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DESIGNATION OF SUCCESSOR DECLARANT

GEORGE J. BUCLEWICZ
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

THIS DESIGNATION OF SUCCESSOR DECLARANT ("Designation"), is made and entered into as of March 30, 1990, by and between CARL A. BRADY ("Declarant"), and MCGREGOR INTERESTS, INC., a Nebraska corporation ("Designee").

RECITALS:

A. By document dated May 31, 1982, and recorded June 3, 1982, in Book 671 at Page 631 of the Miscellaneous Records in the Register of Deeds of Douglas County, Nebraska, Declarant was named successor declarant to Creative Land Consultants, Inc., a Nebraska corporation, the named declarant in that certain Declaration of Covenants, Conditions and Restrictions, dated February 14, 1978 ("Declaration") and recorded on such date in the above referenced Miscellaneous Records in Book 593 at Page 405, all with respect to the following described real property:

Lots 6 through 10, inclusive, and Lot 14, Crescent Oaks, a platted and recorded subdivision in Douglas County, Nebraska; and Lots 104 through 111, Crescent Oaks Replat, a platted and recorded subdivision in Douglas County, Nebraska.

B. Pursuant to the terms of the Declaration, Declarant has the right to name a successor declarant.

C. Declarant wishes to name, and Designee wishes to be so named, a successor declarant pursuant to the Declaration, and to assume all of Declarant's authority and obligations contained in the Declaration.

AGREEMENT:

NOW THEREFORE, for and in consideration of the premises contained in this Designation, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Declarant and Designee agree as follows:

1. Declarant hereby designates Designee as the successor declarant to Declarant pursuant to the Declaration, and Designee hereby accepts such designation.
2. From the date of this Designation, Designee shall assume all authority and fulfill all obligations of Declarant pursuant to the terms of the Declaration.
3. In all other respects the Declaration shall remain in full force and effect as originally set forth or properly amended.

5719 J. M. W. C.

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 OF MGC COMP _____ F/B MI-8290 94.

THIS DESIGNATION is entered into as of the date first written above.

DECLARANT: CARL A. BRADY

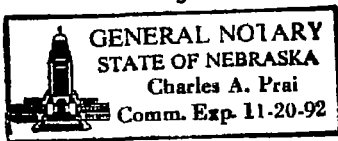
Carl A. Brady
Carl A. Brady

DESIGNEE: MCGREGOR INTERESTS, INC.

By: LeGrande N. McGregor
Its: President

Attest:

Subscribed and sworn to this 27 day of MARCH, 1990, by
Carl A. Brady.



Charles A. Prai
Notary Public

Subscribed and sworn to this 30 day of March, 1990, by
LeGrande N. McGregor, President of McGregor Interests, Inc., a Nebraska corporation, for and on behalf of the corporation.



Patricia A. Lowell
Notary Public

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