

**DEVELOPMENT AND CONDITIONAL ZONING AGREEMENT
(48th and Normal Boulevard)**

This Development and Conditional Zoning Agreement is made and entered into this _____ day of July, 2014, by and between the **City of Lincoln, Nebraska**, a municipal corporation, ("City") and **Gale and Cindy Matson**, husband and wife ("Matson"), and Wells and Tami Mangrum, LLC ("Mangrum"). Matson and Mangrum are collectively referred to herein as "Developer".

RECITALS

I.

Matson is the owner of property located at 2301 South 48th Street, 2330 South 47th Street, and 4700 Normal Boulevard. 2301 South 48th Street is legally described as Lots 10 and 11, except the east 10 feet thereof and the east 1/2 of the adjacent vacated alley, Seymour Addition to Normal, Lincoln, Lancaster County, Nebraska. 2330 South 47th Street is legally described as Lot 15 and the west 1/2 of the adjacent vacated alley, Seymour Addition to Normal, Lincoln, Lancaster County, Nebraska. 4700 Normal Boulevard is legally described as Lot 14, Seymour Addition to Normal, Lincoln, Lancaster County, Nebraska.

II.

Mangrum is the owner of property located at 4750 Normal Boulevard and legally described as: Lots 12 and 13, and the east 1/2 of the adjacent vacated alley, except for 1,566 sq. ft. on the east for a road, Seymour Addition to Normal, Lincoln, Lancaster County, Nebraska.

III.

Matson, on behalf of Developer, has petitioned the City for a change of zone designated as COZ No. 14018 to re-zone a portion of 2301 South 48th Street (i.e. Lot 11, Seymour Addition and the east 1/2 of the adjacent vacated alley) from O-2 Suburban Office District to B-1 Local Business District; and to re-zone 2330 South 47th Street from R-2 Residential District to O-2 Suburban Office District. The requested change of zone is needed in order to allow Developer to enter into a lease with a tenant to operate a restaurant in the B -1 zoned property located at 4750 Normal Boulevard.

IV.

Approval of Change of Zone No. 14018 will allow the Developer to use 2301 South 48th Street and 2330 South 47th Street for a range of commercial and retail uses which would not be compatible with the adjacent residential neighborhood.

V.

The Developer has represented to the City that, as inducement for and in consideration of the City re-zoning 2301 South 48th Street and 2330 South 47th Street as described in Change of Zone No. 14018, Developer will enter into an agreement regarding development of the two properties with the City to prohibit certain uses in order to provide a compatible development with the adjacent residential neighborhood.

VI.

The City desires to enter into the agreement, to be assured that the Developer will develop 2301 South 48th Street and 2330 South 47th Street in a manner compatible with the adjacent residential neighborhood should said properties be re-zoned as requested in Change of Zone No. 14018.

NOW THEREFORE, in consideration of the above recitals and the following terms and conditions, the parties agree as follows:

1. The City hereby agrees to grant Matson's petition to re-zone 2301 South 48th Street and 2330 South 47th Street as described in Change of Zone No. 14018.

2. Matson agrees that, notwithstanding the O-2 Suburban Office District zoning on the property located at 2330 South 47th Street, the following uses are prohibited on Lot 15 and the west 1/2 of the abutting vacated alley, Seymour Addition to Normal, Lincoln, Lancaster County, Nebraska:

- a. Apartment hotels
- b. Apartment (Multifamily)
- c. Multiple family dwellings (Apartment)
- d. Concrete paving plants (temporary)
- e. Body art establishments (Personal Service)
- f. Dry cleaning establishment (Personal Service)
- g. Launderette (Personal Service)
- h. Laundromats (Personal Service)
- i. Laundromats, self service (Personal Service)
- j. Laundry establishment (Personal Service)
- k. Parking lots as a primary use
- l. Recyclable drop-off operation
- m. Hospitals
- n. Academies
- o. Dance academies (academies)
- p. Gymnastics academies (academies)
- q. Martial arts academies (academies)
- r. Music academies (academies)
- s. Mail order catalog sales
- t. Outdoor seasonal sales
- u. Roadside stands for the temporary or seasonal sale of produce (Outdoor seasonal sales)

- v. Broadcast towers
- w. Personal wireless services facilities

3. Matson agrees that the driveway serving the existing residence located at 2330 South 47th Street will be closed and direct access relinquished to South 47th Street from said property at such time in the future that the residential use of the property is changed to a nonresidential use.

4. The Developer agrees to require and cause any employees employed to work in the restaurant proposed to be located in the building at 4750 Normal Boulevard to park in spaces provided on Lots 11, 12, and 13, Seymour Addition to Normal, Lincoln, Lancaster County, Nebraska, and not on South 47th Street.

5. Developer agrees that the restaurant to be located in the building at 4750 Normal Boulevard shall have no drive through window.

6. Developer agrees to place a speed bump in the driveway access to South 47th Street from the property located at 4700 Normal Boulevard (i.e. Lot 14, Seymour Addition to Normal, Lincoln, Lancaster County, Nebraska).

7. Mangrum agrees to close the existing 48th Street curb cut serving the building at 4750 Normal Boulevard and to execute a relinquishment of direct access to South 48th Street from said property. The form of the Relinquishment of Vehicle Access shall be identical to that attached as Exhibit A.

8. This agreement shall run with the land for 2301 South 48th Street, 2330 South 47th Street, 4700 Normal Boulevard and 4750 Normal Boulevard as legally described above and shall be binding upon the parties hereto and their respective assessors and assigns.


9. This agreement, when executed by the parties hereto, shall be recorded by the City in the office of the Register of Deeds of Lancaster County, Nebraska, filing fees to be paid in advance by Developer.

IN WITNESS WHEREOF, the parties herein have executed this Agreement on the day and year set forth above.

CITY OF LINCOLN, NEBRASKA
a municipal corporation

By: _____
Chris Beutler, Mayor

DEVELOPER

By: 
Gale Matson, husband

By: Cindy Matson
Cindy Matson, wife

Wells and Tami Mangrum, LLC
A Nebraska limited liability company

By: Wells Mangrum
Wells Mangrum, Manager

By: Tami Mangrum
Tami Mangrum, Manager

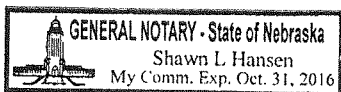
STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this ____ day of _____, 2014, by Chris Beutler, Mayor of the City of Lincoln.

Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

The foregoing instrument was acknowledged before me this 21 day of July, 2014, by Gale and Cindy Matson, husband and wife.



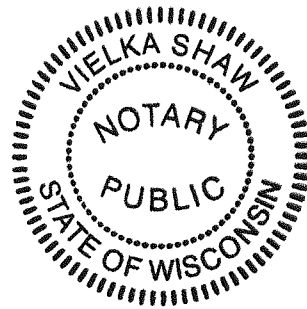
Shawn L. Hansen
Notary Public

STATE OF WISCONSIN)
) ss.
COUNTY OF EAU CLAIRE)

The foregoing instrument was acknowledged before me this 18 day of July, 2014, by Wells and Tami Mangrum, Managers of Wells and Tami Mangrum, LLC on behalf of the limited liability company.

Vielka Shaw.
Notary Public

My commission expires 03/27/18



RELINQUISHMENT OF VEHICULAR ACCESS

As an inducement for and in consideration of the City of Lincoln approving Change of Zone No. 14018, the undersigned **Wells and Tami Mangrum, LLC**, a Nebraska limited liability company, does hereby relinquish right of access from the existing 48th Street curb cut serving the building at 4750 Normal Boulevard on real property legally described as:

Lots 12 and 13, and the E 1/2 of the vacated alley abutting thereon, Seymour Addition to Normal, Lincoln, Lancaster County, Nebraska, except 1566 sq. ft. on the east conveyed to the City for street purposes;

and agrees that the City of Lincoln may close said curb cut.

Dated this 19 day of July, 2014.

Wells and Tami Mangrum, LLC
a Nebraska limited liability company

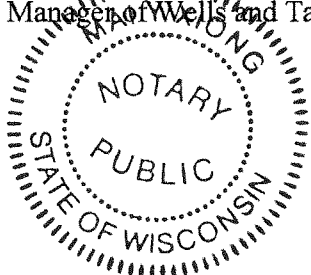
By: Wells I. Mangrum
Wells I. Mangrum, Manager

Wells and Tami Mangrum, LLC
a Nebraska limited liability company

By: Tami K. Mangrum
Tami K. Mangrum, Manager

STATE OF WISCONSIN)
) ss.
COUNTY OF EAU CLAIRE)

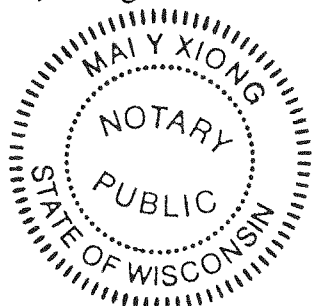
The foregoing instrument was acknowledged before me this 19 day of July, 2014, by Wells I. Mangrum, Manager of Wells and Tami Mangrum, LLC on behalf of the limited liability company.



Mai Y Xiong
Notary Public

STATE OF WISCONSIN)
) ss.
COUNTY OF EAU CLAIRE)

The foregoing instrument was acknowledged before me this 19 day of July, 2014, by Tami K. Mangrum, Manager of Wells and Tami Mangrum, LLC on behalf of the limited liability company.



Mai Y Xiong
Notary Public