

Amendment to

DECLARATION

REGENCY OFFICE PARK ADDITION  
 A Replat of Part of Lot 162C, Regency Lake Addition,  
 and of  
 Part of Lot 162 and All of Lot 163, Regency 2nd Addition,  
 Additions to City of Omaha, and formerly  
 Subdivisions, in Douglas County, Nebraska,  
 as surveyed, platted, and recorded

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This AMENDMENT TO DECLARATION, made August 31, 1983, by

REGENCY OFFICE PARK ASSOCIATION, a Nebraska nonprofit corporation with its registered office in Omaha, Douglas County, Nebraska, hereafter called "Association",

WITNESSETH: THAT,

Whereas Regency, Inc., a Nebraska business corporation wholly owned by United of Omaha Life Insurance Company (formerly named "United Benefit Life Insurance Company"), a Nebraska insurance corporation, hereafter called, "United", and others then owning all of certain parts of Sections 20 and 21, Township 15 North, Range 12 East of the Sixth Principal Meridian in Douglas County, Nebraska, have heretofore agreed, pursuant to an Indenture executed March 19, 1968, that so much thereof as comprises the unreplatted part of Lot 162 and Lot 163, Regency 2nd Addition, and part of Lot 162C, Regency Lake Addition, additions to City of Omaha, and formerly subdivisions in, Douglas County, Nebraska, as surveyed, platted, and recorded, and as replatted into Regency Office Park Addition, hereafter called, "Office Park", will be subject to conditions and other terms appropriate, convenient, or necessary to preserve and promote its public office building and related or similar commercial character as to Office Park in conformity to and coordination with the general scheme of development and use expressed in said Indenture;

Whereas United, together with Hawkins Construction Company, a Nebraska business corporation, Lindclay Development Corporation, a Missouri business corporation, Maenner Co., a Nebraska business corporation, Physicians' Properties, Ltd., a Nebraska limited partnership, and V B Realty, Inc., a Nebraska business corporation, hereafter called, "Declarants", have heretofore provided, pursuant to said Indenture and to a certain Declaration executed October 31, 1973, and recorded at Pages 375 through 386 of Book 529 of the Miscellaneous Records of the Register of Deeds of Douglas County, Nebraska, as to Office Park for modification by Association of said Declaration; and

Whereas Association has determined to make such a modification of said Declaration in order to conform property descriptions to those of Office Park as replatted by Declarants and their several respective successors in interest;

Now, Therefore, in consideration of the matters herein recited, Association does hereby

AMEND said Declaration as follows, to-wit:

1. Involved Property: Paragraph 1a of said Declaration is and will be amended in its entirety; and the following does and will constitute new Paragraph 1a of said Declaration as from the official recordation of the plat of Office Park on August 24, 1982:

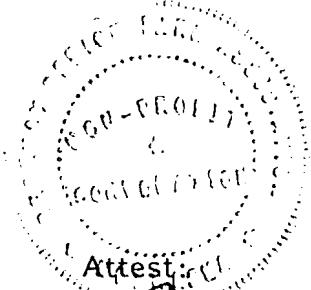
"a. Lots 162D through 162H, 162J through 162N, and 162P through 162W and Lots 163A and 163B of Office Park, inclusive of any part or parts thereof at any time or from time to time hereafter conveyed, dedicated, platted, reserved, or otherwise created or established as one or more permanent easements, together with rights of egress, ingress, and other access thereto, for purposes of constructing, installing, maintaining, operating, renewing, or repairing any private sewers, utilities lines, water pipes for air conditioning or heating uses, or for any related or similar purposes,

hereafter called 'utility right of way' or 'utilities rights of way', will be subjected to this Declaration."

2. Association: Paragraph 4b of said Declaration is and will be amended in its entirety; and the following does and will constitute new Paragraph 4b of said Declaration as from the official recordation of the plat of Office Park on August 24, 1982:

"b. Except for utilities rights of way, Lots 162D through 162H, 162J through 162N, and 162P through 162W and Lots 163A and 163B of Office Park will be automatically included in membership in Association as a benefit or burden running with and charge upon the ownership of each such lot or part or parts of such lot; and the owners of any other lot, lots, parcel, or parcels suitable for hotel or motel, public office building, or related or similar commercial purposes will have the right at any time or from time to time but only upon the receipt of an express written Acceptance executed by Association thereafter to include any such lot or parcel in membership in Association as a benefit or burden running with and charging upon the ownership of such lot or parcel."

IN WITNESS WHEREOF, Association has executed this Amendment to Declaration at Omaha, Douglas County, Nebraska.



BY [Signature]  
William A. Day, Jr.,  
Its Secretary

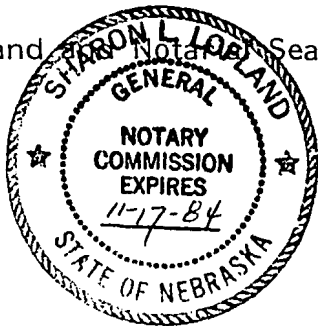
REGENCY OFFICE PARK ASSOCIATION

BY [Signature]  
Robert D. Shreve  
Its President

STATE OF NEBRASKA    )  
                                       )   SS  
COUNTY OF DOUGLAS    )

Before me, a Notary Public qualified for said county, personally appeared Robert D. Shreve, President of Regency Office Park Association, a Nebraska nonprofit corporation, known to me to be the President and identical person who executed the foregoing instrument, acknowledged the execution thereof to be his voluntary act and deed as such officer and the voluntary act and deed of said corporation, and declared the execution and delivery thereof to be duly authorized and its corporate seal to be thereto affixed by its authority.

WITNESS my hand and Seal on August 31, 1983.



[Signature]  
Notary Public

6 Misc

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1983 SEP -6 PM 3:12  
C. HAROLD OSTLER  
REGISTER OF DEEDS  
DOUGLAS COUNTY, NEBR.

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81-283 etc  
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