
DECLARATION OF RESTRICTIONS AND COVENANTS

_____, 2012

THIS DECLARATION OF RESTRICTIONS AND COVENANTS ("Declaration") is executed by The Housing and Redevelopment Authority in and for the City of Ramsey, Minnesota, a public body politic and corporate under the laws of the state of Minnesota (the "HRA").

RECITALS

WHEREAS, the HRA is the owner of the real estate legally described on the attached **Exhibit A** (the "Burdened Property");

WHEREAS, PSD, LLC, a Minnesota limited liability company ("PSD"), is the owner of the real estate legally described on the attached **Exhibit B-1** (the "PSD Property"); Anchors Away, Inc., a Minnesota corporation ("Anchors Away"), is the owner of the real estate legally described on the attached **Exhibit B-2** (the "Anchors Away Property"); NAU Holding Company, LLC, a Minnesota limited liability company ("NAU") is the owner of the real estate legally described on the attached **Exhibit B-3** (the "NAU Property"); and Ramsey Professional Center, LLC, a Minnesota limited liability company ("RPC") is the owner of the real estate legally described on the attached **Exhibit B-4** (the "RPC Property") (collectively, the entities are the "Affiliated Entities") (collectively, the parcels of property are the "Benefited Properties"); and

NOW, THEREFORE, for one dollar and other good and valuable consideration, the HRA hereby declares as follows:

DECLARATIONS

1. **Declaration of Restriction.** The HRA hereby declares that (i) it will not, in its capacity as the owner of all or any portion of the Burdened Property, file or join in a filing of a petition under Minn. Stat. Section 428A.08 for the creation of a special service district ("SS District") that would include one or more of the Benefited Properties unless each Affiliated Entity that owns a Benefitted Property that would be included in the SS District provides the HRA with its prior, written consent to the HRA, and (ii) if any other property owners file a

petition for the creation of a SS District that would include all or any portion of the Burdened Property and all or any portion of one or more of the Benefited Properties, the HRA will, upon the written request of any Affiliated Entity who owns Benefited Property that would be included in the SS District, join with that Affiliated Entity in the execution and filing of an objection to the adoption of the special service district ordinance in accordance with Minn. Stat. Section 428A.09.

2. **Run With Title.** The covenants and restrictions set forth in this Declaration run with title to the Burdened and Benefited Properties and inure to the benefit of and are binding upon all owners of the Burdened and Benefited Properties, their heirs, personal representatives and successors in title for a period of twenty five (25) years following the date this Declaration is recorded in the Anoka County land records; provided, however, this Declaration will not be binding on the HRA's successor's in title to the portion of the Burdened Property described on **Exhibit C**.

3. **Enforcement.** The HRA and Affiliated Entities have the right to enforce the terms of this Declaration in a legal or equitable action brought in a court of competent jurisdiction, and the prevailing party in any such action is entitled to recover from the opposing party the prevailing party's attorney's fees and costs. No waiver by either party of any default under this Declaration shall be effective or binding upon such party unless made in writing. No waiver of any default shall be deemed a waiver of any other or subsequent default hereunder.

4. **Amendment.** This Declaration may be amended with the consent of all owners of the Burdened and Benefited Property; provided, however, that the owner(s) of all or any portion of the Burdened Property and the owner(s) of all or any portion of the Benefited Property may amend this Declaration to extinguish the rights of the owners of the Benefited Property who sign the amendment, and their successors in title, to enforce this Declaration against all or any portion of the Burdened Property.

5. **Counterparts.** This Declaration may be executed in multiple counterparts, each of which will be deemed an original and all of which shall constitute one agreement. Signatures to any counterpart shall be deemed to be signatures to, and may be appended or attached to, any other counterpart.

6. **Headings.** The headings of Sections in this Declaration are for convenience only. They form no part of this Declaration and shall not affect its interpretation. All schedules, exhibits, addenda or attachments referred to are incorporated and made a part of this Declaration.

7. **Integration.** This Declaration sets forth the entire agreement of the parties hereto with respect to the subject matter hereof and supersedes all prior negotiations, understandings and agreements, whether written or oral.

8. **Governing Law.** This Declaration shall be governed by the laws of the State of Minnesota.

IN WITNESS WHEREOF, the HRA has executed this Declaration effective as of the date and year first above written.

DECLARANT:

THE HOUSING AND REDEVELOPMENT AUTHORITY IN AND FOR THE CITY OF RAMSEY, MINNESOTA, a public body politic and corporate under the laws of the state of Minnesota

By: _____
Its: Chair

By: _____
Its: Executive Director

STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

The foregoing instrument was acknowledged before me on February __, 2012, by _____ and _____, the chair and executive director of the Housing and Redevelopment Authority in and for the City of Ramsey, Minnesota, a public body politic and corporate under the laws of the state of Minnesota, on behalf of said public body.

Signature of Notary Public

**DRAFTED BY AND WHEN
RECORDED RETURN TO:**
Briggs and Morgan, P.A. (CJC)
2200 IDS Center
80 South 8th Street
Minneapolis, MN 55402
(612) 977-8400

EXHIBIT A

Legal Description of the HRA Property

Outlots V, CC, DD and HH, RAMSEY TOWN CENTER ADDITION Anoka County; Minnesota;

And

Outlot GG, RAMSEY TOWN CENTER ADDITION, Anoka County; Minnesota, except that part described as follows: Beginning at the northwest corner of said Outlot GG; thence on an assumed bearing of South, along the westerly line of said Outlot GG for 567.55 feet to a point of curvature in said westerly line; thence southerly for 36.04 feet along said westerly line along a tangential curve concave to the west, radius 540 feet and a central angle 03 degrees 49 minutes 27 seconds to a point of tangency in said westerly line; thence South 03 degrees 49 minutes 27 seconds West along said westerly line for 87.95 feet to the most southerly corner in said westerly line; thence South 66 degrees 10 minutes 33 seconds East along the southwesterly line of said Outlot GG for 659.59 feet; thence on a bearing of North for 957.75 feet to the northerly line of said Outlot GG; thence on a bearing of West along said northerly line for 596.32 feet to the point of beginning;

And

Outlot A, RAMSEY TOWN CENTER 11th ADDITION, and Lot 1, Block 1, RAMSEY TOWN CENTER 11th ADDITION, Anoka County; Minnesota, except that part which lies southerly of the following described line: Commencing at the southeasterly corner of Lot 1; thence on an assumed bearing of North along the easterly line of said Lot 1 for 186.92 feet to the actual point of beginning of the line to be described; thence on a bearing of West for 692.28 feet to the westerly line of Lot 1 and there terminating;

And

Outlot B, RAMSEY TOWN CENTER 11th ADDITION Anoka County; Minnesota;

And

All that part of Outlot B, RAMSEY TOWN CENTER 2nd ADDITION, Anoka County; Minnesota which lies easterly of the easterly line of Block 1, RAMSEY TOWN CENTER 7th ADDITION, and its southerly extension;

And

All that part of Outlot B, RAMSEY TOWN CENTER 2nd ADDITION Anoka County; Minnesota, lying southerly of the following described line: Commencing

at the Northeast corner of Block 1, Ramsey Town Center 7th Addition; thence South, along the East line of said Block 1, a distance of 247.47 feet to the Point of Beginning of said line; thence West, along the South line of Block 1, Ramsey Town Center 7th Addition, a distance of 616.21 feet to the Westerly line of Outlot B, RAMSEY TOWN CENTER 2nd ADDITION, and said line there terminating.

And

Outlots A, C, D, and F, RAMSEY TOWN CENTER 8th ADDITION Anoka County; Minnesota;

And

Outlots F, G, H, J, K, N, O, P, Q and R, RAMSEY TOWN CENTER ADDITION Anoka County; Minnesota;

And

Tracts A, C, D and E, REGISTERED LAND SURVEY NO. 241 Anoka County; Minnesota;

And

Outlot M, RAMSEY TOWN CENTER ADDITION, except that part platted as RAMSEY TOWN CENTER 5th ADDITION Anoka County; Minnesota;

And

Outlot A, RAMSEY TOWN CENTER 10th ADDITION Anoka County; Minnesota;

And

Outlots A and B, RAMSEY TOWN CENTER 7th ADDITION Anoka County; Minnesota.

EXHIBIT B-1

Legal Description of the PSD Property

Outlot A, RAMSEY TOWN CENTER 4th ADDITION, Anoka County; Minnesota;

And

Lot 1, Block 1 and Outlots A and B, RAMSEY TOWN CENTER 12th ADDITION, Anoka County; Minnesota;

And

An undivided one-half interest, as a tenant in common, in Outlot A and Outlot B RAMSEY TOWN CENTER 13th ADDITION, Anoka County; Minnesota;

And

Outlot A RAMSEY TOWN CENTER 14th ADDITION, Anoka County; Minnesota.

EXHIBIT B-2

Legal Description of the Anchors Away Property

An undivided one-half interest, as a tenant in common, in Outlot A and Outlot B
RAMSEY TOWN CENTER 13th ADDITION, Anoka County; Minnesota.

EXHIBIT B-3

Legal Description of the NAU Property

Lot 1, Block 1, RAMSEY TOWN CENTER 4th ADDITION, Anoka County; Minnesota.

EXHIBIT B-4

Legal Description of the RPC Property

That part of Lot 1, Block 1, RAMSEY TOWN CENTER 11th ADDITION, Anoka County; Minnesota, which lies southerly of the following described line: Commencing at the southeasterly corner of Lot 1; thence on an assumed bearing of North along the easterly line of said Lot 1 for 186.92 feet to the actual point of beginning of the line to be described; thence on a bearing of West for 692.28 feet to the westerly line of Lot 1 and there terminating.

EXHIBIT C

PARCEL ONE:

That part of Lots 1 and 2, Block 1 and Outlot A, RAMSEY TOWN CENTER 5TH ADDITION, Anoka County, Minnesota that are being replatted as Lot 3, Block 1 COR ONE, Anoka County, Minnesota.

PARCEL TWO:

That part of Outlot A, RAMSEY TOWN CENTER 5TH ADDITION and Outlot M, Ramsey Town Center Addition, Anoka County, Minnesota that are being replatted as Lot 4, Block 1 COR ONE, Anoka County, Minnesota.

PARCEL THREE:

THAT PART OF:

OUTLOT GG, RAMSEY TOWN CENTER ADDITION, ANOKA COUNTY MINNESOTA EXCEPT THAT PART DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHWEST CORNER OF SAID OUTLOT GG; THENCE ON AN ASSUMED BEARING OF SOUTH, ALONG THE WESTERLY LINE OF SAID OUTLOT GG FOR 567.55 FEET TO A POINT OF CURVATURE IN SAID WESTERLY LINE; THENCE SOUTHERLY FOR 36.04 FEET ALONG SAID WESTERLY LINE ALONG A TANGENTIAL CURVE CONCAVE TO THE WEST, RADIUS 540 FEET AND A CENTRAL ANGLE 03 DEGREES 49 MINUTES 27 SECONDS TO A POINT OF TANGENCY IN SAID WESTERLY LINE; THENCE SOUTH 03 DEGREES 49 MINUTES 27 SECONDS WEST ALONG SAID WESTERLY LINE FOR 87.95 FEET TO THE MOST SOUTHERLY CORNER IN SAID WESTERLY LINE; THENCE SOUTH 66 DEGREES 10 MINUTES 33 SECONDS EAST ALONG THE SOUTHWESTERLY LINE OF SAID OUTLOT GG FOR 659.59 FEET; THENCE ON A BEARING OF NORTH FOR 957.75 FEET TO THE NORTHERLY LINE OF SAID OUTLOT GG; THENCE ON A BEARING OF WEST ALONG SAID NORTHERLY LINE FOR 596.32 FEET TO THE POINT OF BEGINNING

THAT IS DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF SAID OUTLOT GG; THENCE SOUTH 00 DEGREES 00 MINUTES 35 SECONDS WEST, ASSUMED BEARING ALONG THE EAST LINE OF SAID OUTLOT GG, A DISTANCE OF 332.33 FEET; THENCE WEST, PARALLEL WITH THE NORTH LINE OF SAID OUTLOT GG, A DISTANCE OF 273.63 FEET; THENCE NORTH, A DISTANCE OF 432.33 FEET TO SAID NORTH LINE; THENCE EAST, ALONG SAID NORTH LINE, A DISTANCE OF 273.69 FEET TO THE POINT OF BEGINNING.