SECOND AMENDMENT TO SUBDIVISION AGREEMENT

This Second Amendment to the Prairie Queen subdivision agreement (hereinafter “Second Amendment”), made this _____ day of ______________, 2019 (“Effective Date”) by and between PRAIRIE QUEEN, LLC, and the CITY OF PAPILLION, a municipal corporation (hereinafter referred to as “CITY”) (collectively the “Parties”), amends and modifies the subdivision agreement approved by the Papillion City Council via Resolution No. R18-0008 on January 2, 2018 as modified by the First Amendment approved by the Papillion City Council via Resolution No. R18-0088 on June 19, 2018 (the “First Amendment”), (hereinafter collectively referred to as the “Agreement”).

RECITALS

DEVELOPER, DISTRICT, and CITY entered into a subdivision agreement (“Subdivision Agreement”) dated January 2, 2018 with respect to Lots 1 through 9, inclusive, (“Phase 1”) of the development to be known, inclusive of all phases, as Prairie Queen (“Prairie Queen”); and

DEVELOPER, DISTRICT, and CITY entered into the First Amendment to adopt a revised Final Plat Exhibit; and

DEVELOPER is the owner of record of the parcels of land to be platted as an additional area to be developed, known as the second phase of Prairie Queen as described in Exhibit “A-1”, attached hereto. All such parcels of land owned by DEVELOPER are within CITY’s zoning and platting jurisdiction; and

DEVELOPER has requested that CITY approve a specific platting of such additional parcels of land to be developed, which will be comprised of Lots 10 through 18, inclusive, of Prairie Queen (collectively, “Phase 2”), as depicted in the Final Plat exhibit attached as Exhibit “B-2”; and

The Parties hereto desire to modify the Agreement to account for the specific platting of Phase 2 and to include Phase 2 within the definition of “Development Area”.

NOW, THEREFORE, IT IS MUTUALLY AGREED AS FOLLOWS:

1. Incorporation of Recitals. The recitals set forth above are, by this reference, incorporated into and deemed part of the Agreement as modified and amended by this Second Amendment.

2. Capitalized Terms. All capitalized terms not otherwise defined herein shall have the respective meanings ascribed to them as set forth in the Agreement.

3. Area of Application. The Second Amendment applies to Lots 1 – 18, inclusive, Prairie Queen (Phases 1 & 2).

4. Amendments. The Agreement terms are hereby amended as follows:

   A. Section 5(R)(2)(i) is hereby repealed and replaced in its entirety to read:

      i. Part 1 - 132\textsuperscript{nd} Street Re-Striping and Superior Drive Left Turn Lane. DEVELOPER shall re-stripe 132\textsuperscript{nd} Street to allow a third lane of 132\textsuperscript{nd} Street between the southern and northern boundaries of the Development Area and construct the southbound left turn lane required for Superior Drive at the intersection of Superior Drive and 132\textsuperscript{nd} Street.

   B. Section 5(R)(2)(ii) is hereby repealed and replaced in its entirety to read:

      ii. Part 2 - 132\textsuperscript{nd} Street Shoulder Construction and Longshore Avenue Turn Lanes. With the completion of Phase 6, DEVELOPER shall construct a six (6) foot wide shoulder along both sides of 132\textsuperscript{nd} Street between the southern and northern boundaries of the Development Area (“Part 2 -132\textsuperscript{nd} Street”) and construct the southbound left turn lane and north bound deceleration turn lane for Longshore Avenue, required at the intersection of Longshore Avenue and 132\textsuperscript{nd} Street, before CITY shall authorize the connection of Longshore Avenue to 132\textsuperscript{nd} Street.

      Notwithstanding the forgoing in this subsection, CITY reserves the right to require DEVELOPER to construct the Longshore Avenue connection to 132\textsuperscript{nd} Street prior to the completion of Phase 6 should CITY determine that such connection is required for CITY’s promotion of public health, safety, and welfare. Construction of the Longshore Avenue connection to 132\textsuperscript{nd} Street, under any circumstance, shall include the six (6) foot shoulder and turn lanes previously identified.

5. Exhibit Modifications. The Agreement exhibits attached hereto are hereby modified and incorporated into the Agreement by this reference as follows:
A. Exhibit “A”, and all references thereto, are hereby repealed in their entirety and the attached Exhibit “A-1” is hereby substituted in their place.

B. Exhibit “B-1”, and all references thereto, are hereby repealed in their entirety and the attached Exhibit “B-2” is hereby substituted in their place.

C. Exhibit “G”, and all references thereto, are hereby repealed in their entirety and the attached Exhibit “G-1” is hereby substituted in their place.

6. **No Other Amendment.** Except as specifically modified and amended by this Second Amendment, the Agreement shall remain in full force and effect.

7. **Binding Effect.** This Second Amendment shall be binding upon the Parties hereto, their respective successors, and assigns in the same manner and to the same extent as the Agreement.

*(Signatures on following pages.)*
ATTEST: THE CITY OF PAPILLION, NEBRASKA

Nicole L. Brown, City Clerk

David P. Black, Mayor

SEAL:
DEVELOPER:

PRAIRIE QUEEN, LLC,
a Nebraska limited liability company.

By: URBAN WATERS I, LLC, as Manager of Prairie Queen, LLC

By_____________________________________
Gerald S. Reimer, Manager of Urban Waters I, LLC

STATE OF NEBRASKA )
 ) ss.
COUNTY OF ___________ )

Before me, a notary public, in and for said county and state, personally came Gerald S. Reimer, Manager of Urban Waters I, LLC, as Manager of Prairie Queen, LLC, a Nebraska limited liability company, known to me to be the identical person who executed the above instrument and acknowledged the execution thereof to be such person’s voluntary act and deed on behalf of said limited liability company.

Witness my hand and Notarial Seal this _____ day of ____________________, 2019.

_____________________________________
Notary Public
INTRODUCTION STATEMENT

RE bâtALS

SECTION 1 Incorporation of Recitals
2 Capitalized Terms
3 Area of Application
4 Amendments
5 Exhibit Additions
6 No Other Amendment
7 Binding Effect

EXHIBITS:

A-1 Legal Description
B-2 Final Plat
G-1 Phasing Plan
TRACT 1 LEGAL DESCRIPTION

A TRACT OF LAND LOCATED IN THE NORTHWEST 1/4 OF SECTION 30, TOWNSHIP 14 NORTH, RANGE 12 EAST OF THE 6TH P.M. SARPY COUNTY, NEBRASKA. SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SECTION 30; THENCE N87°02'27"E, A DISTANCE OF 865.28 FEET TO THE POINT OF BEGINNING; THENCE WITH A CURVE TURNING TO THE LEFT WITH AN ARC LENGTH OF 190.43 FEET, WITH A RADIUS OF 384.00 FEET, WITH A CHORD BEARING OF S16°55'21"E, WITH A CHORD LENGTH OF 188.48 FEET; THENCE S31°07'45"E, A DISTANCE OF 80.26 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 382.94 FEET, WITH A RADIUS OF 316.00 FEET, WITH A CHORD BEARING OF S03°35'14"W, WITH A CHORD LENGTH OF 359.93 FEET; THENCE S38°18'12"W A DISTANCE OF 292.83 FEET; THENCE WITH A CURVE TURNING TO THE LEFT WITH AN ARC LENGTH OF 94.95 FEET, WITH A RADIUS OF 134.00 FEET, WITH A CHORD BEARING OF S18°00'16"W, WITH A CHORD LENGTH OF 92.97 FEET; THENCE S02°42'58"E, A DISTANCE OF 84.88 FEET; THENCE S64°08'00"W, A DISTANCE OF 90.24 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY OF SUPERIOR DRIVE AND ALSO THE MOST NORTHEASTERLY CORNER OF PRAIRIE QUEEN, LOTS 1 THROUGH 9, A DISTANCE OF 60.00 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY OF SUPERIOR DRIVE; THENCE S64°07'30"W, ON THE EASTERLY LINE OF SAID PRAIRIE QUEEN, LOTS 1 THROUGH 9, A DISTANCE OF 65.73 FEET; THENCE WITH A CURVE TURNING TO THE LEFT, ON THE EASTERLY LINE OF SAID PRAIRIE QUEEN, LOTS 1 THROUGH 9, WITH AN ARC LENGTH OF 49.24 FEET, WITH A RADIUS OF 60.00 FEET, WITH A CHORD BEARING OF S40°36'58"W, WITH A CHORD LENGTH OF 47.87 FEET; THENCE WITH A COMPOUND CURVE TURNING TO THE LEFT, ON THE EASTERLY LINE OF SAID PRAIRIE QUEEN, LOTS 1 THROUGH 9, WITH AN ARC LENGTH OF 71.56 FEET, WITH A RADIUS OF 470.00 FEET, WITH A CHORD BEARING OF S12°44'43"W, WITH A CHORD LENGTH OF 71.49 FEET TO THE NORTHWEST CORNER OF LOT 7 OF SAID PRAIRIE QUEEN, LOTS 1 THROUGH 9; THENCE S77°37'30"E, ON THE NORTH LINE OF SAID LOT 7, A DISTANCE OF 75.65 FEET; THENCE S44°04'36"E, ON THE NORTHEAST LINE OF SAID LOT 7, A DISTANCE OF 33.58 FEET TO THE NORTHEAST CORNER OF SAID LOT 7; THENCE S09°30'19"E, ON THE EAST LINE OF SAID LOT 7, A DISTANCE OF 109.04 FEET TO THE NORTHEAST CORNER OF SAID LOT 9; THENCE S11°12'12"W, ON THE EAST LINE OF SAID LOT 9, A DISTANCE OF 69.51 FEET TO THE NORTHERLY RIGHT OF WAY OF LINCOLN ROAD; THENCE WITH A CURVE TURNING TO THE RIGHT, ON THE NORTHERLY RIGHT OF WAY LINE OF LINCOLN ROAD, WITH AN ARC LENGTH OF 283.88 FEET, WITH A RADIUS OF 1089.00 FEET, WITH A CHORD BEARING OF S1°55'37"E, WITH A CHORD LENGTH OF 282.88 FEET; THENCE S64°41'45"E, ON THE NORTHERLY RIGHT OF WAY LINE OF LINCOLN ROAD, A DISTANCE OF 53.92 FEET; THENCE N22°32'32"E, A DISTANCE OF 143.95 FEET; THENCE WITH A CURVE TURNING TO THE LEFT, WITH AN ARC LENGTH OF 64.62 FEET, WITH A RADIUS OF 284.00 FEET, WITH A CHORD BEARING OF N16°01'25"E, WITH A CHORD LENGTH OF 64.48 FEET; THENCE N09°30'19"E, A DISTANCE OF 200.29 FEET; THENCE WITH A CURVE TURNING TO THE LEFT WITH AN ARC LENGTH OF 503.03 FEET, WITH A RADIUS OF 359.00 FEET, WITH A CHORD BEARING OF N30°38'09"W, WITH A CHORD LENGTH OF 462.87 FEET; THENCE S70°46'37"W, A DISTANCE OF 131.55 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT, WITH AN ARC LENGTH OF 78.89 FEET, WITH A RADIUS OF 68.00 FEET, WITH A CHORD BEARING OF N36°32'09"W, WITH A CHORD LENGTH OF 74.27 FEET; THENCE N02°17'41"W, A DISTANCE OF 24.27 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 46.77 FEET, WITH A RADIUS OF 66.00 FEET, WITH A CHORD BEARING OF N18°00'16"E, WITH A CHORD LENGTH OF 45.79 FEET; THENCE S38°18'12"E, A DISTANCE OF 292.83 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT AND ALSO THE MOST NORTHEASTERLY CORNER OF SAID PRAIRIE QUEEN, LOTS 1 THROUGH 9, A DISTANCE OF 156.71 FEET, WITH A RADIUS OF 316.00 FEET, WITH A CHORD BEARING OF N16°55'21"W, WITH A CHORD LENGTH OF 155.10 FEET; THENCE S02°45'25"W, A DISTANCE OF 328.45 FEET TO THE NORTH LINE OF THE NORTHWEST 1/4; THENCE S87°02'27"W, ON THE NORTH LINE OF THE NORTHWEST 1/4, A DISTANCE OF 68.00 FEET BACK TO THE POINT OF BEGINNING. SAID TRACT CONTAINING 10.558 ACRES MORE OR LESS.
TRACT 2 LEGAL DESCRIPTION

A TRACT OF LAND LOCATED IN THE NORTHWEST 1/4 OF SECTION 30, TOWNSHIP 14 NORTH, RANGE 12 EAST OF THE 6TH P.M. SARPY COUNTY, NEBRASKA. SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST 1/4 OF SECTION 30; THENCE N87°02'27"E, ON THE NORTH LINE OF THE NORTHWEST 1/4, A DISTANCE OF 50.00 FEET TO A POINT ON THE EASTERLY RIGHT OF WAY OF SOUTH 132ND STREET; THENCE S02°41'20"E, ON THE EASTERLY RIGHT OF WAY OF SOUTH 132ND STREET A DISTANCE OF 1226.03 FEET TO THE POINT OF BEGINNING; THENCE S02°41'20"E, ON THE EASTERLY RIGHT OF WAY OF SOUTH 132ND STREET, A DISTANCE OF 109.78 FEET TO THE INTERSECTION OF THE NORTHERLY RIGHT OF WAY OF SUPERIOR DRIVE; THENCE N87°23'34"E, ON THE NORTHERLY RIGHT OF WAY OF SUPERIOR DRIVE, A DISTANCE OF 405.61 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT, ON THE NORTHERLY RIGHT OF WAY OF SUPERIOR DRIVE, WITH AN ARC LENGTH OF 51.20 FEET, WITH A RADIUS OF 130.00 FEET, WITH A CHORD BEARING OF S81°19'26"E, WITH A CHORD LENGTH OF 50.87 FEET; THENCE S70°01'20"W, ON THE NORTHERLY RIGHT OF WAY OF SUPERIOR DRIVE, A DISTANCE OF 10.01 FEET; THENCE N19°50'00"W, ON THE NORTHERLY RIGHT OF WAY OF SUPERIOR DRIVE, A DISTANCE OF 90.00 FEET; THENCE N70°01'20"W, ON THE NORTHERLY RIGHT OF WAY OF SUPERIOR DRIVE, A DISTANCE OF 105.40 FEET; THENCE S87°23'34"W, A DISTANCE OF 402.14 FEET BACK TO THE POINT OF BEGINNING. SAID TRACT CONTAINING 1.198 ACRES MORE OR LESS.

TRACT 3 LEGAL DESCRIPTION

A TRACT OF LAND LOCATED IN THE NORTHWEST 1/4 OF SECTION 30, TOWNSHIP 14 NORTH, RANGE 12 EAST OF THE 6TH P.M. SARPY COUNTY, NEBRASKA. SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST 1/4; THENCE N87°02'27"E, ON THE NORTH LINE OF THE NORTHWEST 1/4, A DISTANCE OF 50.00 FEET TO A POINT ON THE EASTERLY RIGHT OF WAY OF SOUTH 132ND STREET; THENCE S02°41'20"E, ON THE EASTERLY RIGHT OF WAY OF SOUTH 132ND STREET, A DISTANCE OF 1754.84 FEET TO THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY OF OSPREY LANE, ALSO BEING THE POINT OF BEGINNING; THENCE S02°41'20"E, ON THE EASTERLY RIGHT OF WAY OF S 132ND STREET, A DISTANCE OF 264.01 FEET TO THE INTERSECTION OF THE NORTH RIGHT OF WAY OF LINCOLN ROAD; THENCE N87°29'00"E, ON THE NORTH RIGHT OF WAY OF LINCOLN ROAD, A DISTANCE OF 271.78 FEET TO THE SOUTHWEST CORNER OF LOT 6 OF PRAIRIE QUEEN, LOTS 1 THROUGH 9; THENCE N02°41'18"W, ON THE WEST LINE OF SAID LOT 6, A DISTANCE OF 94.36 FEET TO A POINT ON THE SOUTH LINE OF LOT 4 OF PRAIRIE QUEEN, LOTS 1 THROUGH 9; THENCE S87°18'42"W, ON THE SOUTH LINE OF SAID LOT 4, A DISTANCE OF 153.00 FEET TO THE SOUTH CORNER OF SAID LOT 4; THENCE N02°41'18"W, ON THE WEST LINE OF SAID LOT 4, A DISTANCE OF 188.29 FEET TO THE SOUTHERLY RIGHT OF WAY OF OSPREY LANE; THENCE S87°23'31"W, ON THE SOUTHERLY RIGHT OF WAY OF OSPREY LANE, A DISTANCE OF 90.78 FEET; THENCE N54°37'59"W, ON THE SOUTHERLY RIGHT OF WAY OF OSPREY LANE, A DISTANCE OF 33.27 FEET BACK TO THE POINT OF BEGINNING. SAID TRACT CONTAINING 1.094 ACRES MORE OR LESS.