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**AMENDMENT TO
DECLARATION OF CONDOMINIUM
OF
THE REGIS COMMERCIAL CONDOMINIUM**

Received - RICHARD TAKECHI
Register of Deeds, Douglas County, NE
4/16/2004 14:34:55.97
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THIS AMENDMENT is made this 15th day of March, 2004, by and between REGIS BUILDING, L.L.C., a Nebraska limited liability company ("Declarant") and THE REGIS COMMERCIAL CONDOMINIUM ASSOCIATION, INC., a Nebraska nonprofit corporation ("Association").

WITNESSETH:

WHEREAS, The Regis Commercial Condominium (the "Regis Commercial Condominium") was formed pursuant to that certain Declaration of Condominium of The Regis Commercial Condominium (the "Declaration"), dated November 28, 1984 and recorded December 17, 1984 in Book 1745 at Page 607 of the Deed records in Douglas County, Nebraska;

WHEREAS, Declarant is the owner of all condominium units comprising the Regis Commercial Condominium, described in Exhibit A attached hereto and incorporated by reference herein, and Declarant is the Declarant under the Declaration;

WHEREAS, Association has been incorporated to be the unit owners association responsible for the maintenance and operation of the Regis Commercial Condominium;

WHEREAS, the parties hereto desire to make certain amendments to the Declaration.

NOW, THEREFORE, in consideration of the mutual covenants and premises contained herein, Declarant and Association hereby agree as follows:

1. Terms. All capitalized terms used herein shall have the same meaning as ascribed to them in the Declaration. Where the terms of this Amendment may conflict with the terms of the Declaration, the terms of this Amendment shall control. In addition, the following terms, as used herein or elsewhere shall, unless other provided, be defined as follows:

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BKP _____ C/O _____ COMP 9
DEL _____ SCAN _____ FV _____

After recording, return to:
Robert Dailey
Suite 3700, 1601 Dodge Street
Omaha, NE 68102

OTW 91084-1st

(a) "Act" shall mean the Nebraska Condominium Act, Neb. Rev. Stat. § 76-825, et seq.

(b) "Development Rights" shall mean any right or combination of rights reserved by Declarant to (i) add real estate to the Regis Commercial Condominium; (ii) create Units, Common Elements or Limited Common Elements within the Regis Commercial Condominium; (iii) subdivide Units or convert Units into Common Elements; or (iv) withdraw real estate from the Regis Commercial Condominium.

(c) "Special Declarant Rights" shall mean rights reserved for the benefit of Declarant to (i) complete improvements indicated on the Plats and Plans; (ii) exercise any Development Rights pursuant to Neb. Rev. Stat. § 76-847; (iii) maintain sales offices, management offices, and signs advertising the Regis Commercial Condominium and models; (iv) use easements through the Common Elements for the purpose of making improvements within the Regis Commercial Condominium or within real estate which may be added to the Regis Commercial Condominium; (v) make the Regis Commercial Condominium part of a larger condominium or a planned community; (vi) make the Regis Commercial Condominium subject to a master association; or (vii) appoint or remove any officer of the Association or any master association or any Executive Board member during any Period of Declarant Control.

(d) "Period of Declarant Control" shall mean the period from the date of this Amendment through the date of transfer of "Final Control" as described in Section 11.3 of the Declaration.

2. Declarant's Rights. Declarant is the Declarant under the Declaration and as of the date of this Amendment has not yet sold any of the Units in the Regis Commercial Condominium. During the Period of Declarant Control, notwithstanding any provision herein to the contrary, Declarant shall have the following rights and privileges, which are hereby reserved only to itself and to its successors and assigns and their respective agents:

(a) To exercise any Special Declarant Rights as defined herein or as provided for under the Act; and

(b) To exercise any Development Rights as defined herein or as provided for under the Act; and

(c) To erect and maintain in the Common Elements, advertising signs, sales flags or other sales devices and banners for the purpose of aiding the sale of Units in the Regis Commercial Condominium, and to maintain sales and business offices in at least one Unit or in any Common Element in the Regis Commercial Condominium to facilitate the completion of any improvements or Units now or hereafter constructed and to facilitate the sale of the Units; and

(d) To erect or maintain in the Common Elements any sales office facilities, either of a modular or permanent construction, in the sole discretion of Declarant, its successors, assigns or their agents, that will aid in the sale, marketing or advertising of the Units.

The consent of Unit owners within the Regis Commercial Condominium shall not be required for the exercise of any of the foregoing rights, and Declarant may proceed with the exercise of such rights at its sole option and at its sole discretion. The option reserved to (i) relocate the boundaries of any Unit or Units, (ii) to add any additional Units, and (iii) to further subdivide any one or more of the Units into additional Units, Common Elements or both, shall be exercisable by Declarant, its successors and assigns, who shall have the unilateral right to reallocate percentages of undivided interest in the Common Elements, liability for payment of Common Expenses, allocation of Limited Common Elements, and allocation of votes in the Association, as to be done in accordance with the Declaration and the Act. Declarant shall exercise this option by its adoption, execution or recordation of an amendment to the Declaration by recording such certificates and plans as required by the Act. Such amendment shall be adopted by Declarant pursuant to the terms hereof without the consent of any Unit owners. From time to time, as Declarant shall file permitted amendments to the Declaration, each then owner and each person or entity thereafter becoming an owner of a Unit and its successors in title shall, upon the reallocation of such Common Elements or Limited Common Elements automatically be vested with his or her appropriate allocated interest and shall be vested with his or her appropriate undivided percentage interest in such Common Elements and Limited Common Elements.

3. Removal of Property. That certain property described on Exhibit B attached hereto and incorporated by reference herein (the "Removed Property") is hereby removed from the Declaration and from the Regis Commercial Condominium. The Removed Property has been moved to the Regis Residential Condominium formed pursuant to that certain Declaration of Condominium of the Regis Residential Condominium dated November 28, 1984 and recorded December 17, 1984 at Book 1745 at Page 553 of the Deed Records of Douglas County, Nebraska, as amended. The Removed Property is that portion of the Regis Commercial Condominium identified as Suite 201 in Exhibit B of the Declaration. The Removed Property includes the Limited Common Elements allocated to the Removed Property described as the heat pump/air conditioning condensing units, hot water heater and window and door sills, frames and hardware which are not part of the Units constituting the Removed Property but which are adjacent to said Units and serve only such Unit or Units.

4. Percentage Interests. Exhibit C to the Declaration, describing the Unit Numbers, Unit Types and Schedule of Percentage Interests in the Common Elements is hereby deleted and replaced with new Exhibit C attached hereby and incorporated by reference herein.

5. Elevators. Notwithstanding the provisions of Section 3.2(c) of the Declaration, Elevators No. 2 and 3 shall not be a portion of the Regis Commercial Condominium.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the date first written above.

REGIS BUILDING, L.L.C., a Nebraska limited liability company

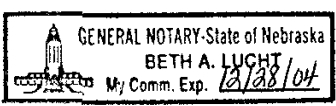
THE REGIS RESIDENTIAL CONDOMINIUM ASSOCIATION, INC.

By: [Signature]
Steve H. Borgmann, Manager

By: [Signature]
Ben Borgmann, President

STATE OF NEBRASKA)
)
COUNTY OF Madison)

On this 12th day of March, 2004, before me a Notary Public in and for said county and state, personally appeared Steve H. Borgmann, known to me to be the identical person who subscribed his name to the foregoing as Manager of Regis Building, L.L.C., a Nebraska limited liability company, and acknowledged the execution thereof to be his voluntary act and deed and the voluntary act and deed of said company.



[Signature]
Notary Public

STATE OF NEBRASKA)
COUNTY OF Douglas

On this 31 day of March, 2004, before me a Notary Public in and for said county and state, personally appeared Ben Borgmann, known to me to be the identical person who subscribed his name to the foregoing as President of The Regis Commercial Condominium Association, Inc., a Nebraska nonprofit corporation, and acknowledged the execution thereof to be his voluntary act and deed and the voluntary act and deed of said corporation.

[Signature]
Notary Public



CONSENT OF MORTGAGEE

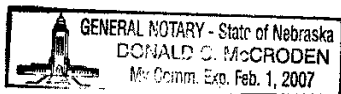
The undersigned mortgagee, as holder of the mortgage recorded against The Regis Commercial Condominium and all units located therein, hereby ratifies the Amendment set forth above.

GREAT WESTERN BANK

By: Kellen Hoover
Title: Vice President

STATE OF NEBRASKA)
)
COUNTY OF DOUGLAS)

On this 16th day of April, 2004, before me a Notary Public in and for said county and state, personally appeared Kellen Hoover known to me to be the identical person who subscribed his/her name to the foregoing as Vice President of Great Western Bank, and acknowledged the execution thereof to be his/her voluntary act and deed and the voluntary act and deed of said corporation.



[Signature]
Notary Public

EXHIBIT A

The Regis Commercial Condominium

Unit Nos. B101, 101, 102, 103 and 201, inclusive, The Regis Commercial Condominium, a condominium organized and existing under the laws of the State of Nebraska, pursuant to Declaration filed December 17, 1984 in Book 1745 at Page 607 of the Deed records of Douglas County, Nebraska, together with all common areas and elements, all Common Elements and all Limited Common Elements, and all appurtenant easements and all parking rights associated with The Regis Commercial Condominium.

EXHIBIT B

The Removed Property

Unit No. 201, in The Regis Commercial Condominium, a condominium organized and existing under the laws of the State of Nebraska pursuant to Declaration filed December 17, 1984 in Book 1745 at Page 607 of the Deed records of Douglas County, Nebraska.

EXHIBIT C

The Regis Commercial Condominium Association
Schedule of Percentage Interest

<u>Unit Number</u>	<u>Square Feet</u>	<u>Percentage Interest</u>
B101	6,431	51.72%
101	3,866	31.09%
102	1,222	9.83%
103	<u>915</u>	<u>7.36%</u>
Total	12,434	Total 100.00%