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January 11, 2021

VIA EMAIL

Nueces County Commissioners Court
901 Leopard Street
Nueces County Courthouse
Corpus Christi, Tx 78401

Re: Special Warranty Deed dated February 20, 2013 from Nueces County, Texas to Lockard Outlets Corpus Christi Bay, LLC recorded as Document number 213006911 (the "Deed")

Ladies and Gentlemen:

Our firm represents Berezan (Crossroads District) Inc., a Washington corporation ("Crossroads"), which is the current owner of the property covered by the Deed. Crossroads would like to obtain various amendments to the deed restrictions contained in the Deed. In particular, Crossroads requests that the following provisions be modified:

1. Delete sections (a) and (b) relating to height restrictions.
2. Amend section (k)(i) on page 7 to allow for warehouse, assembly, logistic, and light manufacturing use and distilling related to alcoholic spirits (such as whiskeys, but not petroleum distilling). We propose it be re-written as follows:
 - (i) Heavy manufacturing (other than cooking, baking and other preparation of food products for sale), distilling (other than distilling of alcoholic beverages), refining, smelting, agricultural (other than the sale of agricultural products and the preparation thereof for sale) mining operations, oil and gas drilling operations or the operation of a pipe yard; provided however, (A) warehouse, assembly, logistics, distribution and light manufacturing uses are specifically permitted, and (B) brewing, fermenting and distilling of alcoholic beverages (such as winery, microbrewery and/or distilling alcoholic spirits) shall be allowed;
3. Amend Section (k)(ii) to allow for a an RV park (like a KOA campground) and overnight camping and service facility for recreational vehicles. This would be for recreational vehicles as opposed to mobile homes. We propose to re-write it as follows:

(v) Mobile home park, trailer court, labor camp, junk yard, or stock yard, except that this provision shall not prohibit the temporary use of construction trailers during any periods of construction, reconstruction or maintenance, nor shall it prohibit an RV Park with overnight camping and recreational facilities, including the repair and service of recreational vehicles;

4. Amend section (k)(v) to allow for an auto dealership and the repair and service of vehicles. Crossroads proposes to delete subsection (v).
5. Amend Section (vi) to allow for a gymnasium, dance and fitness training facility. Crossroads proposes to re-write it as follows:

(vi) Commercial dance hall; provided the foregoing shall not limit the ability to have a dance studio or training or athletic facility for items such as yoga, crossfit, ballet, modern dance, kickboxing, and other sports such as volleyball, basketball, indoor soccer.

6. Delete section (k)(xiii) which will allow for adult training schools, university or post education, medical training facility, and driving schools.
7. Delete section (k)(xiv) which will allow for office use for more than 25% of the leaseable square footage.
8. Amend section (k)(xv) to allow for sales in connection with a tasting room for winery, microbrewery and/or distillery alcoholic spirits) shall be allowed. Crossroads proposes to rewrite (xv) as follows:

(v) Bar or other establishment whose principal business (more than 50% of sales) is the sale of alcoholic beverages for on-premise consumption; provided the foregoing shall not limit the operation of restaurant serving alcoholic beverages or tasting room in connection with winery, microbrewery and/or distilling alcoholic spirits).

We appreciate you consideration of these requests and look forward to working with you in amending the Deed.

Very truly yours,



Robb P. Stewart

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cc : Tyner Little, Nueces County Commissioners Court Manager
901 Leopard Street
Nueces County Courthouse
Corpus Christi, Tx 78401
Ralph Berezan
Steve Berezan