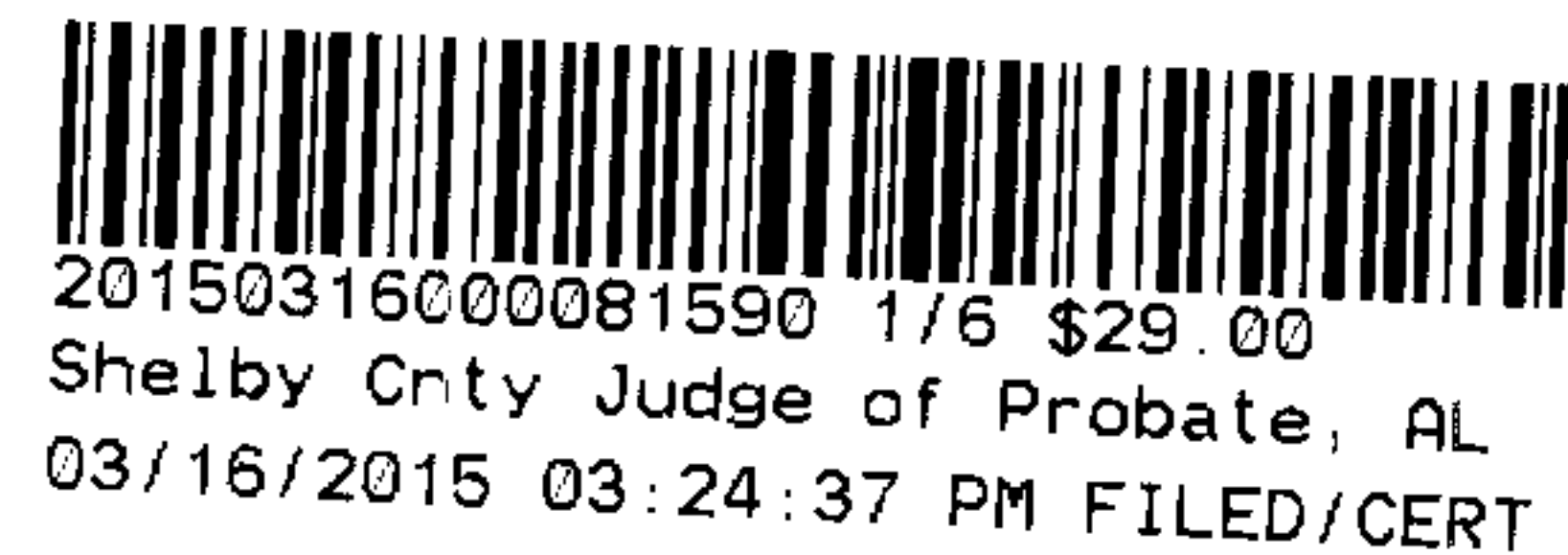


After recording return to:
Law Offices of Thomas R. Green
9986 Manchester Road, Suite 200
St. Louis, MO 63122
Attn: Terrence F. Moffitt, Esq.

Cross Reference:
Instrument 20030731000493820



**FIRST AMENDMENT TO DECLARATION OF EASEMENTS, COVENANTS AND
RESTRICTIONS**
INVERNESS HEIGHTS MARKET, HOOVER, SHELBY COUNTY, ALABAMA

THIS FIRST AMENDMENT TO DECLARATION OF EASEMENTS, COVENANTS AND RESTRICTIONS (the "Amendment") is executed as of this 3rd day of March, 2015 by Third Creek, L.L.C., a Missouri limited liability company, Matthias D. Renner Family, L.L.C., a Missouri limited liability company, and Kenneth J. Weber Family, L.L.C., a Missouri limited liability company, as tenants in common (collectively, "Owner").

W I T N E S S E T H :

WHEREAS, Kimco Birmingham, L.P., a Alabama limited liability company ("Kimco") executed that certain Declaration of Easements, Covenants and Restrictions dated July 30, 2003, recorded under County Clerk's Instrument No. 20030731000493820, County Records, Shelby County, Alabama (the "Declaration"), which Declaration affects the property described on Exhibit "A" hereto; and

WHEREAS, Kimco sold the entire Development to Owner; and

WHEREAS, Owner desires to amend Section 2.01(f)(xiv) of the Declaration; and

WHEREAS, Section 11.05 of the Declaration permits such an amendment, subject to the consent of the Anchor Operators (as defined in the Declaration) and the holder of the first mortgage affecting the Development; and


WHEREAS, the Anchor Operators and first mortgagee have consented to such amendment;

NOW, THEREFORE, pursuant to Section 11.05 of the Declaration, Owner hereby amends the Declaration as follows:

1. Section 2.01(f)(xiv). Section 2.01(f)(xiv) is amended to add the following sentences at the end thereof: "Notwithstanding the foregoing, an approximately 12,600 square foot portion of the Development may be leased to KidzMania, LLC for use by KidzMania, LLC (and no other party) as a Let's Play store, as the same is typically operated as of the date hereof, such current typical use including, without limitation, using the leased premises for an indoor playground for children 12 and under, including providing food service (prepared off premises) for Let's Play's customers. In no event shall Let's Play sell or provide alcoholic beverages to its customers."

2. Ratification. Owner hereby ratifies the Declaration, as amended hereby. In the event of a conflict between the Declaration and this Amendment, the terms of this Amendment shall prevail. Except to the extent expressly modified herein, the Declaration shall remain in full force and effect as originally written.

[Signatures commence on following page]


20150316000081590 2/6 \$29.00
Shelby Cnty Judge of Probate, AL
03/16/2015 03:24:37 PM FILED/CERT

IN WITNESS WHEREOF, the parties have executed this Amendment the day and year first written above.

LANDLORD:

THIRD CREEK, L.L.C., a Missouri limited liability company

By: _____

Name: Matthias D. Renner

Title: Manager

Date of Signature: 3/3/15

MATTHIAS D. RENNER FAMILY, L.L.C., a Missouri limited liability company

By: _____

Name: Matthias D. Renner

Title: Manager

Date of Signature: 3/3/15


KENNETH J. WEBER FAMILY, L.L.C., a Missouri limited liability company

By: _____

Name: Matthias D. Renner

Title: Manager

Date of Signature: 3/3/15


20150316000081590 3/6 \$29.00
Shelby Cnty Judge of Probate, AL
03/16/2015 03:24:37 PM FILED/CERT

STATE OF Missouri §
COUNTY OF St Louis §

The foregoing instrument was acknowledged before me this 5th day of March 2015, by Matthias Renner Mgr of THIRD CREEK, L.L.C., a Missouri limited liability company, who is personally known to me to be the person who signed the foregoing instrument and he acknowledged that the execution thereof was his free act and deed as such officer for the uses and purposes therein expressed, and that the said instrument is the act and deed of said company for the uses and purposes therein expressed.

WITNESS my hand and official seal this 5th day of March 2015.

TERESA A. ULMER
Notary Public - Notary Seal
STATE OF MISSOURI
St. Charles County
My Commission Expires: 8-24-2017
Commission #13469943

Teresa A. Ulmer
Notary Public

My Commission Expires: _____

STATE OF Missouri §
COUNTY OF St Louis §

The foregoing instrument was acknowledged before me this 5th day of March 2015, by Matthias Renner, as Mgr of MATTHIAS D. RENNER FAMILY, L.L.C., a Missouri limited liability company, who is personally known to me to be the person who signed the foregoing instrument and he acknowledged that the execution thereof was his free act and deed as such officer for the uses and purposes therein expressed, and that the said instrument is the act and deed of said company for the uses and purposes therein expressed.

WITNESS my hand and official seal this 5th day of March 2015.

TERESA A. ULMER
Notary Public - Notary Seal
STATE OF MISSOURI
St. Charles County
My Commission Expires: 8-24-2017
Commission #13469943

Teresa A. Ulmer
Notary Public

My Commission Expires: _____



20150316000081590 4/6 \$29.00
Shelby Cnty Judge of Probate, AL
03/16/2015 03:24:37 PM FILED/CERT

STATE OF Missouri §
COUNTY OF St Louis §

The foregoing instrument was acknowledged before me this 5th day of March 2015, by Marshall Penner as Mgr of KENNETH J. WEBER FAMILY, L.L.C., a Missouri limited liability company, who is personally known to me to be the person who signed the foregoing instrument and he acknowledged that the execution thereof was his free act and deed as such officer for the uses and purposes therein expressed, and that the said instrument is the act and deed of said company for the uses and purposes therein expressed.

WITNESS my hand and official seal this 5th day of March 2015.

Teresa A. Ulmer
Notary Public

TERESA A. ULMER
Notary Public - Notary Seal
STATE OF MISSOURI
St. Charles County
My Commission Expires: 8-24-2017
Commission #13469943

My Commission Expires: _____



20150316000081590 5/6 \$29.00
Shelby Cnty Judge of Probate, AL
03/16/2015 03:24:37 PM FILED/CERT

Exhibit "A"

Lots 1, 2, 3, according to the Survey of Cypress Equities Addition to Hoover, as recorded in Map Book 31, page 79, in the office of the Judge of Probate of Shelby County, Alabama, being situated in Shelby County, Alabama.

