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FILED SARPY CO. NE.
INSTRUMENT NUMBER

2018-25956

2018 Nov 01 11:11:48 AM



REGISTER OF DEEDS



**SECOND AMENDMENT
TO
DECLARATION OF EASEMENTS, COVENANTS AND RESTRICTIONS FOR LOTS 1 AND 2,
SOUTHPORT EAST REPLAT TWO AND FOR LOT 3 SOUTHPORT EAST REPLAT TWO
REPLATED AS LOTS 1 THROUGH 10, SOUTHPORT EAST REPLAT SIX**

THIS SECOND AMENDMENT TO DECLARATION OF EASEMENTS, COVENANTS AND RESTRICTIONS FOR LOTS 1 AND 2, SOUTHPORT EAST REPLAT TWO AND FOR LOT 3 SOUTHPORT EAST REPLAT TWO REPLATED AS LOTS 1 THROUGH 10, SOUTHPORT EAST REPLAT SIX (this "Amendment") is made this 13th day of March, 2018 (the "Effective Date"), by and between La Vista Lodging Investors, LLC, a Wisconsin limited liability company ("LLI"), Anthony Saldi, Debra Saldi, Thomas Peterson, Linda Peterson, Southport Center, L.L.C., a Nebraska limited liability company, as Tenants in Common (collectively, known as "Legends Bar"), Cutchall Property Management, L.L.C., a Nebraska limited liability company ("CPM"), The Eating Establishment-Giles, L.L.C., a Nebraska limited liability company ("EEG"), Galaxy Ventures III, LLC, a Nebraska limited liability company ("Galaxy"), 12040 McDermott Plaza, LLC, a Nebraska limited liability company ("12040"), GMC Properties Corporation, a Nebraska corporation ("GMC"), La Vista Investors, LLC, a California limited liability company ("LVI"), The Lund Company Partnership, a Nebraska general partnership ("LCP"), McDermott Gen3 Properties, L.P., a Kansas limited partnership, and Patrick McDermott, as Tenants in Common (collectively, known as "McDermott Properties"), Michael McDermott and John Hoich, as Tenants in Common (collectively, known as "McDermott/Hoich"), and Michael McDermott ("McDermott", together with LLI, Legends Bar, CPM, EEG, Galaxy, Southport, GMC, LVI, LCP, McDermott Properties and McDermott/Hoich, collectively the "Owners"), which all own the real property set forth in the recitals below (collectively, the "Property") and Southport East Landowners Association, Inc., a Nebraska nonprofit corporation (the "New Association").

RECITALS

WHEREAS, LLI is the owner of Lot 1, Legends Bar is the owner of Lot 2, all located in Southport East Replat Two, City of La Vista, Sarpy County, Nebraska;

WHEREAS, McDermott/Hoich is the owner of Lot 3, 12040 is the owner of Lot 4, McDermott is the owner of Lot 5, GMC is the owner of Lot 6, LVI is the owner of Lot 7, EEG is the owner of Lot 8, Galaxy is the owner of Lot 9, CMP is the owner of Lot 10, all located in Southport East Replat Six, City of La Vista, Sarpy County, Nebraska;

RETURN TO:
Dvorak Law Group, LLC
13625 California Street, Suite 110
Omaha, NE 68154

WHEREAS, McDermott Properties is the owner of Lot 1, McDermott/Hoich are the owners of Lots 2 and 4, LCP is the owner of Lot 3, all located in Southport East Replat Nine, City of La Vista, Sarpy County, Nebraska;

WHEREAS, the Property is affected by that certain Declaration and Grant of Easements, Covenants and Restrictions for Lots 1 and 2 Southport East Replat Two and for Lot 3 Southport East Replat Two Replatted as Lots 1 through 10, Southport East Replat Six dated May 3, 2007, recorded on May 4, 2007, as Instrument No. 2007-13018, and amended by that certain First Amendment to Declaration of Easements, Covenants and Restrictions for Lots 1 and 2 Southport East Replat Two and for Lot 3 Southport East Replat Two Replatted as Lots 1 through 10, Southport East Replat Six dated July 12, 2007, recorded on July 16, 2007, as Instrument No. 2007-21169, all with the Register of Deeds in Sarpy County, Nebraska (collectively, the "Declaration");

WHEREAS, the Property is also affected by that certain Second Amended and Restated Declaration of Covenants, Conditions and Easements for Southport East dated September 24, 2002, recorded on November 27, 2002 as Instrument No. 2002-49202 and that certain First Amendment to the Second Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Southport East dated July 21, 2011, recorded on August 5, 2011 as Instrument No. 2011-19133, all with the Register of Deeds in Sarpy County, Nebraska (collectively, the "SELA Declaration"); and

WHEREAS, the Owners desire to (i) dissolve the Southport Parkway SPE Owners Association, Inc., a Nebraska non-profit corporation (the "Current Association"), (ii) replace the Current Association with the New Association, and (iii) otherwise amend the Declaration as set forth herein.

NOW, THEREFORE, in consideration of the foregoing recitals, the undersigned hereby amend the Declaration as of the Effective Date as follows:

1. Definitions. Terms used in this Amendment shall have the meanings set forth in the Declaration except as otherwise defined herein.

2. Dissolution and Replacement of Association. The Owners have hereby agreed to dissolve the Current Association and upon the Effective Date of this Amendment, all references to Association in the Declaration shall mean the New Association. The New Association shall be responsible for all duties and obligations of the Association as set forth in the Declaration. As of the Effective Date, the SELA Declaration shall have been amended to include an assessment referred to as the "Parkway Assessment", which shall be for the payment of the Common Facilities Charge as set forth in the Declaration.

3. Approval and Consent of City of La Vista. The City of La Vista, Sarpy County, Nebraska has reviewed and approved this Amendment pursuant to the provisions of the Subdivision Agreement, as amended.

4. No Other Amendment. Except as specifically set forth herein, the Declaration shall remain in full force and effect.

[Remainder of Page Intentionally Left Blank; Signature Page Follows.]

IN WITNESS WHEREOF, the undersigned has reviewed and approved this Amendment as of the Effective Date.

Attest:

Pamela A. Buethe
Pamela Buethe, City Clerk



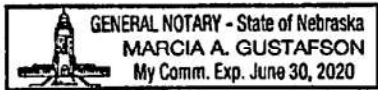
City of La Vista

By: Douglas Kindig
Douglas Kindig, Mayor

STATE OF NEBRASKA)
) ss.
COUNTY OF SARPY)

On this 24th day of October, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared Douglas Kindig, personally known by me to be the Mayor of the City of La Vista, and Pamela Buethe, personally known by me to be the City Clerk of the City of La Vista, and the identical persons whose names are affixed to the foregoing instrument, and acknowledged the execution thereof to be their voluntary act and deed, and the voluntary act and deed of said City.

WITNESS my hand and Notarial Seal the day and year last above written.



Marcia A. Gustafson
Notary Public

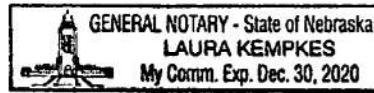
IN WITNESS WHEREOF, the undersigned has executed this Amendment as of the Effective Date.

Southport East Landowners Association,
Inc., a Nebraska nonprofit corporation

By: John L. Hoick
Its: president

STATE OF NE)
COUNTY OF Douglas)

ss.



On this 26 day of March, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared John L. Hoick, personally known by me to be the President of Southport East Landowners Association, Inc., a Nebraska nonprofit corporation, and the identical person whose name is affixed to the foregoing instrument, and acknowledged the execution thereof to be his or her voluntary act and deed, and the voluntary act and deed on behalf of said corporation.

WITNESS my hand and Notarial Seal the day and year last above written.

Laura Kempkes
Notary Public

IN WITNESS WHEREOF, the undersigned has executed this Amendment as of the Effective Date.

La Vista Lodging Investors, LLC,
a Wisconsin limited liability company
Omaha SW Lodging Investors, LLC, Sole
By: JSL Investments, LLC, Managing Member
Its: [Signature] Member

Jeffrey S. Lenz, Sole member

STATE OF WI)
COUNTY OF Dane) ss.

On this 30 day of March, 2018, before me Christine E. Hoebel, Notary Public, personally appeared Jeffrey S. Lenz, as the Sole Member of JSL Investments, LLC, Managing Member of La Vista Lodging Investors, LLC, a Wisconsin limited liability company, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his or her authorized capacity, and that by his or her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



[Signature]
Notary Public

IN WITNESS WHEREOF, the undersigned has executed this Amendment as of the Effective Date.

[Signature]
Anthony Saldi

Southport Center, L.L.C.,
a Nebraska limited liability company

[Signature]
Debra Saldi

By: [Signature]
Its: Member

[Signature]
Thomas Peterson

[Signature]
Linda Peterson

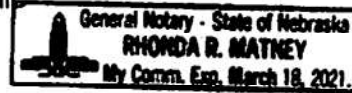
STATE OF Nebraska)
) ss.
COUNTY OF Douglas)

On this 2nd day of April, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared Anthony Saldi and Debra Saldi, personally known by me, and the identical persons whose names are affixed to the foregoing instrument, and acknowledged the execution thereof to be their voluntary act and deed.

WITNESS my hand and Notarial Seal the day and year last above written.

[Signature]
Notary Public

STATE OF Nebraska)
) ss.
COUNTY OF Douglas)



On this 7th day of April, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared Thomas Peterson and Linda Peterson, personally known by me, and the identical persons whose names are affixed to the foregoing instrument, and acknowledged the execution thereof to be their voluntary act and deed.

WITNESS my hand and Notarial Seal the day and year last above written.

[Signature]
Notary Public



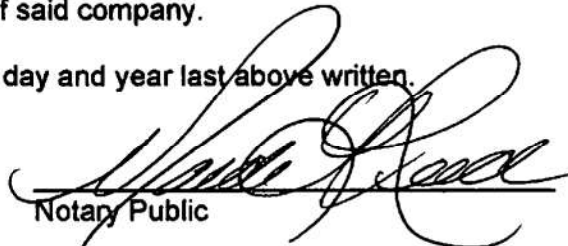
STATE OF Nebraska

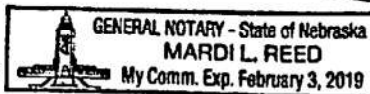
COUNTY OF Dubois

ss.

On this 29th day of March, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared JAMES D. SELL personally known by me to be the Member of Southport Center, L.L.C., a Nebraska limited liability company, and the identical person whose name is affixed to the foregoing instrument, and acknowledged the execution thereof to be his or her voluntary act and deed, and the voluntary act and deed on behalf of said company.

WITNESS my hand and Notarial Seal the day and year last above written.


Notary Public



IN WITNESS WHEREOF, the undersigned has executed this Amendment as of the Effective Date.

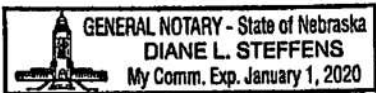
12040 McDermott Plaza, LLC,
a Nebraska limited liability company

By: *John L. Hoich*
Its: Member

STATE OF Nebraska)
) ss.
COUNTY OF Douglas)

On this 13th day of March, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared John Hoich, personally known by me to be the Member of 12040 McDermott Plaza, LLC, a Nebraska limited liability company, and the identical person whose name is affixed to the foregoing instrument, and acknowledged the execution thereof to be his or her voluntary act and deed, and the voluntary act and deed on behalf of said company.

WITNESS my hand and Notarial Seal the day and year last above written.



Diane L. Steffens
Notary Public

IN WITNESS WHEREOF, the undersigned has executed this Amendment as of the Effective Date.

GMC Properties Corporation,
a Nebraska corporation

By: *Roger D Moore*
Its: *President*

STATE OF *Nebraska*)
COUNTY OF *Lancaster*) ss.

On this *21st* day of *March*, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared *Roger D Moore*, personally known by me to be the *President* of GMC Properties Corporation, a Nebraska corporation, and the identical person whose name is affixed to the foregoing instrument, and acknowledged the execution thereof to be his or her voluntary act and deed, and the voluntary act and deed on behalf of said corporation.

WITNESS my hand and Notarial Seal the day and year last above written.

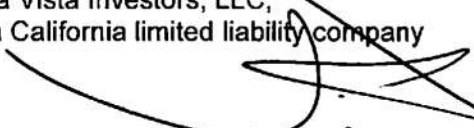
Steve A Talbot
Notary Public



IN WITNESS WHEREOF, the undersigned has executed this Amendment as of the Effective Date.



La Vista Investors, LLC,
a California limited liability company

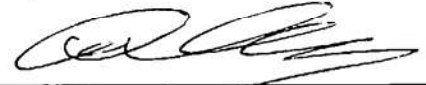
By: 
Its: Warren Berzack, Managing Member

STATE OF California)
COUNTY OF Los Angeles) ss.

On this 16th day of March, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared Warren Berzack, personally known by me to be the Managing Member of La Vista Investors, LLC, a California limited liability company, and the identical person whose name is affixed to the foregoing instrument, and acknowledged the execution thereof to be his or her voluntary act and deed, and the voluntary act and deed on behalf of said company.

WITNESS my hand and Notarial Seal the day and year last above written.





Notary Public

IN WITNESS WHEREOF, the undersigned has executed this Amendment as of the Effective Date.

Michael McDermott
Michael McDermott

John Hoich

STATE OF _____)
) ss.
COUNTY OF _____)

On this ____ day of _____, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared John Hoich, personally known by me and the identical person whose name is affixed to the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed.

WITNESS my hand and Notarial Seal the day and year last above written.

Notary Public

STATE OF Nebraska)
) ss.
COUNTY OF Douglas)

On this 15th day of March, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared Michael McDermott, personally known by me and the identical person whose name is affixed to the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed.

WITNESS my hand and Notarial Seal the day and year last above written.



Diane L. Steffens
Notary Public

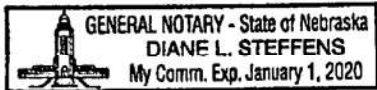
IN WITNESS WHEREOF, the undersigned has executed this Amendment as of the Effective Date.


Michael McDermott

STATE OF Nebraska)
) ss.
COUNTY OF Douglas)

On this 15th day of March, 2018, before me a Notary Public, duly commissioned and qualified in and for said County, appeared Michael McDermott, personally known by me and the identical person whose name is affixed to the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed.

WITNESS my hand and Notarial Seal the day and year last above written.




Notary Public

LEGAL DESCRIPTIONS

Lot 1 and Lot 2, Southport East Replat Two, an addition to the City of La Vista, Sarpy County, Nebraska.

Lot 3, Lot 4, Lot 5, Lot 6, Lot 7, Lot 8, Lot 9, and Lot 10, Southport East Replat Six, an addition to the City of La Vista, Sarpy County, Nebraska.

Lot 1, Lot 2, Lot 3 and Lot 4, Southport East Replat Nine, an addition to the City of La Vista, Sarpy County, Nebraska.