

FILED SARPY CO. NE.  
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2005-46488

2005 DEC 19 P 1:29 8

*Sharon J. Lawling*  
REGISTER OF DEEDS

COUNTER Ab C.E. AM  
VERIFY Ab D.E. AM  
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**SECOND AMENDMENT TO THE  
DECLARATION AND MASTER DEED  
OF HERITAGE CONDOMINIUM  
PROPERTY REGIME AND BY-LAWS**

THIS Second Amendment to the Declaration and Master Deed of Heritage Condominium Property Regime and By-Laws is made the date hereinafter set forth:

**RECITALS**

WHEREAS, this Second Amendment was enacted by the Heritage Condominium Association, Inc. (hereinafter referred to as the "Association") pursuant to the Declaration and Master Deed of Heritage Condominium Property Regime and By-Laws entered into the 16<sup>th</sup> day of July, 2002 and recorded in the office of the Register of Deeds, Sarpy County on August 15, 2002 as Instrument No. 2002-31612 (hereinafter referred to as the "Declaration").

WHEREAS, the Unit Owners as defined in the Declaration desire to amend the Declaration to provide for more continuity and ease of operation of the Association.

WHEREAS, at a special meeting of the Unit Owners of the Association, which notice of meeting was duly given pursuant to the terms of the Declaration and at which a quorum of fifty (50%) percent of the membership entitled to vote were present, this Amendment passed by a super-majority of more than seventy five (75%) percent of all the allocated votes of the Association.

NOW, THEREFORE, the undersigned President and Secretary of the Association do hereby certify that the Declaration has been amended as follows:

1. Article VII, Section 7.2(b)(c), 7.4(e) and 7.6 are hereby deleted in their entirety.
2. Article VII, Section 7.2(b) is replaced with the following:

A

b) Special meetings shall be held whenever called by the President or by a majority of the Association's Board of Directors, and must be called by such officers upon receipt of a written request from Members entitled to cast twenty (20%) percent of the votes of the entire membership.

3. Article VII, Section 7.2(c) is replaced with the following:

c) Notice of all meetings, stating the time, date, place and purpose for which the meeting is called, shall be given by the President or Vice-President or Secretary, unless waived in writing. Such notice shall be in writing to each Member hand delivered or mailed to the last known address shown on the records of the Association and shall be mailed at least ten (10) days but no more than fifty (50) days prior to the date of the meeting. Proof of such notice shall be made by affidavit, or verbally and disclosed at the next meeting by an authorized Board Member giving the notice. Notice of meeting may be waived before or after any such meeting.

4. Article VII, Section 7.4(e) is replaced with the following:

e) The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the approval of all Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors. However, it must be completely documented in writing and included in the minutes of the next regular Board of Directors meeting.

5. Article VII, Section 7.6 is replaced with the following:

**7.6 Officers.** The executive officers of the Association shall consist of a President, who must also be a Director, a Vice-President, Treasurer, and Secretary. The election of officers shall be made by a majority vote of the Board of Directors at the first meeting of the Board following each annual meeting of the Membership, and each Officer shall hold office for one (1) year unless they shall sooner resign, or shall be removed, or otherwise become disqualified to serve. Any officer may be removed from office at any regular or special meeting of the Association's Board of Directors by a majority vote of the quorum present at such meeting. Any officer may resign at any time by giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. A vacancy in any office may be filled by a majority vote of the quorum present of the Directors. The officer elected to such vacancy shall serve for the remainder of the term of the officer they replace. Any person may hold two or more offices, except that the President shall not be Secretary. The Association's Board of Directors may elect additional officers, from time to time, to exercise such powers and duties as the Board of Directors shall find required to manage the business of the Association. Compensation of officers shall be fixed by the Board of Directors.

B

a) The President shall be the Chief Executive Officer of the Association, shall have all powers and duties usually vested in the office of President of an Association.

b) The Vice-President shall, in the absence or disability of the President, exercise the powers and perform the duties of the President. The Vice-President shall assist the President and exercise such other powers and perform such other duties as prescribed by the Board of Directors.

c) The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the Association; receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all monies in the name of the Association in such banks, trust companies or other depositories as shall be directed by the Board; shall sign all checks and promissory notes of the Association except in those instances where the Board has delegated the authority to sign checks to a managing agent employed by the Association; shall keep proper books of account; shall cause a quarterly audit of the books of the Association to be made by an auditing committee as appointed by the Board of Directors and an annual review of the books of the Association to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the Members at the regular annual meeting of the Members, and shall deliver a copy of such to the Members. The duties of the Treasurer may be performed by the managing agent.

d) The Secretary shall keep the Minutes of all proceedings of the Association and the Board of Directors. The Secretary shall prepare and deliver all notices required by the By-Laws to be delivered to the members of the Association and the Board of Directors, as well as all other notices required by law. The Secretary shall keep all records of the Association, except those of the Treasurer and shall perform all other duties incident to the office of Secretary.

2005-46488 C

**Legal Description**

Units 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 301, 302, 303, 304, 305, 306, 307, 308, 309 and 310, Heritage Condominium Property Regime, in Sarpy County, Nebraska, a condominium organized pursuant to the terms of the Nebraska Condominium Act.

IN WITNESS WHEREOF, this amendment comprised of four ( 4 ) page(s), including this page, was approved by at least seventy-five (75%) of the membership entitled to vote this 11th day of August, 2005.

HERITAGE CONDOMINIUM  
ASSOCIATION, INC., a Nebraska  
Non-profit corporation,

By: Philip Keyser  
Philip Keyser, President

ID: \_\_\_\_\_

Attest:  
Ellen Schroeder  
Ellen Schroeder, Secretary

**Acknowledgement**

STATE OF NEBRASKA    )  
  ) ss.  
COUNTY OF SARPY    )

The foregoing instrument was acknowledged before me this 19 day of December, 2005 by Philip Keyser, President on behalf of Heritage Condominium Association, Inc., a Nebraska non-profit corporation.

Nancy Dworak  
Notary Public

RCP

Return to:  
Heritage Condominium Association Inc.  
7005 South 74<sup>th</sup> Street  
LaVista. NE 68128-2284

