

SECOND AMENDMENT TO AMENDED AND RESTATED DEVELOPMENT PLAN AGREEMENT

This Second Amendment to the Amended and Restated Development Plan Agreement amends that Amended and Restated Development Plan Agreement between Lockard Outlets Corpus Christi Bay, LLC (the “Developer”) and Nueces County, Texas (the “County”), dated effective as of February 20, 2013, (the “Agreement”).

1. Modification of Restrictions. Developer and the County agree that the Protective Measures described in Section 3.06 of the Agreement as the restrictive covenants to be applicable to the Property shall be modified to increase the maximum height of buildings from fifty (50) feet to seventy-five (75) feet and from two occupied stories to five occupied stories and subsections (a) and (b) of said Section 3.06 shall hereafter read as follows:

- (a) No building on the Property shall have a height in excess of seventy-five (75) feet above the building’s ground floor grade;
- (b) No building on the Property shall have more than five occupied stories.

Except as amended hereby, all terms and conditions of the Agreement shall remain in full force and effect. All capitalized terms used in this Second Amendment shall have the meanings ascribed to them in this Agreement except as specifically modified by this Second Amendment.

[Signatures to appear on following page]

Dated on the dates set forth below to be effective as of the last date of signature below.

DEVELOPER :

OPTIONEE:

LOCKARD OUTLETS CORPUS CHRISTI
BAY, LLC, an Iowa limited liability company

NUECES COUNTY, TEXAS

By: L-D Managers, LLC, an Iowa limited liability
company, its sole manager

By: _____
Samuel L. Neal, Jr.
County Judge

By: Lockard Asset Managers, LLC, an Alaska
limited liability company, its sole manager

Date: _____

By: _____
Robert L. Smith, Jr.
Manager

Date: _____