

3957051

SCANNED

2003 AND PRIOR TAXES PAID
TAXPAYER SERVICES
TRANSFER ENTERED

APR 30 2006

HENNEPIN COUNTY MINN.
DEPUTY

COMMERCIAL PARTNERS TITLE, LLC

BY *Michael Berg* 11/11/04
REGISTRAR OF TITLES
DEPUTY

MAY 06 2004

OFFICE OF THE REGISTRAR
OF TITLES
HENNEPIN COUNTY, MINNESOTA
CERTIFIED FILED ON

1128872
CFE NO FROM ① T

3957051

Amends Doe No 3852557

AMENDMENT TO DECLARATION

WHEREAS, the City of Minneapolis (the "Declarant") entered into that certain Declaration dated October 8, 2003, filed October 8, 2003 as Document No. 3852557 in the Office of the Registrar of Titles, Hennepin County, Minnesota (the "Scene Shop Declaration");

WHEREAS, Declarant hereby declares that it has a interest as ground lessee, pursuant to that certain Ground Lease dated October 8, 2003 between the Guthrie Theater Foundation, as ground lessor, and the Declarant, as ground lessee, memorialized by Short Form Ground Lease dated October 8, 2003, filed October 8, 2003 as Document No. 8188243 in the Office of the County Recorder, Hennepin County, Minnesota, and filed _____, 2004 as Document No. _____, in the Office of the Registrar of Titles, Hennepin County, Minnesota, as amended by First Amendment to Ground Lease dated _____, 2004, filed _____, 2004 as Document No. _____ in the Office of the County Recorder, Hennepin County, Minnesota, and filed MAY 6, 2004 as Document No. 3957051, in the Office of the Registrar of Titles, Hennepin County, Minnesota, in the real property legally described in **Amended and Restated Exhibit A** (the "Scene Shop Parcel") attached hereto and in certain other real property legally described as Lot 1, Block 1, GUTHRIE ("Guthrie Parcel");

WHEREAS, Declarant entered into that certain Declaration dated October 8, 2003, filed October 8, 2003 as Document No. 8188244 in the Office of the County Recorder, Hennepin County, Minnesota (the "Guthrie Declaration") against the Guthrie Parcel, which Guthrie Declaration the Declarant does not intend to amend by this Amendment.

WHEREAS, Declarant's fee simple interest in the real property legally described in **Exhibit A** attached to the Scene Shop Declaration (the "HCRA Property") is now subject to certain restrictions and encumbrances of the Scene Shop Declaration;

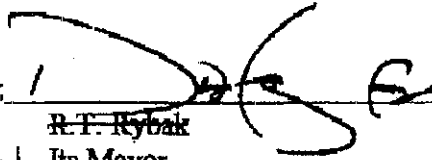
WHEREAS, Declarant desires to release the Declarant's fee simple interest in the HCRA Property from the Scene Shop Declaration and substitute Declarant's ground lessee interest in the Scene Shop Parcel and the Department of Administration for the State of

Minnesota and the Minnesota Commissioner of Finance consent to the release of the Declarant's fee simple interest in the HCRRA Property from said restrictions and encumbrances and the substitution of the Declarant's ground lessee interest in the Scene Shop Parcel;

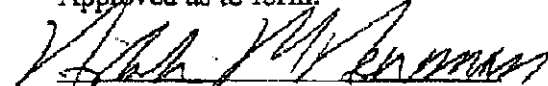
NOW, THEREFORE, the Declarant desires to amend the Scene Shop Declaration to subject its ground lessee interest in the Scene Shop Parcel to the restrictions and encumbrances and release its fee simple interest in the HCRRA Property from said restrictions and encumbrances as follows:

1. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Scene Shop Declaration.
2. Effective as of the date hereof, Declarant does hereby release its fee simple interest in the HCRRA Property described in Exhibit A attached to the Scene Shop Declaration from the restrictions and encumbrances contained therein.
3. Effective as of the date hereof, (a) the Restricted Property shall be amended to include the Declarant's interest as ground lessee in Scene Shop Parcel as legally described in Amended and Restated Exhibit A attached hereto, (b) Exhibit A of the Scene Shop Declaration is deleted in its entirety and Amended and Restated Exhibit A attached hereto and by this reference made a part hereof, is substituted in lieu thereof, and (c) all references in the Scene Shop Declaration and in this Amendment to the "Restricted Property" shall be deemed to be references to Declarant's ground lessee interest in the Scene Shop Parcel described in Amended and Restated Exhibit A attached hereto.

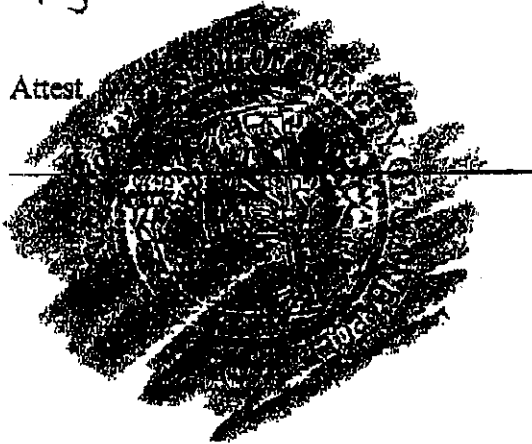
CITY OF MINNEAPOLIS

By: 
R. F. Rybak
Deputy Its Mayor

Approved as to form:


Assistant City Attorney

Attest

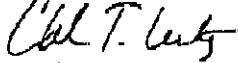


Countersigned



Patrick P. Born
Its Finance Officer

Department Head Approval:



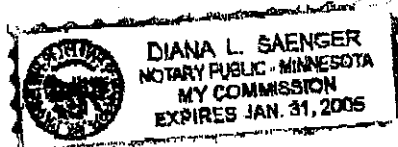
CPED Director

Executed on 3/31, 2004

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

The foregoing instrument was acknowledged before the this 14th day of April, 2004, by David Fey, the Deputy Mayor, Merry Keefe, the City Clerk, and Patrick P. Born, the Finance Officer of the City of Minneapolis, a Minnesota municipal corporation, on behalf of the City.

Diana Saenger
Notary Public



Approved and Consented to by:

DEPARTMENT OF ADMINISTRATION
STATE OF MINNESOTA

By: *Brian J. Fank*
Its *Commissioner*

DEPARTMENT OF FINANCE
STATE OF MINNESOTA

By: *Peggy Ingison*
Peggy Ingison
Its Commissioner of Finance

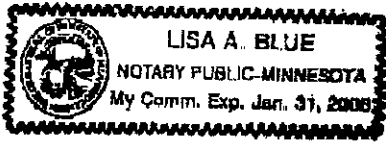
THIS INSTRUMENT WAS DRAFTED BY:

Minnesota Housing Finance Agency (WHK)
400 Sibley Street, Suite 300
St. Paul, MN 55101
William H. Kuretsky
Phone: (651) 296-9806

MI:1077260.03

STATE OF MINNESOTA)
) ss.
COUNTY OF Ramsey)

The foregoing instrument was acknowledged before me this 15th day of April, 2004, by Brian J. Lamb, the Commissioner of the Department of Administration for the State of Minnesota, a public body corporate and politic, on behalf of the State of Minnesota.



Lisa Blue
Notary Public

STATE OF MINNESOTA)
) ss.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2004, by Peggy Ingison, the Commissioner of Finance for the State of Minnesota, a public body corporate and politic, on behalf of the State of Minnesota.

Notary Public

STATE OF MINNESOTA)
) ss.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____, 2004, by Brian J. Lamb, the Commissioner of the Department of Administration for the State of Minnesota, a public body corporate and politic, on behalf of the State of Minnesota.

Notary Public

STATE OF MINNESOTA)
) ss.
COUNTY OF Ramsey)

The foregoing instrument was acknowledged before me this 21st day of April, 2004, by Peggy Ingison, the Commissioner of Finance for the State of Minnesota, a public body corporate and politic, on behalf of the State of Minnesota.



Roxanne M. Capiz
Notary Public

AMENDED AND RESTATED EXHIBIT A

Legal Description of Scene Shop Parcel and REOA

The interest of the City of Minneapolis as Ground Lessee pursuant to that certain Ground Lease dated October 8, 2004 between the Guthrie Theater Foundation, as ground lessor, and the City of Minneapolis, as ground lessee, as amended by that certain First Amendment to Ground Lease dated 3/31/04 in the following described real property:

Tract A, Registered Land Survey No. ¹⁷⁴⁰ Hennepin County, Minnesota

Together with that part of the Southwesterly half of the Second Street South, formerly known as Second Street, as dedicated in the plat of Town of Minneapolis, vacated, lying above an elevation of 855.50 feet (N.G.V.D. - 1929) described as follows:

Commencing at the most easterly corner of Block 97, said Town of Minneapolis; thence on an assumed bearing of North 59 Degrees 10 Minutes 29 Seconds West, along the southwesterly line of said Second Street, a distance of 63.50 feet, to the point of beginning of the parcel to be described; thence North 30 degrees 49 Minutes 31 Seconds East, a distance of 80.00 feet, to the Northeasterly line of said Second Street; thence North 59 Degrees 10 Minutes 29 Seconds West, along the northeasterly line of said Second Street, a distance of 114.00 feet; thence South 30 degrees 49 Minutes 31 Seconds West, a distance of 80.00 feet, to the southwesterly line of said Second Street; thence South 59 Degrees 10 Minutes 29 Seconds East, along said southwesterly line of said Second Street, a distance of 114.00 feet to the point of beginning.

Together with rights and easements benefiting the foregoing property as set out in Reciprocal Easement and Operating Agreement between the City of Minneapolis and Guthrie Theater Foundation dated 3/31, 2004, filed _____ as Document No. _____ in the Office of the County Recorder for Hennepin County, Minnesota, and filed MAY 6, 2004 as Document No. 3957043 in the Office of the Registrar of Titles, Hennepin County, Minnesota.