUE POINT OF BEGINNING;

Thence continuing along said inside finished face of the wall of a stairwell the following four (4) courses;

1. Thence North 87°38'04" East for 17.27 feet;
2. Thence South 02°21'56" East for 7.67 feet;
3. Thence South 87°38'04" West for 1.00 feet;
4. Thence South 02°21'56" East for 1.60 feet to the south wall line of said Building 1;

Thence South 87°37'44" West for 3.42 feet along said south wall line to the inside finished face of the wall of a stairwell;

Thence along said inside finished face of the wall of a stairwell the following five (5) courses;

1. Thence North 02°21'56" West for 1.60 feet;
2. Thence South 87°38'04" West for 11.66 feet;
3. Thence North 02°21'56" West for 1.50 feet;
4. Thence South 87°38'04" West for 1.19 feet;
5. Thence North 02°21'56" West for 6.17 feet to the Point of Beginning.

;

Building 1 – Floor 4 – Unit 2

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2, from the finished floor elevation of Floor 4 at elevation 1186.92 feet (NAVD 88) to the finished floor elevation of Floor 5 at elevation 1196.59 feet (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 343.88 feet along the north line of said Lot 1 to the intersection with the western most back of curb of the existing driveway turnaround between Building 1 and Building 5 and the TRUE POINT OF BEGINNING;

Thence along said back of curb line the following nine (9) courses.

1. Thence along a curve to the right (having a radius of 13.48 feet and a long chord bearing South 29°57'57" East for 9.64 feet) for an arc length of 9.86 feet;
2. Thence South 04°05'58" East for 5.45 feet;
3. Thence along a curve to the right (having a radius of 11.47 feet and a long chord bearing South 18°57'04" West for 4.37 feet) for an arc length of 4.40 feet;
4. Thence along a curve to the left (having a radius of 189.53 feet and a long chord bearing South 33°42'40" West for 12.48 feet) for an arc length of 12.48 feet;
5. Thence along a curve to the right (having a radius of 67.33 feet and a long chord bearing South 39°22'51" West for 14.70 feet) for an arc length of 14.73 feet;
6. Thence along a curve to the left (having a radius of 52.99 feet and a long chord bearing South 42°09'50" West for 10.29 feet) for an arc length of 10.30 feet;
7. Thence along a curve to the left (having a radius of 17.70 feet and a long chord bearing South 16°28'37" West for 4.45 feet) for an arc length of 4.46 feet;
8. Thence South 01°36'17" East for 43.53 feet;
9. Thence along a curve to the right (having a radius of 12.70 feet and a long chord bearing South 17°45'14" West for 8.66 feet) for an arc length of 8.83 feet to the extended south building line of Building 1;

Thence South 87°38'46" West for 16.90 feet along said south building line;

Thence North 02°34'27" East for 0.12 feet continuing along said south building line;

Thence South 87°39'37" West for 60.85 feet continuing along said south building line to the extended east finished face of a wall separating Unit 2 from Unit 1;

Thence along said face of wall the following seven (7) courses.

1. Thence North 02°21'56" West for 38.26 feet;
2. Thence South 87°38'04" West for 4.40 feet;
3. Thence North 02°29'01" West for 25.80 feet;
4. Thence South 87°38'04" West for 12.65 feet;
5. Thence North 02°21'56" West for 6.13 feet;
6. Thence South 87°38'04" West for 24.28 feet;
7. Thence North 02°21'56" West for 31.97 feet extended to the north line of said Lot 1;

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Thence North $87^{\circ}38'58''$ East for 145.42 feet to the Point of Beginning.

Building 1, Floor 5-8 and Roof Top, Unit 1

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2, from the bottom of the corrugated metal roof above Floor 3 at elevation 1194.35 feet (NAVD 88) to five feet (5') above the highest point of Building 1 (top of elevator penthouse), at elevation 1268.00 (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 574.11 feet along the north line of said Lot 1;

Thence South 02°21'52" East for 47.65 feet to the inside face of wall at the northeast corner of a mechanical chase;

Thence along said inside face of wall the following four (4) courses;

5. Thence South 02°21'56" East for 5.34 feet;
6. Thence South 87°38'04" West for 5.34 feet;
7. Thence North 02°21'56" West for 5.34 feet;
8. Thence North 87°38'04" East for 5.16 feet to the Point of Beginning.

TOGETHER WITH

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2, from the bottom of the corrugated metal roof above Floor 3 at elevation 1194.35 feet (NAVD 88) to five feet (5') above the highest point of Building 1 (top of elevator penthouse), at elevation 1268.00 (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 579.78 feet along the north line of said Lot 1;

Thence South 02°21'52" East for 47.65 feet to the inside face of wall at the northeast corner of a mechanical chase;

Thence along said inside face of wall the following four (4) courses;

5. Thence South 02°21'56" East for 5.34 feet;
6. Thence South 87°38'04" West for 2.63 feet;
7. Thence North 02°21'56" West for 5.34 feet;
8. Thence North 87°38'04" East for 2.63 feet to the Point of Beginning.

Building 1, Floor 5-8 and Roof Top, Unit 2

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2 (Westin Hotel), from the finished floor elevation of Floor 5 at elevation 1196.59 feet (NAVD 88) to five feet (5') above the highest point of Building 1 (top of elevator penthouse), at elevation 1268.00 (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 343.88 feet along the north line of said Lot 1 to the western most back of curb of the turnaround between Building 1 and Building 5 and the TRUE POINT OF BEGINNING;

Thence along said back of curb line the following nine (9) courses.

1. Thence along a curve to the right (having a radius of 13.48 feet and a long chord bearing South 29°57'57" East for 9.64 feet) for an arc length of 9.86 feet;
2. Thence South 04°05'58" East for 5.45 feet;
3. Thence along a curve to the right (having a radius of 11.47 feet and a long chord bearing South 18°57'04" West for 4.37 feet) for an arc length of 4.40 feet;
4. Thence along a curve to the left (having a radius of 189.53 feet and a long chord bearing South 33°42'40" West for 12.48 feet) for an arc length of 12.48 feet;
5. Thence along a curve to the right (having a radius of 67.33 feet and a long chord bearing South 39°22'51" West for 14.70 feet) for an arc length of 14.73 feet;
6. Thence along a curve to the left (having a radius of 52.99 feet and a long chord bearing South 42°09'50" West for 10.29 feet) for an arc length of 10.30 feet;
7. Thence along a curve to the left (having a radius of 17.70 feet and a long chord bearing South 16°28'37" West for 4.45 feet) for an arc length of 4.46 feet;
8. Thence South 01°36'17" East for 43.53 feet;
9. Thence along a curve to the right (having a radius of 12.70 feet and a long chord bearing South 17°45'14" West for 8.66 feet) for an arc length of 8.83 feet to the extended south building line of Building 1;

Thence South 87°38'46" West for 16.90 feet along said south building line;

Thence North 02°34'27" East for 0.12 feet continuing along said south building line;

Thence South 87°39'37" West for 244.89 feet continuing along said south building line extended to the west line of said Lot 1;

Thence North 02°13'45" West for 92.07 feet along said west line to the chamfered northwest corner of said lot 1;

Thence North 42°41'55" East for 14.16 feet along said chamfered northwest corner to the north line of said Lot 1;

Thence North 87°38'08" East for 277.84 feet to the Point of Beginning.

EXCEPT

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2, from the finished floor elevation of Floor 5 at elevation 1196.59 feet (NAVD 88) to five feet (5') above the highest point of Building 1 (top of elevator penthouse), at elevation 1268.00 (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 574.11 feet along the north line of said Lot 1;

Thence South 02°21'52" East for 47.65 feet to the inside face of wall at the northeast corner of a mechanical chase;

Thence along said inside face of wall the following four (4) courses;

1. Thence South 02°21'56" East for 5.34 feet;
2. Thence South 87°38'04" West for 5.34 feet;
3. Thence North 02°21'56" West for 5.34 feet;
4. Thence North 87°38'04" East for 5.16 feet to the Point of Beginning.

AND EXCEPT

That part of Lot 1, MIDTOWN CROSSING AT TURNER PARK, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska, known as Building 1, Unit 2, from the finished floor elevation of Floor 5 at elevation 1196.59 feet (NAVD 88) to five feet (5') above the highest point of Building 1 (top of elevator penthouse), at elevation 1268.00 (NAVD 88), described as follows:

Commencing at the northeast corner of said Lot 1;

Thence South 87°38'08" West (bearings referenced to the Final Plat of MIDTOWN CROSSING AT TURNER PARK) for 579.78 feet along the north line of said Lot 1;

Thence South 02°21'52" East for 47.65 feet to the inside face of wall at the northeast corner of a mechanical chase;

Thence along said inside face of wall the following four (4) courses;

1. Thence South 02°21'56" East for 5.34 feet;
2. Thence South 87°38'04" West for 2.63 feet;
3. Thence North 02°21'56" West for 5.34 feet;
4. Thence North 87°38'04" East for 2.63 feet to the Point of Beginning.