

**AMENDMENT NO. 3 TO  
THE WOODLANDS AT YANKEE HILL  
CONDITIONAL ANNEXATION AND ZONING AGREEMENT**

This Amendment No. 3 to The Woodlands at Yankee Hill Conditional Annexation and Zoning Agreement (“Agreement”) is entered into this \_\_\_\_ day of \_\_\_\_\_, 2012, by and between **Lewis-Starostka, Inc.**, a Nebraska corporation; **3AP-SE, L.L.C.**, a Nebraska limited liability company; **Midwest Net Lease Investors-SE, L.L.C.**, a Nebraska limited liability company; **R.C. Krueger Development Company**, a Nebraska corporation; **Double D Land Company, LLC**, a Nebraska limited liability company; and **Calruby, L.L.C.**, a Nebraska limited liability company, (collectively, “Owner”) and the **City of Lincoln, Nebraska**, a municipal corporation (“City”).

**RECITALS**

A. The parties, collectively known as Owner or their predecessors in interest, entered into the Woodlands at Yankee Hill Conditional Annexation and Zoning Agreement (“Annexation Agreement”) dated August 11, 2007.

B. Under the Annexation Agreement the Owner agreed to construct the Yankee Hill Road Arterial Street Impact Fee Facility Improvements subject to reimbursement from the City on or before December 31, 2009.

C. Subsequently the parties collectively known as Owner or their predecessors in interest, entered into Amendment No. 1 to the Annexation Agreement dated May 6, 2009.

D. Under Amendment No. 1 to the Annexation Agreement, the City and Owner agreed to extend construction of the Yankee Hill Road Arterial Street Impact Fee Facility Improvements subject to reimbursement from the City until December 31, 2012.

NOW, THEREFORE, in consideration of the above Recitals and mutual covenants contained herein, the Owner and City agree as follows:

1. That subparagraph A, Arterial Street Construction, of paragraph 4, Yankee Hill Road (70th - 84th) Improvements, be amended to change the completion date for construction of said Improvements from December 31, 2012 to December 31, 2014.

2. That this Amendment No. 3 be filed of record against the Phase I Property at Owner's cost and expense.

3. That all other terms and conditions of The Woodlands at Yankee Hill Conditional Annexation and Zoning Agreement (as amended by Amendment No. 1 and Amendment No. 2) shall remain in full force and effect.

ATTEST:

**THE CITY OF LINCOLN, NEBRASKA**  
a municipal corporation

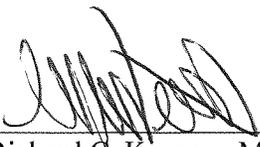
\_\_\_\_\_  
City Clerk

By: \_\_\_\_\_  
Chris Beutler, Mayor of Lincoln

**LEWIS-STAROSTKA, INC.**  
a Nebraska corporation

  
\_\_\_\_\_  
~~Ellic J. Lewis, President~~  
MARIC A. Lewis U.P.

**3AP-SE, L.L.C.,**  
a Nebraska limited liability company

By:   
\_\_\_\_\_  
Richard C. Krueger, Manager

**MIDWEST NET LEASE INVESTORS-SE,**  
a Nebraska limited liability company

By: Richard C. Krueger  
Managing Member

**R.C. KRUEGER DEVELOPMENT COMPANY**  
a Nebraska corporation

By: Richard C. Krueger  
President

**DOUBLE D LAND COMPANY, L.L.C.**  
a Nebraska limited liability company

By: Richard C. Krueger  
Richard C. Krueger, Member

By: Michael D. Weatherl  
Michael D. Weatherl, Member

**CALRUBY, LLC,**  
a Nebraska limited liability company

By: Richard C. Krueger  
Managing Member



