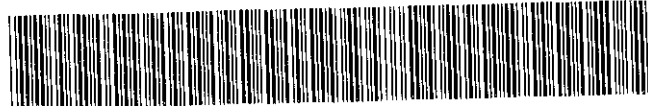



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MAR 19 2009 11:18 P 23

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Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
3/19/2009 11:18:03.32

2009025134

SECOND AMENDMENT TO DECLARATION

This page included for indexing

Page down for balance of instrument

Return to:
Larry R. Forman, Esq.
Hillman, Forman, Nelsen,
Childers & McCormack
7171 Mercy Rd., Suite 650
Omaha, NE 68106

→ 013973

SECOND AMENDMENT TO DECLARATION

This Second Amendment to Declaration ("Second Amendment") is made this 24th day of February, 2009 by the parties hereto.

RECITALS:

WHEREAS, Father Flanagan's Boys' Home, a Nebraska nonprofit corporation ("Declarant") executed the Declaration on December 21, 1994, and caused it to be recorded on January 10, 1995, at Book 1137, Page 641, of the Miscellaneous Records of Douglas County, Nebraska ("Declaration"); and

WHEREAS, Declarant, together with a majority in number of the current contract purchasers and owners of property in First National Business Park (as defined in the Declaration) and also together with a majority number of the then current contract purchasers and owners of the Retained Property, (as defined in the Declaration) can amend the Declaration; and

WHEREAS, the Retained Property has been platted and is now commonly referred to as the Commercial Federal Business Park or the Bank of the West Business Park; and

WHEREAS, the Declaration restricts the use of the Retained Property to certain uses, including primarily office and restaurant purposes with retail uses incidental to such office usage and service businesses commonly found within office buildings of the first class provided primarily for the convenience of and patronage by employees and owners and tenants and other occupants or users thereof; and

WHEREAS, California Red, LLC, a Nebraska limited liability company, as the owner of Lot 1, Commercial Federal Business Park Replat 9, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska, desires to utilize portions of the building on said Lot for medical offices and an ambulatory surgical center; and

WHEREAS, the parties wish to amend the Declaration to clarify that such uses are permitted on the subject parcel,

NOW THEREFORE, the Declarant and the parties hereto hereby amend the Declaration as follows:

1. Utilization of space within the building on Lot 1, Commercial Federal Business Park Replat 9, for medical offices and an ambulatory surgical center of up to 11,500 rentable square feet is expressly permitted.

2. Other than the Declarant, each of the undersigned are owners or contract purchasers of real property in First National Business Park or Commercial Federal Business Park

or Bank of the West Business Park identified on the pages of their respective signatures.

3. This Amendment may be signed in counterparts.

EXECUTED this 24th day of February, 2009.

DECLARANT:

FATHER FLANAGAN'S BOYS' HOME
A Nebraska nonprofit corporation

By: *Patrick E. Brookhouser*
Patrick E. Brookhouser, M.D.
Executive Vice President

STATE OF NEBRASKA)
)ss.
COUNTY OF DOUGLAS)

On this 24th day of February, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Patrick E. Brookhouser, M.D., Executive Vice President of Father Flanagan's Boys' Home, a Nebraska nonprofit corporation, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he acknowledged the same to be his voluntary act and deed on behalf of the corporation.

Constance M. Jenson
Notary Public



~~EXECUTED this 24th day of February, 2009.~~

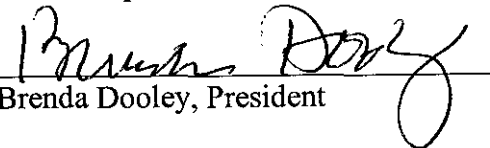
~~Owner of _____~~

~~By: _____
Its: _____~~

EXECUTED this 3rd day of March, 2009.

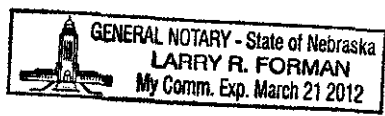
Owner of Lot 1 and Outlot 2, First National Business Park, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.


FIRST NATIONAL BANK OF OMAHA, a
National Banking Corporation
By: First National Buildings, Inc., a
Nebraska Corporation

By: 
Brenda Dooley, President

STATE OF Nebr.)
)ss.
COUNTY OF Douglas)

On this 3rd day of March, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Brenda Dooley, President of First National Buildings, Inc, a Nebraska corporation, agent of First National Bank of Omaha, a National Banking Corporation, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and she acknowledged the same to be her voluntary act and deed on behalf of the corporation.




Notary Public

EXECUTED this 3rd day of March, 2009.

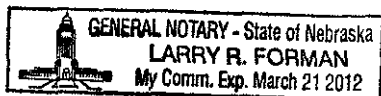
Owner of Outlot 1, First National Business Park, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

FIRST NATIONAL BUSINESS PARK ✓
PROPERTY OWNERS ASSOCIATION, a
Nebraska Corporation

By: Brenda Dooley
Brenda Dooley, President

STATE OF Nebr.)
)ss.
COUNTY OF Douglas)

On this 3rd day of March, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Brenda Dooley, President of First National Business Park Owners Association, a Nebraska corporation, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and she acknowledged the same to be her voluntary act and deed on behalf of the corporation.

**GENERAL NOTARY - State of Nebraska**
LARRY R. FORMAN
My Comm. Exp. March 21 2012

Larry R. Forman
Notary Public

EXECUTED this 17TH day of MARCH, 2009.

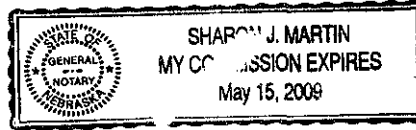
Owner of Lot 1, Commercial Federal Business Park Replat 6, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska and Lot 6, Commercial Federal Business Park Replat 1, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

BANK OF THE WEST, successor-in-interest to Commercial Federal Bank

John 1/13

By: *John D. Thomason*
Its: EXECUTIVE VICE PRESIDENT

STATE OF Nebraska)
)ss.
COUNTY OF Douglas)



On this 17 day of March, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came John D Thomason Executive Vice President of Bank of the West, successor-in-interest to Commercial Federal Bank, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and that he/she acknowledged the same to be his/her voluntary act and deed on behalf of the corporation.

Sharon J Martin
Notary Public

EXECUTED this 17 day of March, 2009.

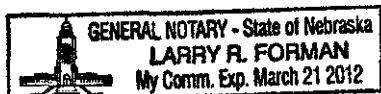
Owner of Outlots 1, 2, 3 and 4, Commercial Federal Business Park Replat 1, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

BANK OF THE WEST BUSINESS PARK ASSOCIATION, LLC, f/k/a Commercial Federal Business Park Association, LLC ✓

By: Sharon Martin
Its: Manager

STATE OF NEBR.)
)ss.
COUNTY OF DOUGLAS)

On this 17 day of MARCH, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came SHARON MARTIN, Manager of Bank of the West Business Park Association, LLC, f/k/a Commercial Federal Business Park Association, LLC, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he/she acknowledged the same to be his/her voluntary act and deed on behalf of the limited liability company.



[Signature]
Notary Public

EXECUTED this 6 day of March, 2009.

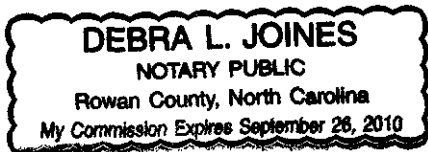
Owner of Lot 2, First National Business Park, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

WACHOVIA DEVELOPMENT CORPORATION, a North Carolina Corporation

By: [Signature]
Its: Vice President

STATE OF NORTH CAROLINA
)ss.
COUNTY OF MECKLENBURG

On this 6 day of March, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came John D. Altmeyer, Vice President of Wachovia Development Corporation, a North Carolina corporation, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he/she acknowledged the same to be his/her voluntary act and deed on behalf of the corporation.



[Signature]
Notary Public

EXECUTED this 26 day of February, 2009.

Owner of Lot 2, First National Business Park Replat 1, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

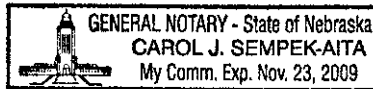
LINDEN PLACE LIMITED
PARTNERSHIP II, a Nebraska Limited
Partnership

By: [Signature]
Its: GP

STATE OF Nebraska)
)ss.
COUNTY OF Douglas)

On this 26 day of February, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Ronald J. Cypke, general partner of Linden Place Limited Partnership II, a Nebraska Limited Partnership, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he acknowledged the same to be his voluntary act and deed on behalf of the limited partnership.

[Signature: Carol J. Sempek-Aita]
Notary Public



EXECUTED this 3 day of MARCH, 2009.

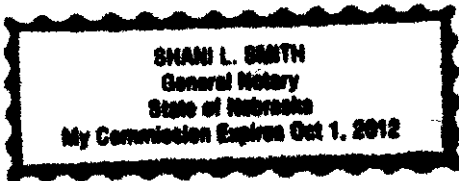
Owner of Lot 1, Commercial Federal Business Park Replat 7, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

CORNER, LLC, a Nebraska limited liability company

By: *Paul R. Hogan*
Its: Manager

STATE OF NEBRASKA)
)ss.
COUNTY OF DOUGLAS)

On this 3 day of MARCH, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Paul R. Hogan, Manager of Corner, LLC, a Nebraska limited liability company, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he/she acknowledged the same to be his/her voluntary act and deed on behalf of the limited liability company.



Shani L. Smith
Notary Public

DECLARANT:

FATHER FLANAGAN'S BOYS' HOME
A Nebraska nonprofit corporation

By: _____
Its: _____

STATE OF NEBRASKA)
)ss.
COUNTY OF DOUGLAS)

On this ___ day of _____, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said county, personally came _____, _____ of Father Flanagan's Boys' Home, a Nebraska nonprofit corporation, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he acknowledged the same to be his voluntary act and deed on behalf of the corporation.

Notary Public

EXECUTED this 9th day of March, 2009.

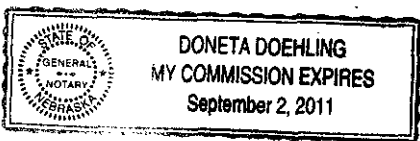
Owner of Lot 2, Commercial Federal Business Park Replat 7, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

DODGE-GLOBE REALTY, LLC
by Globe-Realty, LLC, a partner

By: James J. Bernic
Its: President

STATE OF Nebraska
)ss.
COUNTY OF Douglas

On this 9th day of March, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came James Bernic, ~~President of Globe Realty, LLC, a partner~~ of Dodge-Globe Realty LLC to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he acknowledged the same to be his voluntary act and deed on behalf of the partnership.



Doneta Doehling
Notary Public

EXECUTED this 9th day of March, 2009.

Owner of Lot 2, Commercial Federal Business Park Replat 5, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

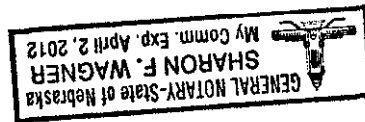
✓
The 416, LLC, a Nebraska limited liability company

By: Jay P Skagle
Its: Managing Member

STATE OF Ne)
) ss.
COUNTY OF Douglas)

On this 9 day of March, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Jay Skagle, Managing Member of The 416, LLC, a Nebraska limited liability company, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he/she acknowledged the same to be his/her voluntary act and deed on behalf of the limited liability company.

Sharon Wagner
Notary Public



DECLARANT:

FATHER FLANAGAN'S BOYS' HOME
A Nebraska nonprofit corporation

By: _____
Its: _____

STATE OF NEBRASKA)
)ss.
COUNTY OF DOUGLAS)

On this ___ day of _____, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came _____ of Father Flanagan's Boys' Home, a Nebraska nonprofit corporation, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he acknowledged the same to be his voluntary act and deed on behalf of the corporation.

GENERAL NOTARY - State of Nebraska
JILL C. VOLKMANN
My Comm. Exp. 2-14-2010

Notary Public Jill C. Volkmann

EXECUTED this 24th day of February, 2009.

Owner of Lot 1, Commercial Federal Business
Park Replat 4, a subdivision as surveyed,
platted and recorded in Douglas County,
Nebraska.

ARE REAL ESTATE HOLDINGS, LLC,
a Nebraska limited liability company

By: V. Leisey - MANAGER
Its: Manager

STATE OF NEBRASKA)
)ss.
COUNTY OF DOUGLAS)

On this 24th day of February, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Vincent W. Leisey, Manager of ARE Real Estate Holdings, LLC, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he acknowledged the same to be his voluntary act and deed on behalf of the limited liability company.

GENERAL NOTARY - State of Nebraska
JILL C. VOLKMANN
My Comm. Exp. 2-14-2010

Notary Public Jill C. Volkmann

EXECUTED this 26th day of February, 2009.

Owner of Outlots 3, 4 and 5, in First National Business Park, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

CITY OF OMAHA, Nebraska, a Municipal Corporation and a political subdivision of the State of Nebraska

By: Mike Fahey
Michael Fahey, Mayor

ATTEST:

[Signature]
City Clerk

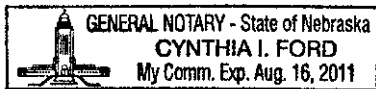
Approved as to form and content:

[Signature]
Alan Thelen
Assistant City Attorney

STATE OF Nebraska)
)ss.
COUNTY OF Douglas)

On this 26th day of February, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Michael Fahey, Mayor of City of Omaha, Nebraska, a Municipal Corporation and a political subdivision of the State of Nebraska, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he acknowledged the same to be his voluntary act and deed on behalf of said City.

[Signature]
Notary Public



EXECUTED this 20th day of February, 2009.

Owner of Lot 1, Commercial Federal Business Park Replat 9, a subdivision surveyed, platted and recorded in Douglas County, Nebraska.

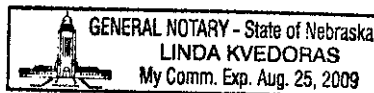
CALIFORNIA RED, LLC ✓

By: *H.R. Woodward*
Its: Manager and Member

STATE OF Nebraska)
)ss.
COUNTY OF Douglas)

On this 20th day of February, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came *H.R. Woodward*, ✓ Manager and Member of California Red, LLC, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he acknowledged the same to be his voluntary act and deed on behalf of the Limited Liability Company.

Linda Kvedoras
Notary Public



CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

State of California

County of SAN DIEGO

On MARCH 9, 2009 before me, MARTIN J. GRENETSKO, NOTARY PUBLIC
(Here insert name and title of the officer)

personally appeared TERRY LINGENFELDER AND CHARLES K. FLETCHER, JR.

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) 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.

Martin J. Grenetsko
Signature of Notary Public



ADDITIONAL OPTIONAL INFORMATION

INSTRUCTIONS FOR COMPLETING THIS FORM

Any acknowledgment completed in California must contain verbiage exactly as appears above in the notary section or a separate acknowledgment form must be properly completed and attached to that document. The only exception is if a document is to be recorded outside of California. In such instances, any alternative acknowledgment verbiage as may be printed on such a document so long as the verbiage does not require the notary to do something that is illegal for a notary in California (i.e. certifying the authorized capacity of the signer). Please check the document carefully for proper notarial wording and attach this form if required.

- State and County information must be the State and County where the document signer(s) personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. ~~he/she/they~~, is /are) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
 - ❖ Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
 - ❖ Indicate title or type of attached document, number of pages and date.
 - ❖ Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document

DESCRIPTION OF THE ATTACHED DOCUMENT

(Title or description of attached document)

(Title or description of attached document continued)

Number of Pages _____ Document Date _____

(Additional information)

CAPACITY CLAIMED BY THE SIGNER

- Individual (s)
 Corporate Officer

(Title)

- Partner(s)
 Attorney-in-Fact
 Trustee(s)
 Other _____

EXECUTED this 16th day of March, 2009.

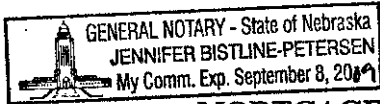
Owner of Lot 4, First National Business Park, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

✓ NDCWD, LLC, a Nebraska limited liability company

By: [Signature]
Its: President

STATE OF Nebraska)
)ss.
COUNTY OF Douglas)

On this 16th day of March, 2009, before me, the undersigned, a Notary Public duly commissioned and qualified for in said County, personally came Jay B. Noddle, President of NDCWD, LLC, a Nebraska limited liability company, to me personally known to be the person whose name is affixed to the foregoing instrument in that capacity and he/she acknowledged the same to be his/her voluntary act and deed on behalf of the limited liability company.



Jennifer Bistline-Petersen
Notary Public

MORTGAGEE'S ~~RATIFICATION AND~~ CONSENT

The Undersigned, owner and holder of a security interest in the above-described property by virtue of a Deed of Trust dated July 14 1998 and filed July 22 1998 as Instrument No. 5K 5334 P. 1814 in the Mortgage Records in the office of the Register of Deeds, Douglas County, Nebraska, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby ~~ratifies and~~ consents to the above and foregoing Second Amendment to Declaration.

General American Life Insurance Company, mortgagee

By: Matthew W. Sharples RD
Title: DIRECTOR

STATE OF Illinois)
)ss.
COUNTY OF Cook)

Before me, a Notary Public, qualified for said county, personally came Matthew Sharples known to me to be the Director of Metropolitan Life Insurance Company and identical person who signed the foregoing document, and acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of said Metropolitan Life Insurance Company.

WITNESS my hand and notarial seal on the 12th day of March, 2009.



Pattie L. Moore
Notary Public

