NOTICE OF SUBSTITUTE TRUSTEE'S SALE

September 9, 2024

NOTE#1:

Date:

February 24, 2021

Maker:

JMK5 Mall of the Mainland, LLC

Payee:

Plains State Bank

Original principal amount:

\$6,000,000.00

DEED OF TRUST#1:

Date:

February 24, 2021

Grantor:

JMK5 Mall of the Mainland, LLC

Trustee:

Milan Saunders

Beneficiary:

Plains State Bank

Recording data:

Recorded under Clerk's File No. 2021013946, Official Public

Records of Galveston County, Texas.

NOTE#2:

Date:

April 1, 2021

Maker:

JMK5 Mall of the Mainland, LLC

Payee:

Plains State Bank

Original principal amount:

\$1,920,000.00

DEED OF TRUST#2:

Date:

April 1, 2021

Grantor:

JMK5 Mall of the Mainland, LLC

Trustee: Beneficiary: Milan Saunders

Denominary.

Plains State Bank

Recording data:

Recorded under Clerk's File No. 2021024418, Official Public

Records of Galveston County, Texas.

NOTE#3:

Date:

April 19, 2022

Maker:

JMK5 Mall of the Mainland, LLC

Payee:

Plains State Bank

Original principal amount:

\$1,000,000.00

DEED OF TRUST#3:

Date:

April 19, 2022

Grantor:

JMK5 Mall of the Mainland, LLC

Trustee:

Milan Saunders

Beneficiary:

Plains State Bank

Recording data:

Recorded under Clerk's File No. 2022027341, Official Public

Records of Galveston County, Texas.

LENDER:

Plains State Bank

BORROWER:

JMK5 Mall of the Mainland, LLC

PROPERTY:

See Exhibit "A" attached hereto.

SUBSTITUTE TRUSTEES:

James E. Cuellar

Jeffrey D. Stewart D. Brent Wells

440 Louisiana, Suite 718 Houston, Texas 77002

(713) 222-1281

STEVE LEVA, SANDY DASIGENIS, JEFF LEVA,

PATRICIA POSTON, NICOLE DURRETT

4600 Fuller Ave., Suite 400

Irving, Texas 75038

THIS INSTRUMENT APPOINTS THE SUBSTITUTE TRUSTEE(S) IDENTIFIED TO SELL THE PROPERTY DESCRIBED IN THE SECURITY INSTRUMENT IDENTIFIED IN THIS NOTICE OF SALE. THE PERSON SIGNING THIS NOTICE IS THE ATTORNEY OR AUTHORIZED AGENT OF THE MORTGAGEE OR MORTGAGE SERVICER.

James E. Cuellar

Attorney for Plains State Bank

DATE AND TIME OF SUBSTITUTE TRUSTEE'S SALE OF PROPERTY:

October 1, 2024, being the first Tuesday of the month, to commence at 10:00 AM, or within three hours thereafter.

PLACE OF SUBSTITUTE TRUSTEE'S SALE OF PROPERTY:

Outside of the West entrance to the Galveston County Courthouse, 722 Moody, Galveston, Texas, or if the preceding area is no longer the designated area, at the area most recently designated by the County Commissioner's Court.

Default has occurred in the payment of the Note and in the performance of the obligations of the Deed of Trust which secures the Note. Because of such default, Lender, the holder of the Note, has requested the Substitute Trustee to sell the Property.

The Deed of Trust may encumber both real and personal property. Formal notice is hereby given of Lender's election to proceed against and sell both the real property and any personal property described in the Deed of Trust, in accordance with Lender's rights and remedies under the Deed of Trust and Section 9.604 of the Texas Business and Commerce Code.

Therefore, notice is given that on the Date and Time of Substitute Trustee's Sale of Property and at the Place of Substitute Trustee's Sale of Property, I, Substitute Trustee, will sell the Property by public sale to the highest bidder for cash or other form of payment acceptable to Substitute Trustee, in accordance with the Deed of Trust.

ACTIVE DUTY MILITARY NOTICE

Assert and protect your rights as a member of the armed forces of the United States. If you are or your spouse is serving on active military duty, including active military duty as a member of the Texas National Guard or the National Guard of another state or as a member of a reserve component of the armed forces of the United States, please send written notice of the active duty military service to the sender of this notice immediately.

NOTICE

The attorney sending this communication is a debt collector. This is an attempt to collect a debt, and any information obtained will be used solely for that purpose.

Substitute Trustee

Order No.: FAH21002841

Being a tract or parcel containing 34.782 acres (1,515,112 square feet) of land situated in the William K. Wilson League, Abstract Number 208, Galveston County, Texas; being all of a called 34.790 acre tract of land conveyed to Coastline Retail Center, Inc., as described by deed recorded under Galveston County Clerk's File (G.C.C.F.) Number 2010046474; being out of and a part of Lot 5 (Developer's Parcel), MALL OF THE MAINLAND, a subdivision plat of record at Plat Record 18, Map Number(s) 446-448, Galveston County Map Records; said 34.782 acre tract of land being more particularly described as follows (bearings are grid and oriented to the Texas State Plane Coordinate System, South Central Zone Number 4204., US Survey Feet, NAD83(NA2011), WGS84; distances are surface and may be converted to grid using a combined scale factor of 0.999863);

COMMENCING at a 1-inch iron pipe (having Texas State Plane Grid Coordinates, of X=3,235,287.79 and Y=13,717,265.18) found on the westerly right-of-way (R.O.W.) line of Century Boulevard (R.O.W.) Width Varies) and marking the northeast corner of Lot 14, Reserve Tract "I", MALL OF THE MAINLAND and the southeast corner of a called 412.6 acre tract of land conveyed to Texas City Economic Development Corporation as described by deed recorded under G.C.C.F. Number 2008059944;

THENCE, South 88°00'47" West, departing said westerly R.O.W. line and along the common line of said 412.6 acre tract and said Lot 14; a distance of 796.18 feet to a 5/8-inch iron rod found marking the northerly common corner of said Lot 14 and Lot 5; said iron rod for the northeast corner and POINT OF BEGINNING of the herein described tract;

THENCE, South 02°03'28" East, along a common line of said Lots 5 and 14, a distance of 13.29 feet to a 5/8-inch iron rod found marking a point of curvature for a curve to the left;

THENCE, Southerly, an arc distance of 35.13 feet along said curve to the left, having a radius of 242.50 feet, a central angle of 08*18'01", and a chord which bears South 06°12' 28" East, 35.10 feet to a 5/8-inch iron rod found marking an angle point and for the most northerly corner of Lot 2 and a called 13.633 acre tract of land conveyed to Coastline Retail Center, Inc. as described by deed recorded under G.C.F. Number 2012021698;

THENCE, along the common line(s) of said Lot 2 and Lot 5, the following courses and distances:

South 15°54'20" West, a distance of 420.12 feet to a PK Nail found marking an angle point;

South 74°05'40 East, a distance of 106.02 feet (called 105.17 feet) to a PK Nail found marking an angle point;

South 15°54'20" West, a distance of 113.84 feet to an "X" cut in concrete found marking an angle point;

South 74°05'40" East, a distance of 61.92 feet to an "X" cut in concrete found marking an angle point;

South 15°54'20" West, a distance of 641.98 feet to an "X" cut in concrete found marking an angle point;

South 74°05'40" East, a distance of 404.50 feet to a PK Nail found marking a point of curvature for a curve to the left;

(continued)

Northeasterly, an arc distance of 67.17 feet along said curve to the left, having a radius of 64.00 feet, a central angle of 60° 08'12", and a chord which bears North 75050'14" East; 64,13 feet to an "X" cut in concrete found marking an angle point;

North 45°56'31" East, a distance of 154.67 feet to an "X" cut in concrete found marking a point of curvature for a curve to the left;

Northeasterly, an arc distance of 58.25 feet along said curve to the left, having a radius of 111.50 feet, a central angle of 29° 55'57" and a chord which bears North 30°55'25" East, 57.59 feet to an "X" cut in concrete found marking an angle point;

North 15°54'20" East, a distance of 248.40 feet to a "V" cut in concrete found marking an angle point;

South 74°05'40" East, a distance of 182.50 feet to an "X" cut in concrete found marking a point of curvature for a curve to the left;

Easterly, an arc distance of 93.69 feet along said curve, to the left, having a radius of 300.00 feet, a central angle of 17°53'37", and a chord which bears South 83°02'27" East, 93.31 feet to 5/8-inch iron rod found marking an angle point;

North 88°00'47" East, a distance of 59.15 feet to a 5/8-inch iron rod with plastic cap stamped "BOUNDARY ONE-RPLS 5489" set in the westerly R.O.W. line of Century Boulevard (R.O.W. Width Varies) and for the most easterly common corner of said Lots 2 and 5;

THENCE, South 01°59'26" East, along said westerly R.O.W. line, a distance of 35.00 feet to a 5/8-inch iron rod found marking the northeast corner of Lot 13, Reserve Tract "H", MALL OF THE MAINLAND;

THENCE, along the common line(s) of said Lot 5 and Lot 13, the following courses and distances:

South 88°00'47" West, a distance of 59.15 feet to a 5/8-inch iron rod found marking a point of curvature for a curve to the right;

Westerly, an arc distance of 104.61 feet along said curve to the right, having a radius of 335.00 feet, a central angle of 17°53'33", and a chord which bears North 83°02'27" West, 104.19 feet to 5/8-inch iron rod found marking an angle point;

North 74°05'40" West, a distance of 136.50 feet to a 5/8-inch iron rod found marking an angle point;

South 15°54'20" West, a distance of 213.40 feet to a 5/8-inch iron rod found marking a point of curvature for a curve to the right;

Southwesterly, an arc distance of 82.57 feet along said curve to the right, having a radius of 157.50 feet, a central angle of 30°02'12", and a chord which bears South 30°55'29" West, 81.63 feet to 5/8-inch iron rod found marking an angle point;

South 45°56'31" West, a distance of 212.93 feet to a 1/2-inch iron rod found marking the northerly common corner of Lot 12 and Lot 13;

THENCE, North 74°05'40" West a distance of 427.97 feet to a 5/8-inch iron rod found marking the northerly end of a cutback corner;

THENCE South 56°34'21" West, along said cutback line, a distance of 26.08 feet to a 1/2-inch iron rod found marking the southerly end of said cutback corner;

(continued)

THENCE South 14°56'45" West, a distance of 381.75 feet to a 1/2-inch iron rod found in the curved northerly R.O.W. line of F.M. 1764 (a.k.a. E.F. Lowry Expressway) (R.O.W. Width Varies) and for a point of curvature for a curve to the right;

THENCE, Westerly, an arc distance of 35.00 feet along said northerly R.O.W, line and said curve to the right, having a radius of 7,579.34 feet, a central angle of 00°15′52", and a chord which bears North 75° 11′22" West, 35.00 feet to a 1/2-inch iron rod found marking an angle point;

THENCE, along the common line(s) of said Lots 3 and 5; the following courses and distances:

North 14°56'45" East, departing said northerly R.O.W. line, a distance of 470.21 feet to a PK Nail set marking an angle point;

North 74°05'40" West, a distance of 108.60 feet to a PK Nail set marking an angle point;

North 15°54'20" East, a distance of 210.32 feet to a PK Nail found marking an angle point;

North 74°05'40" West, a distance of 33.50 feet to a PK Nail found marking an angle point;

North 15°54'20" East, a distance of 198.67 feet to an "X" cut in concrete found marking an angle point;

North 74°05'40" West, a distance of 20.00 feet to an angle point;

North 15°54'20" East, a distance of 35.00 feet to an angle point;

North 74°05'40" West, a distance of 414.70 feet to an angle point;

South 60°58'41" West, a distance of 186.16 feet to a PK Nail found marking an angle point;

South 15°54'20" West, a distance of 380.52 feet to an "V" cut in concrete found marking the most westerly corner of said Lot 3 and for an angle point of the herein described tract;

THENCE, North 74°05'40" West, a distance of 177.19 feet to a 1/2-inch iron rod found marking the northerly end of a cutback corner;

THENCE, South 59°45'53" West, along said cutback line, a distance of 24.38 feet to a 1/2-inch iron rod found marking the southerly and of said cutback corner;

THENCE, South 22°23'58" West, a distance of 343.13 feet to a 5/8-inch iron rod found in the aforesaid curved northerly R.O.W., line of F.M. 1764 (a.k.a E.F. Lowry Expressway) (R.O.W. Width Varies) and for a point of curvature for a curve to the right;

THENCE, Northwesterly, an arc distance of 35.00 feet along said northerly R.O.W. line and said curve to the right, having a radius of 7,579.34 feet, a central angle of 00°15'52", and a chord which bears North 67°44'09" West, 35.00 feet to a 5/8-inch iron rod with plastic cap stamped "BOUNDARY ONE-RPLS 5489" set marking the most southerly common comer of Lots 4 and 5;

THENCE, partially along the common line(s) of said Lots 4 and 5, and along the common line(s) of the aforesaid called 34.790 acre tract of land and of a called 13.6535 acre tract of land conveyed to JMK5 Texas City, LLC as described by deed recorded under G.C.C.F. Number 2014026208, the following courses and distances:

(continued)

North 22°23'58" East, a distance of 398.69 feet to an "X" cut in concrete found marking an angle point;

South 74°05'40" East, a distance of 167.57 feet to a PK Nail found marking an angle point;

North 15°54'20" East, a distance of 358.82 feet to a PK Nail found marking an angle point;

North 74°05'40" West, a distance of 363.50 feet to a PK Nall found marking an angle point, from which the original interior corner of said Lots 4 and 5 bears North 74°05'40" West, 19.00 feet;

North 15°54'20" East, continuing along the common line(s) of said called 34.790 acre tract and said called 13.6535 acre tract, a distance of 136.67 feet to an "X" cut in concrete found marking an angle point;

North 74°05'40" West, a distance of 50.00 feet to an angle point;

North 15°54'20" East, a distance of 4.75 feet to an angle point;

North 74°05'40" West, a distance of 208.00 feet to an angle point;

South 15°54'20" West, a distance of 100.42 feet to an angle point;

North 74°05'40" West, a distance of 25.00 feet to an "X" cut in concrete found marking an angle point;

South 15°54'20" West, a distance of 75.00 feet to an "X" cut in concrete found marking an angle point;

South 60°54'20" West, a distance of 77.78 feet to a "V" cut in concrete found marking an angle point;

North 74°5'40" West, a distance of 120.00 feet to a PK Nail found marking an angle point;

South 15°54'20' West, a distance of 30.00 feet to a PK Nail found marking an angle point;

North 74°05'40" West, at 160.00 feet passing the original interior corner of Lots 4 and 5, a distance of 215.00 feet to a PK Nail found marking an angle point;

South 15°54'20" West, a distance of 199.29 feet to aPK Nail found marking an angle point;

North 65°34'15" West, at 161.95 feet passing the most westerly corner of said called 13.6535 acre tract, continuing in all for a total distance of 280.32 feet to a 1-inch iron pipe found marking a point of curvature for a curve to the right;

THENCE, Northwesterly, an arc distance of 426.61 feet along said curve to the right, having a radius of 300.00 feet, a central angle of 81°28'32", and a chord which bears North 24°49'56" West, 391.56 feet to a 5/8-inch iron rod found marking an angle point;

THENCE, North 15°54'20" East, a distance of 200.05 feet to a 5/8-inch iron rod found marking the southerly end of a cutback line;

THENCE, North 29°05'40" West, along said cutback line, a distance of 28.29 feet to a 5/8-inch iron rod found marking the northerly end of said cutback line;

THENCE, North 74°5'40" West, a distance of 92.51 feet to a 5/8-inch iron rod found marking a point of curvature for a curve to the left;

(continued)

THENCE, Westerly, an arc distance of 92.87 feet along said curve to the left, having a radius, of 292.00 feet, a central angle of 18°13'20", and a chord which bears North 83°12'03" West, 92.48 feet to a 5/8-inch iron rod found marking an angle point;

THENCE, South 87°41'01" West a distance of 139.12 feet to a 1/2-inch iron rod found on the easterly R.O.W. line of F.M. 2004 (120 feet wide) and marking an angle point;

THENCE, North 02°19'00" West, along said easterly R.O.W. line, a distance of 35.00 feet to a 5/8-inch iron rod with plastic cap stamped. "BOUNDARY ONE-RPLS 5489" set marking the most westerly corner of said Lot 5 and the herein described tract;

THENCE, along the common line(s) of Lots 1 and 5 and a called 8.304-acre tract of land conveyed to Sears, Roebuck and Co. as described in deed recorded under G.C.C.F. Number 9010306, the following courses and distances:

North 87°41'01" East, a distance of 139.12 feet to a 5/8-inch iron rod found marking a point of curvature for a curve to the right;

Easterly, an arc distance of 104.02 feet along said curve to the right, having a radius of 327.00 feet, a central angle of 18°13'31", and a chord which bears South 83°12'08" East, 103.58 feet to a 5/8-inch iron rod found marking an angle point;

South 74°05'40" East, a distance of 154.01 feet to an "X" cut in concrete found marking an angle point;

South 15°54'20" West, a distance of 255.05 feet to a PK Nail set marking a point of curvature for a curve to the left;

Southerly, an arc distance of 88.67 feet along said curve to the left, having a radius of 258.50 feet, a central angle of 19°39'16", and a chord which bears South 06°4'42" West, 88.24 feet to an angle point, from which an "X" cut in concrete found bears North 54°15' West, 1.06 feet;

South 74°05'40" East, a distance of 684.12 feet to a PK Nail found marking an angle point;

North 15°54'20" East, a distance of 478.00 feet to a PK Nail found marking an angle point;

North 74°05'40" West, a distance of 424.75 feet to an "X" cut in concrete found marking an angle point;

North 15°54'20" East, a distance of 29.84 feet (called 30.00 feet) to a PK Nail found marking an angle point;

North 74°05'40" West, a distance of 315.95 feet to 5/8-inch iron rod found marking the most northerly comer of said Lot 1 and said called 8.304 acre tract; said iron rod for an angle point of the herein described tract;

THENCE, North 15°54'20" East, a distance of 252.16 feet (called 252,00 feet) to the most northerly corner of said Lot 5 and the herein described tract, from which a 5/8-inch iron rod with plastic cap stamped "RPLS 2068" found marking the northwest corner of Lot 6, Reserve Tract "A" and said MALL OF THE MAINLAND subdivision plat bears North 74°05'40" West, 504.24 feet, and also from which a 5/8-inch iron rod and a 1/2-inch iron rod found bear South 16°15' East, 0.25 feet and South 05°30' West, 029 feet, respectively;

(continued)

THENCE, South 74°05'40" East, along the southerly line of the aforesaid called 412.6 acre tract, a distance of 1,634.07 feet to a 1-inch iron pipe found marking an angle point;

THENCE, North 88°00'47" East, along said southerly line, a distance of 551.02 feet to the POINT OF BEGINNING and containing 34.782 acres (1,515,112 square feet) of land, more or less;

SAVE AND EXCEPT a 4.85 acre (211,288 square feet) tract of land (Movie Theater Tract) and a 6.32 acre (275,165 square feet) tract of land (Racetrack Tract) for a NET ACREAGE of 23.615 Acres (1,028,659 square feet) of land, more or less. Said 4.85 acres and 6.32 acres being described as follows:

SAVE AND EXCEPT a 4.85 acre portion of Lot 5, of MALL OF THE MAINLAND, a subdivision in Galveston County, Texas, according to the map or plat thereof recorded in Plat Record 18, Map No. 446, of the Map Records in the Office of the County Clerk of Galveston County, Texas, said tract being more particularly described by metes and bounds as follows: Commencing at the most Northerly corner of said Lot 5; Thence South 64°31'39" West over and across said Lot 5, a distance of 154.67 feet to the Point of Beginning of the herein described tract;

Thence continuing over and across said Lot 5 the following courses and distances:

South 16°27'53" West, a distance of 358.00 feet;

North 74°05'04" West, a distance of 465.90 feet,

North 15° 54'56" East, a distance of 6.00 feet (L1);

North 74°05'04" West, a distance of 96.10 feet (L2); South 15054'56" West, a distance of 1.00 feet (L3);

North 74°05'58" West, a distance of 36.20 feet (L4);

South 15°54'02" West, a distance of 9.00 feet (L5);

North 74°05'58" West, a distance of 48.50 feet (L6);

North 15°54'02" East, a distance of 9.00 feet (L7);

North 74°05'58" West, a distance of 36.00 feet (L8);

North 15°54'02" East, a distance of 1.00 feet (L9);

North 74°05'58" West, a distance of 37.30 feet (L10);

North 15°50'17" East, a distance of 23.00 feet (L11);

North 74°09'43" West, a distance of 104.50 feet (L12);

North 15°22'30" East, a distance of 200.70 feet;

South 74°04'48" East, a distance of 430.15 feet;

North 88°05'27" East, a distance of 419.85 feet to the Point of Beginning of the herein described tract;

(continued)

and also SAVE AND EXCEPT a 6.320 acre tract of land out of Lot 5, of MALL OF THE MAINLAND, a subdivision in Galveston County, Texas, according to the Map or Plat recorded in Volume 18, Page 446 in the Office of the County Clerk of Galveston, Texas, said tract being more particularly described as follows: Commencing at the most Northwesterly corner of Lot 2, of said MALL OF THE MAINLAND, said point also lying in the Southerly line of a 273.6172 acre tract of land out of the W.K. Wilson Survey, Abstract No. 208, said tract conveyed to Texas City Economic Development Corp., according to deed recorded under Instrument No. 2008059944 in the Office of the County Clerk of Galveston County, Texas:

Thence South 02°03'33" West along the Westerly line of Lot 2, of said MALL OF THE MAINLAND, a distance of 13.29 feet to a point of curvature;

Thence along a curve to the left, said curve having a radius of 242.50 feet, a chord bearing of South 06°12'33" East, a chord length of 35.11 feet, and an arc length of 35.14 feet to a point;

Thence South 15°54'15" West, a distance of 14.21 feet to the Point of Beginning of the herein described tract:

Thence South 15°54'15" West, a distance of 405.91 feet to a point for corner;

Thence South 74°05'45" East, a distance of 105.17 feet to a point for corner;

Thence South 15°54'15" West, a distance of 113.84 feet to a point for corner;

Thence South 74°05'45" East, a distance of 61.92 feet to a point for corner;

Thence South 15°54'15" West, a distance of 592.17 feet to a point for corner;

Thence South 75°03'20" West, a distance of 9.54 feet to a point for corner, said point lying in the Easterly line of Lot 3, of JMK5 ADDITION No. 1, a subdivision in Galveston County, Texas, according to the Map or Plat thereof recorded under Instrument No. 2018036180 in the Office of the County Clerk of Galveston County, Texas;

Thence North 14°56'40" East along the Easterly line of Lot 3, of said JMK5 ADDITION No. 1, a distance of 26.67 feet to a point for corner;

Thence North 74°05'45' West, a distance of 108.60 feet to a point for corner;

Thence North 15°54'15" East, a distance of 210.32 feet to a point for corner;

Thence North 74°05'45" West, a distance of 33.50 feet to a point for corner;

Thence North 15°54'15" East, a distance of 198.67 feet to a point for corner;

Thence North 74°05'45" West, a distance of 20.00 feet to a point for corner;

Thence North 15°54'15" East, a distance of 35.00 feet to a point for corner;

Thence North 74°05'45" West along the Northerly line of Lot 3, of said JMK5 ADDITION No. 5, a distance of 414.65 feet to a point for corner;

Thence North 15°54'15" East over and across Lot 5, of said MALL OF THE MAINLAND, a distance of 290.46 feet to a point for corner;

(continued)

Thence South 74°05'04" East, a distance of 282.82 feet to a point for corner;

Thence North 16°27'20" East, a distance of 358.00 feet to a point for corner;

Thence North 88°05'27" East, a distance of 140.10 feet to the Point of Beginning of the herein described tract.

NOTE: The Company is prohibited from insuring the area or quantity of the land described herein. Any statement in the above legal description of the area or quantity of land is not a representation that such area or quantity is correct, but is made only for informational and/or identification purposes and does not override Item 2 of Schedule B hereof.

FILED

Instrument Number:

FILED2024001106

Filing Fee: 2.00

Number Of Pages:

12

Filing Date: 09/10/2024 12:03PM

I hereby certify that this instrument was FILED on the date and time stamped hereon and RECORDED in the OFFICIAL PUBLIC RECORDS of Galveston County, Texas.



Dwight D. Sullivan, County Clerk Galveston County, Texas

NOTICE: It is a crime to intentionally or knowingly file a fraudulent court record or instrument with the clerk.

DO NOT DESTROY - Warning, this document is part of the Official Public Record.