

3745 0th Sp. Assoc. Limited Part.  
 By W & M. Properties  
 TO  
 Wal-Mart Properties, Inc.

Filed for Record the 6 day of Feb.  
 A.D., 1989 at 1:00 o'clock P.M.

3 pgs

County Recorder

RECORD FEE \$15.00

Doc # 3423

RECORD 462

PAGE 886

# FIRST AMENDMENT TO DECLARATION OF RESTRICTIONS

THIS FIRST AMENDMENT TO DECLARATION OF RESTRICTIONS is made as of the 24<sup>th</sup> day of January, 1989, by OTTUMWA SQUARE ASSOCIATES LIMITED PARTNERSHIP, an Ohio limited partnership, having its principal office at 34555 Chagrin Boulevard, Moreland Hills, Ohio 44022 ("Declarant").

## WITNESSETH:

WHEREAS, Declarant executed that certain Declaration of Restrictions, dated July 21, 1988 and recorded in Book 462, Page 642, in the Office of the Recorder of Wapello County, Iowa (the "Declaration");

WHEREAS, Declarant desires to amend subparagraph 1.A. of the Declaration; and

WHEREAS, paragraph 6 of the Declaration provides, inter alia, that so long as Wal-Mart Properties, Inc. ("Wal-Mart") occupies and conducts business in its space adjoining the Shopping Center Property (as defined in the Declaration), then Declarant shall not amend the Declaration without the prior written consent of Wal-Mart;

NOW, THEREFORE, Declarant for itself, its successors and assigns, hereby declares as follows:

1. Subparagraph 1.A. of the Declaration is hereby amended by deleting subparagraph 1.A. of the Declaration in its entirety and inserting the following sentence in substitution for and in lieu thereof:

A. There shall be not more than one (1) building on each Out Parcel, provided, however, that the building on Out Parcel A may be subdivided for separate users;

2. Except as amended hereby, the Declaration is unmodified and remains in full force and effect.

88.

IN WITNESS WHEREOF, the undersigned have caused this First Amendment to Declaration of Restrictions to be signed as of the day and year first above written.

DECLARANT: OTTUMWA SQUARE ASSOCIATES  
LIMITED PARTNERSHIP, an  
Ohio limited partnership

By: W & M PROPERTIES,  
an Ohio general  
partnership, its  
General Partner

WITNESSES:

Ray C. Burrum  
David A. Eli

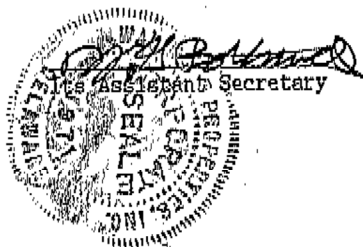
By: [Signature]  
John R. McGill,  
General Partner

Wal-Mart Properties, Inc. hereby joins in the execution of this First Amendment to Declaration of Restrictions for the sole purpose of acknowledging its consent hereto.

ATTEST:

WAL-MART PROPERTIES, INC.,  
a Delaware corporation

By: Curtis H. Barlow  
Curtis H. Barlow  
Vice President of Real Estate



STATE OF OHIO )  
COUNTY OF CUYAHOGA )

BEFORE ME, a notary public in and for said County and State, personally appeared OTTUMWA SQUARE ASSOCIATES LIMITED PARTNERSHIP, an Ohio limited partnership, by its General Partner, W & M PROPERTIES, an Ohio general partnership, by its General Partner, JOHN R. MCGILL, who acknowledged that he did execute the foregoing instrument and that the same is his free act and deed and the free act and deed of said limited partnership and said general partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Moreland Hills, Ohio this 13th day of January, 1989.

David A. Eli  
Notary Public

DAVID A. ELI, Attorney at Law  
Notary Public for State of Ohio  
My commission has no expiration date  
Sec. 147.03 R.C.

STATE OF ARKANSAS )  
COUNTY OF BENTON )

BEFORE ME, a notary public in and for said County and State, personally appeared the above-named WAL-MART PROPERTIES, INC., a Delaware corporation, by Curtis H. Barlow, its Vice President of Real Estate, who acknowledged that he did execute the foregoing instrument on behalf of said corporation and that same is his free act and deed, both individually and as such officer, for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Bentonville, Arkansas this 27th day of January, 1989.

Cathy P. [Signature]  
Notary Public

THIS INSTRUMENT PREPARED BY:

David A. Eli, Esquire  
Wolstein & Allgood  
34555 Chagrin Boulevard  
Moreland Hills, Ohio 44022  
(216) 247-4700

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