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9850 114th ST.
DIXON, NE. 68127

BOOK 1095 PAGE 322

RECEIVED
SEP 14 8 38 AM '93
GEORGE J. BUGLEWICZ
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

**THIRD AMENDMENT TO MASTER DEED
AND BY-LAWS CREATING PIEDMONT
TOWNHOMES CONDOMINIUM PROPERTY
REGIME NO. 1**

WHEREAS, the Master Deed (the "Master Deed") creating Piedmont Townhomes Condominium Property Regime No. 1 (the "Regime") was filed with the Register of Deeds of Douglas, Nebraska, on February 27, 1973, in Book 1474, at Page 219 of the Deed Records:

WHEREAS, the First Amendment to Master Deed and By-Laws (the "Amendment") was filed with the Register of Deeds of Douglas County, Nebraska, on March 23, 1977, in Book 578, at Page 231 of the Miscellaneous Records;

WHEREAS, the Second Amendment to Master Deed and By-Laws (the "Amendment") was filed with the Register of Deeds of Douglas County, Nebraska, on August 14, 1985, in Book 748, at Page 199 of the Miscellaneous Records;

WHEREAS, the Second Amendment, among other things, reannexed certain land and units to the Regime; and

WHEREAS, pursuant to the provisions of: Article VII, paragraph f. of the Amended Master Deed and Section 76-853 R.R.S. 1943, the unit owners of the Regime desire to reduce the number of units in the Regime.

NOW, THEREFORE, the Master Deed, including all Exhibits attached thereto, and the First and Second Amendments thereto are hereby amended as follows:

1. Paragraph IV of the Master Deed as reflected in the Amendment is hereby amended to read:

IV. DESCRIPTION OF REGIME

The condominium regime consists of nineteen (19) buildings, six (6) of which are garage buildings and thirteen (13) of which are unit buildings, one to three stories in height, and including basement areas.

The buildings contain a total of forty-three (43) units which may only be used for residential purposes. The condominium regime also includes attached and unattached automobile garages, parking areas, pool, gardens and landscaping. The total ground floor area of all buildings aggregates 54,999 square feet. Said buildings and improvements, together with their location on the land and the area and location of each apartment are more particularly

CM 26385 1095 80A-369 - 1 of 3 -
FB 68-36432
CASH BK R FB
TYPE MISC PG 322-332 C/O COMP SCAN PD
FEE 7650 OF MISC LEGL PG MC FV

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THIRD AMENDMENT TO MASTER DEED

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described, as follows: (a) Units 1 through 22, inclusive, and Units 39 through 44, inclusive, as described in the building plans attached to the Master Deed as Exhibit "C", (b) Units 23 through 28, inclusive, and Units 33 through 38, inclusive, as described in the building plans attached to the second Amendment to the Master Deed as Exhibit "2", and (c) Units 30 through 32, inclusive, as described in the building plans attached hereto as "Exhibit 1" and by this reference made a part hereof and of the Master Deed.

2. Paragraph VI of the Master Deed as reflected in the Amendment is hereby amended to read:

VI. VALUES


The total value of the entire condominium regime is One Million Six Hundred Eighty Thousand Four Hundred Fifty and 00/100 Dollars (\$1,680,450.00), and the basic value of each unit together with a general description thereof, its square footage, its limited common elements, its percentage share of the expenses of the regime, ownership of the common elements and the number of votes incident to ownership of such unit, are all as set forth on Exhibit "3" attached hereto and by this reference made a part hereof and of the Master Deed.

3. This Third Amendment is effected in pursuant to the provisions of: Article VII, paragraph f. of the Amended Master Deed and the provisions of Section 76-853 R.R.S. 1943, by the unit owners representing more than 75.0% of the condominium's total value, as reflected in the Amended Master Deed; in accordance with the vote of said unit owners at a meeting duly called for the purpose of amending the Regime's Master Deed, held in Omaha, Nebraska on February 28, 1993. This Amendment shall become effective upon the date of execution by all parties and filing with the Register of Deeds of Douglas County, Nebraska.

DATED this 26 day of AUGUST, 1993.

Piedmont Townhomes Association, Inc., a
Nebraska Non-Profit Corporation,

By:



Steven Saye, President

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THIRD AMENDMENT TO MASTER DEED

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On the 26th day of August, 1993, before me, the undersigned, a Notary Public in and for said County, personally came Steven Saye, President of Piedmont Townhomes Association, Inc., a Nebraska Non-Profit Corporation, to me personally known to be such officer and identical person whose name is affixed to the above instrument, and he acknowledged the execution thereof to be his voluntary act and deed and the voluntary act and deed of said Corporation.

WITNESS my hand and notarial seal the day and year last above written.



Fredrya M. Walton
Notary Public

NOTARIAL SEAL AFFIXED
REGISTER OF DEEDS

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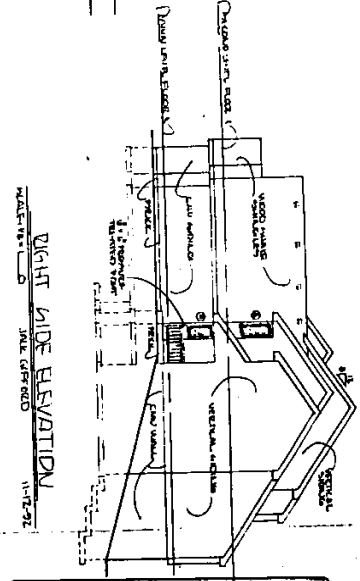
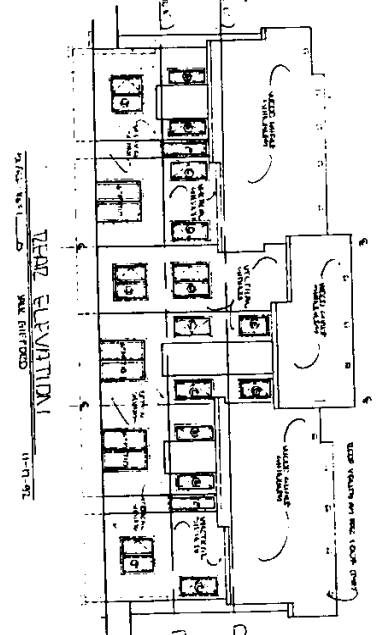
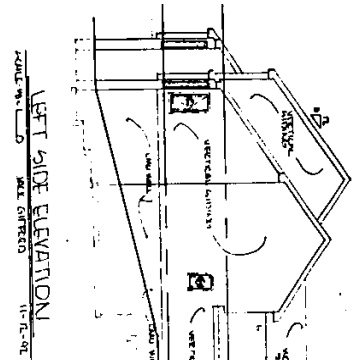
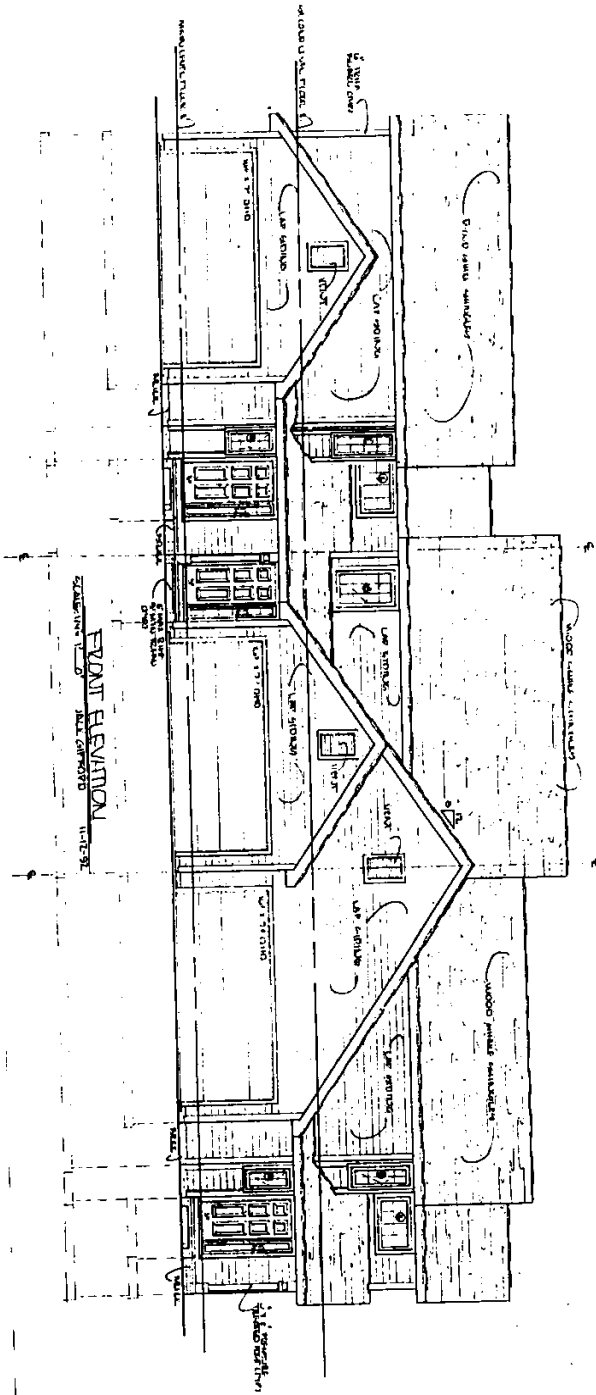


EXHIBIT "2" - PAGE 1 OF 4

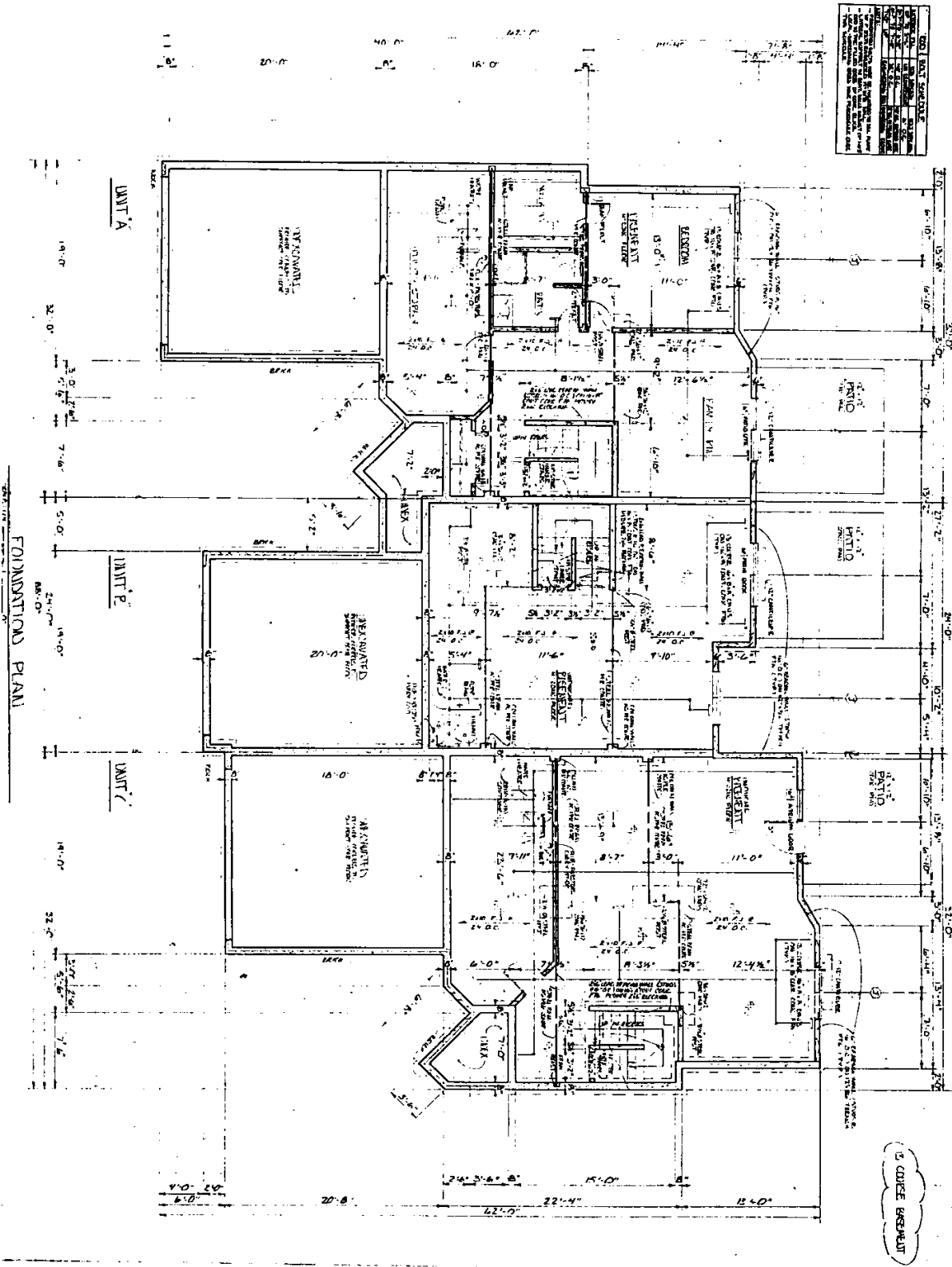
LANDMARK CONSULTING
 LANDMARK CONSULTING
 CONSULTING

N NEW VENTURES
 DESIGN DRAFTING SERVICE
 1114 W. BENDER
 SUITE 10
 OMAHA, NE 68121
 402-733-1702

Designer is not an architect or engineer and does not
 have these plans checked or sealed by a professional engineer or
 architect or a registered professional. However, the
 designer does not warrant the accuracy or reliability of these plans for use as such. Contact
 your contracting professional to determine the applicability
 of these plans to your specific site and application.

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EXHIBIT "2" - PAGE 2 OF 4

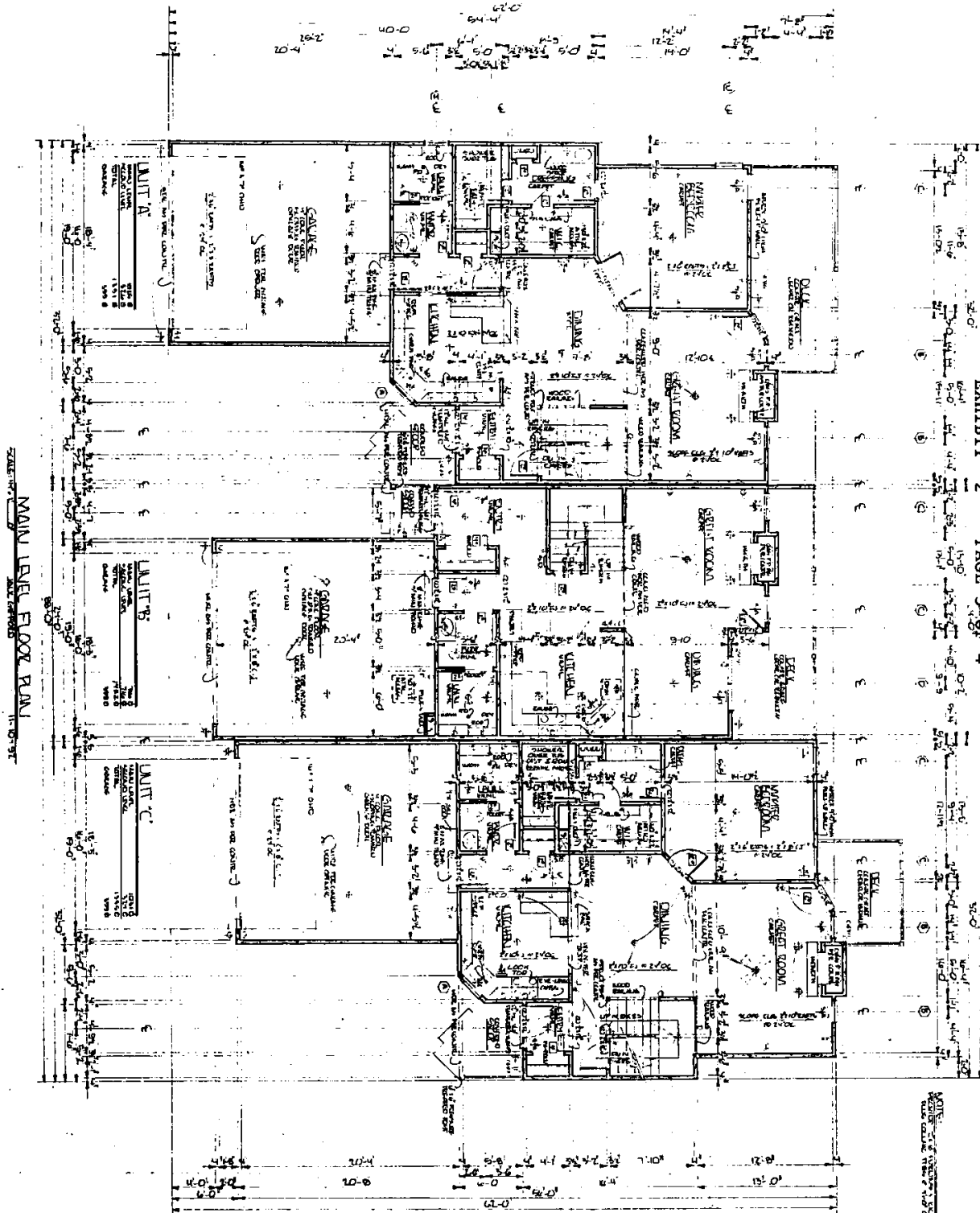


LANDMARK COUNTY - BEDFORD TOWNSHIP
 5' = 1"

NV NEW VENTURES
 DESIGN/DRAFTING SERVICE
 1110 W. STREET
 SUITE 200
 CHATHAM, NE 68625
 (402) 681-8211

Contract is not an exhibit or appendix and does not constitute a part of the record. The information contained herein is for informational purposes only. Design does not warrant the accuracy of these plans for use in any application. Design and construction shall be subject to the availability of these plans for your specific site and application.

EXHIBIT "2" - PAGE 3 OF 4

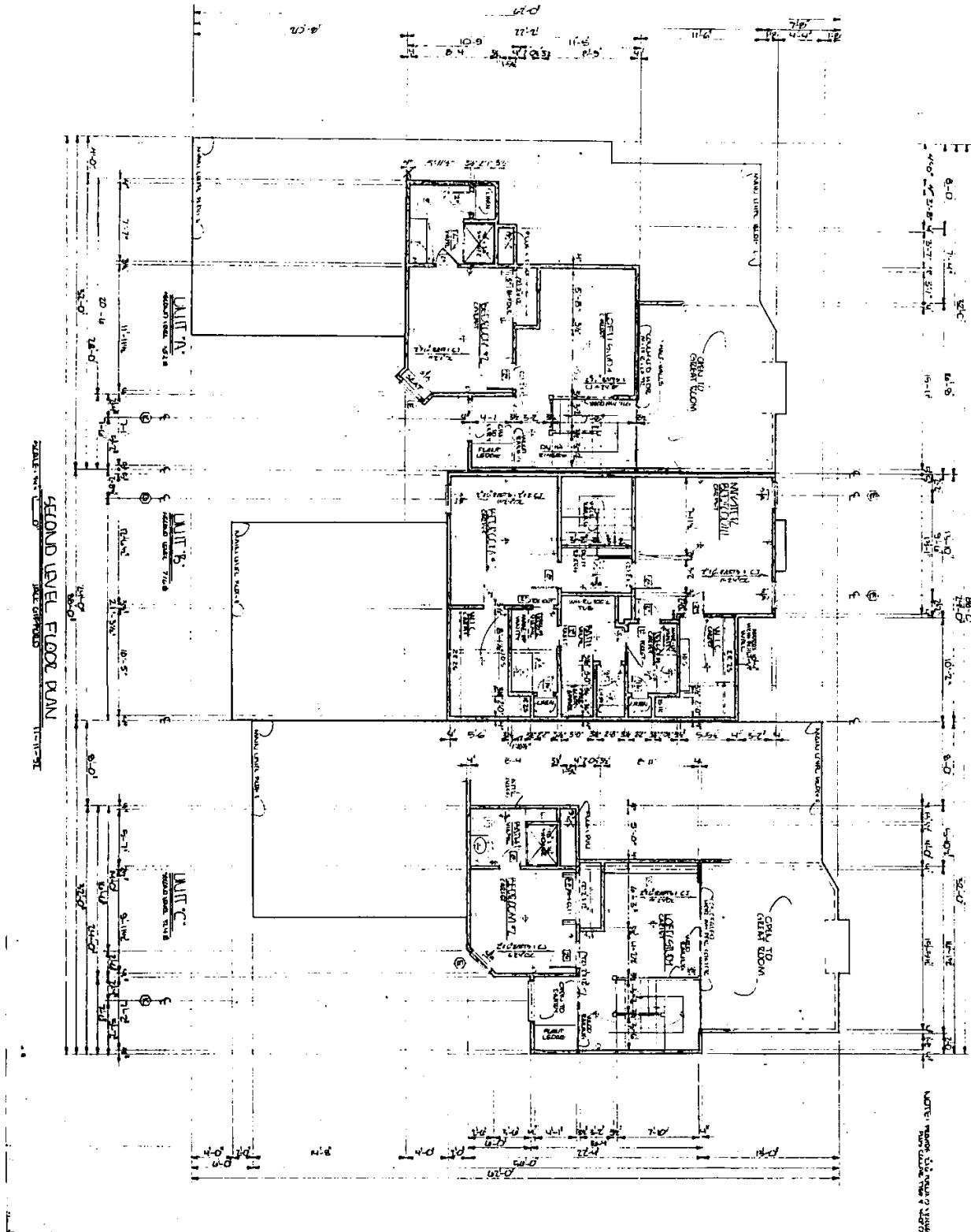


SCALE: 1/8" = 1'-0"
MAIN LEVEL FLOOR PLAN
DATE: 08-20-97

LANDMARK
LANDMARK CLERK - PIEDMONT
COMMERCIAL

NEW VENTURES
DESIGN/DRAFTING SERVICE
1114 1/2 ST. STREET
SUITE 212
OMAHA, NE 68107
402 592-8111

Designer is not an architect or engineer and does not warrant that these plans shall not be construed as such. Because the preparation of a contract document is not within the scope of the services provided by this firm, the user assumes the responsibility of these plans for use in your specific situation. Contact your appropriate professional to determine the applicability of these plans for your specific site and application.



LANCER-01
 LANDMARK COASTAL PIEDMONT
 TOWNHOUSES
 15 OF 18

NV NEW VENTURES
 DESIGN/DRAFTING SERVICE
 11444 G ST. STREET
 SUITE 200
 CAMDEN, NE 68315
 (402) 691-8111

NOTE: THESE PLANS ARE THE PROPERTY OF NEW VENTURES. THEY ARE TO BE USED ONLY FOR THE PROJECT AND SITE SPECIFICALLY IDENTIFIED IN THESE PLANS. ANY REUSE OR MODIFICATION OF THESE PLANS FOR ANY OTHER PROJECT IS STRICTLY PROHIBITED.

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EXHIBIT "3" TO MASTER DEED
UNIT DESCRIPTION - PAGE 1 OF 4

<u>Unit No.</u>	<u>Floor Plan</u>	<u>Description</u>	<u>Ltd. Common Elements</u>	<u>Square Footage</u>	<u>Basic Value</u>	<u>% Own.</u>	<u>Votes</u>
1	C	2 Bdrms, 2 Baths, Fire-Place-1 level	(Ea. Unit = Patio, Deck & Garage Dr.)	1,339	\$43,950	2.62%	262
2	B	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,468	\$39,750	2.37%	237
3	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
4	A	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,168	\$34,950	2.08%	208
5	A	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,168	\$34,950	2.08%	208
6	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
7	B	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,468	\$39,750	2.37%	237
8	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
9	A	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,168	\$34,950	2.08%	208
10	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
11	B	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,468	\$39,750	2.37%	237
12	C	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,339	\$43,950	2.62%	262

CASH _____ BK _____ R _____ FB _____
 TYPE _____ PG _____ C/O _____ COMP _____ SCAN _____
 FEE _____ OF _____ LEGL PG _____ MC _____ FV _____

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EXHIBIT "3" - UNIT DESCRIPTION

<u>Unit No.</u>	<u>Floor Plan</u>	<u>Description</u>	<u>Ltd. Common Elements</u>	<u>Square Footage</u>	<u>Basic Value</u>	<u>% Own.</u>	<u>Votes</u>
13	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
14	B	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,468	\$39,750	2.37%	237
15	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
16	A	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,168	\$34,950	2.08%	208
17	A	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,168	\$34,950	2.08%	208
18	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
19	B	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,468	\$39,750	2.37%	237
20	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
21	B	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,468	\$39,750	2.37%	237
22	A-1	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,279	\$35,950	2.14%	214
23	D	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,168	\$35,250	2.10%	210
24	D	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,168	\$35,250	2.10%	210

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EXHIBIT "3" - UNIT DESCRIPTION

<u>Unit No.</u>	<u>Floor Plan</u>	<u>Description</u>	<u>Ltd. Common Elements</u>	<u>Square Footage</u>	<u>Basic Value</u>	<u>% Own.</u>	<u>Votes</u>
25	D	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,168	\$35,250	2.10%	210
26	D	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,168	\$35,250	2.10%	210
27	D	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,168	\$35,250	2.10%	210
28	D	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,168	\$35,250	2.10%	210
29		THIS UNIT ELIMINATED					
30	D-1	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,344	\$56,950	3.39%	339
31	D-1	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,344	\$56,950	3.39%	339
32	D-1	3 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,310	\$56,950	3.39%	339
33	E	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,187	\$34,950	2.12%	212
34	E	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,187	\$34,950	2.12%	212
35	E	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,187	\$34,950	2.12%	212
36	E	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,187	\$34,950	2.12%	212

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EXHIBIT "3" - UNIT DESCRIPTION

<u>Unit No.</u>	<u>Floor Plan</u>	<u>Description</u>	<u>Ltd. Common Elements</u>	<u>Square Footage</u>	<u>Basic Value</u>	<u>% Own.</u>	<u>Votes</u>
37	E	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,187	\$34,950	2.12%	212
38	E	2 Bdrms, 2-1/2 Baths, Fire-Place-2 levels	"	1,187	\$34,950	2.12%	212
39	C	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,339	\$43,950	2.62%	262
40	C	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,339	\$43,950	2.62%	262
41	C	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,339	\$43,950	2.62%	262
42	C	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,339	\$43,950	2.62%	262
43	C	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,339	\$43,950	2.62%	262
44	C	2 Bdrms, 2 Baths, Fire-Place-1 level	"	1,339	\$43,950	2.62%	262