

Please Return To: Nathan J Gurnsey, Woods & Aitken LLP, 301 S. 13th Street, Suite 500, Lincoln, NE 68508

**CERTIFICATE OF ADOPTION OF
AMENDMENT TO THE BYLAWS
OF
GEORGIAN PLACE ASSOCIATION, INC.**

The undersigned President and Secretary of Georgian Place Association, Inc., a Nebraska corporation (the "Corporation") incorporated for the administration of the Georgian Place, a condominium property regime, with respect to that certain real property legally described on Exhibit A attached hereto and incorporated herein by this reference, certify this Amendment to the Bylaws of the Corporation (the "Amendment") is made effective as of the 25th day of October, 2016, with respect to the Bylaws of the Corporation adopted October 27, 1983, and any and all amendments thereto (as amended, the "Bylaws"), in accordance with Section 21-20,125 of the Nebraska Business Corporation Act (the "Act") and relating to the real property.

1. Designation of Voting Member. Article 2, Section 2.6 of the Bylaws shall be deleted in its entirety and replaced with the following:

Every person or entity who becomes a titleholder of a fee or undivided fee interest in any Unit shall be a voting member of the Association in accordance with Article VI of the Articles of Incorporation of the Corporation, as amended (the "Articles") except as provided or limited in Article V of the Articles. In the event there are multiple voting members for any single Unit and such voting members are unable to concur or agree or such votes are different, then such voting members shall have been deemed to have abstained from the vote. The owner or coowners, as the case may be, of each Unit in the Association have been issued certain shares of stock assigned to such Unit in accordance with Article 8 hereof provided that such owner or coowners shall be deemed a single shareholder. In the event there are multiple representatives of a shareholder of a single Unit and such representatives are unable to concur or agree or their votes are different, then

such shareholder shall have been deemed to have abstained from the vote. The Association may rely upon oral representations as to the authority of any voting member, representative or agent of any owner or coowner. Shares standing in the name of another corporation may be voted by such officer, agent or proxy as the Bylaws of such corporation may prescribe, or, in the absence of such provision, as the Board of Directors of such corporation may determine. Shares standing in the name of a limited liability company may be voted by such manager, officer, agent or proxy as the Operating Agreement of such limited liability company may prescribe, or, in the absence of such provision, as the Members of such limited liability company may determine. Shares held by an administrator, executor, guardian or conservator may be voted by him or her, either in person or by proxy, without a transfer of such shares into his or her name. Shares standing in the name of a trust or trustee may be voted by such trustee either in person or by proxy and in the event there are co-trustees, the shares may be voted by any one of them. Shares standing in the name of a receiver may be voted by such receiver, and shares held by or under the control of a receiver may be voted by such receiver without the transfer thereof into his or her name if authority to do so be contained in an appropriate order of the court by which such receiver was appointed.

2. Nonvoting Members. The last paragraph of Section 1.6 is deleted in its entirety.

3. Certificates for Shares. Article 8 is hereby deleted in its entirety, provided the corporation may issue fractional uncertificated shares. As of the date of this Amendment, there are 3,445 shares of stock issued to Class "A," allocated in accordance with the value each Co-owner's Unit bears as set forth in the Basic Values in Exhibit "E" of the Master Deed, and 1,000 shares issued to Class "B."

4. Insurance Deductible. The following is inserted after Article 9, Section 9.4(e) and Section 9.4 shall be entitled "Assessments for Premiums and Deductibles":

Deductible. Deductibles for damage originating from, or within, Class A Limited common elements shall be a Class A common expense and shall be allocated in proportion to the ratio of the value that each Class A Co-owner's unit bears as set forth in the "Basic Values" in Exhibit "E" of the Master Deed. Deductibles for damage originating from, or within, Class B common elements shall be a Class B common expense. Deductibles for damage originating from, or within, Class C common elements shall be allocated in proportion to the ratio of the value that each Co-owners Unit bears as set forth in the Basic Values in Exhibit "D" of the Master Deed. Deductibles for damage originating from, or within, a Unit or from equipment which the Co-owner is responsible to maintain, shall be exclusively paid by such Co-owner, and the Association shall assess such amount against such Co-owner's unit if the Board of Administrators makes determination of such origination, in its reasonable discretion.

5. Full Force and Effect. Except as modified by this Amendment, the Bylaws shall continue in full force and effect.

6. Certification. Pursuant to the procedures set forth in the Master Deed, the undersigned officers of the Association hereby certify that this Amendment to the Bylaws was duly adopted, that at a special meeting of the Board of Administrators held on July 6, 2016, this Amendment to the Bylaws was approved, and that upon presentment to the voting members, voting members who represent no less than 66 2/3% of the Basic Value of the Property approved this Amendment to the Bylaws. This Amendment may be signed in any number of counterparts, each of which is an original and all of which taken together form one single Amendment.

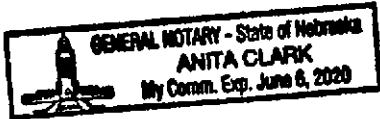
Dated: 9/7/16, 2016

President:

Luella M. Marwath

STATE OF NE)
) ss.
COUNTY OF Stoe)

The foregoing instrument was acknowledged before me on Sept. 7th, 2016, by Anita Clark Luella Marwath

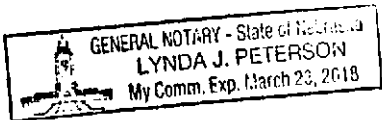


Anita Clark
NOTARY PUBLIC

Secretary:
[Signature]

STATE OF Nebr.)
) ss.
COUNTY OF Lancaster)

The foregoing instrument was acknowledged before me on Sept. 16, 2016, by Jake Bejen.



[Signature]
NOTARY PUBLIC

EXHIBIT "A"

Legal Description

Unit # 101, 301, 302, 303, 304, 305, 401, 402, 403, 404, 405, 501, 502, 503, 504, 505, 506, 601, 602, 603, 604, 605, 606, 701, 702, 703, 704, 705, 706, 801, 802, 803, 804, 805, 806, 901, 902, 903, 904, 905, 1001, 1002, 1003, 1004, 1005, 1101, 1102, 1103, 1104, 1105, Georgian Place Condominium Property Regime, Lincoln, Lancaster County, Nebraska, according to the Master Deed Declaration filed October 28, 1983 as Instrument No. 83-22795 in the office of the Register of Deeds of Lancaster County, Nebraska.

Formerly known as:

Parcel 1, Lot A, Imhoff & Hyatt's Subdivision of Lots 1, 2 and 3, Block 42, Lincoln, Lancaster County, Nebraska; more fully described as follows:

Commencing at the Northeast corner of Lot A, Imhoff and Hyatt's Subdivision, of Lots 1, 2 and 3, Block 42, Lincoln, Lancaster County, Nebraska; thence West along the South line of the Right of Way Line of "P" Street a distance of 50.83 feet; thence South along a line intersecting the South property line of Lot A at a point 50.48 feet West of the West line of the Right of Way line of North 11th Street a distance of 108.67 feet; thence East along the South property Line of Lot A to a point of intersection with the West Right of Way Line of North 11th Street a distance of 50.48 feet; thence North along the West Right of Way Line of North 11th Street a distance of 108.67 feet to the point of beginning; containing a calculated land area of 5,504.67 square feet, more or less.

NO
GEPLCO