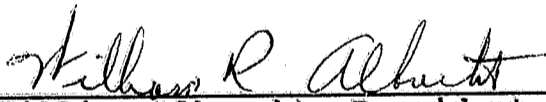


5288

CERTIFICATE OF AMENDMENT TO
SECOND AMENDED AND REVISED MASTER DEED
OF UNIVERSITY TOWERS CONDOMINIUM PROPERTY REGIME

The undersigned, WILLIAM ALBRECHT, President of the University Towers Condominium Property Regime, hereby certifies that on the 10th day of December, 1991 the attached amendments to the Second Amended and Revised Master Deed and Declaration of the University Towers Condominium Property Regime, located on Lots 4, 5, and 6, Block 29, Lincoln Original, Lincoln, Lancaster County, Nebraska, which are attached to this certificate were consented and agreed to by at least 75% of the Co-Owners. These amendments were adopted at the same time as the amendment that was filed as Instrument #91-42973.

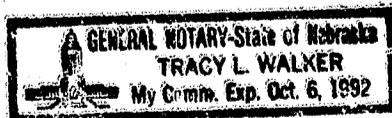


William Albrecht, President of
University Towers Condominium
Property Regime Associates

Subscribed and sworn to before me this 10th day of FEBRUARY, 1992, by William Albrecht, President of University Towers Condominium Property Regime.



Notary Public



PROPOSED AMENDMENTS TO THE MASTER DEED & DECLARATION

13. Additional Restrictions On Use and Occupancy

13 (e) - Now reads: "One owner or occupant must be forty-nine (49) years of age and other occupants may be of a lesser age."

(f) - Now reads: "The Association shall be permitted to bring legal action to compel the removal of any person violating the age restriction, and the Association shall be entitled to collect reasonable attorney's fees from the Co-Owner of any unit who permits a violation of the age restriction."

Delete 13 (e&f) in their entirety and renumber 13 (g-i).

13 (j) - Now reads: "Renting of Unit. Any owner may rent his unit providing the occupant meets the age requirement. No portion of a unit (other than the entire unit) may be rented."

Renumber and change wording to read as follows: "Renting of Unit. Any owner may rent his unit. No portion of a unit (other than the entire unit) may be rented."

Renumber 13 (j-m).

16.4 - Now reads: Penalties and Interest. In the event of a default by a Co-Owner which continues for a period in excess of fifteen (15) days, the Board of Administrators may impose a penalty not to exceed twenty percent (20%) per annum from the due date. In addition, each unpaid fee or assessment shall bear interest at the rate of twelve percent (12%) per annum from the due date thereof. In addition to foreclosing the lien for any amount due to the Board of Administrators for any duties or liabilities owed by any Co-Owner of any Unit, the Board of Administrators may elect to pursue any claim or cause of action against the Co-Owner in any court having jurisdiction over said cause.

Change to read as follows: Penalties and Interest. In the event of a default by a Co-Owner which continues for a period in excess of fifteen (15) days, the Board of Administrators may impose a late penalty fee not exceed fifteen percent (15) of the amount of default. In addition, each unpaid fee or assessment shall bear interest at the rate of twelve percent (12%) per annum from the due date thereof. In addition to foreclosing the lien for any amount due to the Board of Administrators for any duties or liabilities owed by any Co-Owner of any Unit, the Board of Administrators may elect to pursue any claim or cause of action against the Co-Owner in any court having jurisdiction over said cause.

W

20 Registration of Mailing Address. Second sentence now reads: "All notices or demands intended to be served upon the Association may be sent by first class U. S. mail, postage prepaid, addressed to the Association at its office at 435 University Towers, Lincoln, Nebraska 68508, or to such other address as the Association may hereafter furnish to the owners in writing."

Change wording to read as follows: "All notices or demands intended to be served upon the Association may be sent by first class U. S. Mail, postage prepaid, addressed to the Association at its offices at 128 North 13th Street, #206, Lincoln, Nebraska 68508-1501, or to such other address as the Association may hereafter furnish to owners in writing."

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REASONS FOR AMENDING BY-LAWS

- 1 - Clarify voting allocation of each unit.
- 2 - Clarify definition of "Majority of the Co-Owners"/
- 3 - Change to make term of each elected board member to be three years.
- 4 - Establish a nominating committee.
- 5 - Term of board member elected to fill vacancy on board shall have the same expiration date as the board member who created the vacancy.

5.

PROPOSED AMENDMENTS TO BY-LAWS

ARTICLE II - Section 9. Voting. (page 3) - First sentence now reads: "Voting at all meetings of the Association of Co-owners shall be on a percentage basis and the percentage of the vote to which each Co-owner is entitled shall be Percentage Interest assigned to his Unit in the Master Deed and Declaration."

Change to read as follows: "Voting at all meetings of the Association of Co-owners shall be on the basis of the number of votes assigned to each unit in Section 14c (page 10 of the Master Deed and Declaration."

ARTICLE II - Section 11. Majority of the Co-owners. (page 4) - Now reads: "Majority of the Co-owners means the Co-owners of more than fifty percent (50%) of the aggregate Percentage Interest. Any specified percentage or proportion of the Co-owners means the Co-owners of such number or Percentage Interest in the aggregate."

Change to read as follows: "Majority of the Co-owners means the Co-owners of more than fifty percent (50%) of the aggregate percentage of the total votes assigned in Section 14c (page 10) of the Master Deed and Declaration. Any specified percentage or proportion of the Co-owners means the Co-owners of the such number of Percentage of votes in the aggregate."

ARTICLE III - Section 4. Nomination, Election and Term of Office. (page 7) - Now reads: "At the first annual meeting of the Association of Co-owners, the term of office of two (2) members of the Board of Administrators shall be fixed at three (3) years, the term of office of two (2) members of the Board of Administrators shall be fixed at two (2) years, and the term of office of one (1) member of the Board of Administrators shall be fixed at one (1) year. At the expiration of the initial term of office of each respective member of the Board of Administrators, his successor shall be elected to serve the same term as the office being vacated. Any members can be re-elected. The members of the Board of Administrators shall hold office until their respective successors shall have been elected by the Association of Co-owners."

(a) Nominations for election to the Board of Administrators may be made by the Association of Co-owners at their annual Association meeting. Nominations can be in writing.

(b) Nominations for election to the Board of Administrators shall be made separately for each position to be elected by ballot.

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(c) Each notice of nomination hereunder shall set forth:

(1) the name, age, business address, if known, and residential address of each nominee proposed in such notice:

(2) the principal occupation or employment of such nominee;

(3) other information which a majority of the Board of Administrators may hereafter vote to require.

Change Article III - Section 4 to read as follows:

"Nomination, Election and Term of Office. At the first annual meeting of the Association of Co-owners, the term of office of two (2) members of the Board of Administrators shall be fixed at three (3) years, the term of office of two (2) members of the Board of Administrators shall be fixed at two (2) years, and the term of office of one (1) member of the Board of Administrators shall be fixed at one (1) year. At the expiration of the initial term of office of each respective member of the Board of Administrators, his successor shall be elected to serve a term of office of three years. Any members can be re-elected. The members of the Board of Administrators shall hold office until their respective successors shall have been elected by the Association of Co-owners.

(a) Nominations for election to the Board of Administrators are made by a nominating committee appointed by the Board of Administrators. The nominating committee to consist of at least three Association Co-owners, one of which must be a member of the existing Board of Administrators. Nominations may also be made from the floor.

(b) Nominations for election to the Board of Administrators shall be made separately for each position to be elected by ballot."

(c) Delete sub-section (c) in its entirety.

(d) & (e) Renumber these sub-sections as a result of deleting sub-section (c).

ARTICLE III - Section 6 - Vacancies. Now reads:

"Vacancies in the Board of Administrators caused by any reason other than the removal of an Administrator by a vote of the Association of Co-Owners shall be filled by a vote of a majority of the remaining Administrators at a special meeting of the Board of Administrators held for that purpose

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promptly after the occurrence of any such vacancy, even through the Administrators present at such a meeting may constitute less than a quorum, and each person so elected shall be a member of the Board of Administrators for the remainder of the term of the member so removed and until a successor shall be elected at the next annual meeting of the Association of Co-owners."

Change to read as follows: "Vacancies in the Board of Administrators caused by any reason other than the removal of an Administrator by a vote of the Association of Co-owners shall be filled by a vote of a majority of the remaining Administrators at a special meeting of the Board of Administrators held for that purpose promptly after the occurrence of any such vacancy, even though the Administrators present at such a meeting may constitute less than a quorum. Each person so elected shall be a member of the Board of Administrators until the next annual meeting of the Association of Co-owners when a successor shall be elected to complete the unexpired term. If the term would normally expire at this meeting the successor would be elected for three (3) years in the normal manner as described in Section 4."

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Unit No.	Owners Signature
404	Christ B. Giesbert
403	Dean Suttle by Christ Giesbert
808	Richard H. Zilman
701	Alessandra Jommar
707	J. Young
806	Bruce Raymer
710	Larry L. Price
905	June C. Stevens
702	Luis P. Grani
604	Larry Price & Asso L. Price
605	Larry Price & Asso L. Price
606	Larry Price & Asso L. Price
607	Larry Price & Asso L. Price
608	Larry Price & Asso L. Price

FLOORS 11-12th 13 UNIVERSITY CLUB

Larry Price & Asso L. Price
8 VOTES

STUART THEATRE

Larry Price & Asso L. Price
8 VOTES

1315 P ST

Larry Price & Asso L. Price

1321 P ST

Larry Price & Asso L. Price

9

Unit No.

Owners Signature

910

Sharon M Bunge

408

Murray A. Cooke

1001

Calvin D. Xiles

807

Zella Rosenberg

708

James L. Ashland

906

Robert Lloyd Jeffrey

705

Vern & Nora Small

503

Larry Price & Asso LeBuce

504

Larry Price & Asso LeBuce

505

Larry Price & Asso LeBuce

506

LeBuce

507

Larry Price & Asso LeBuce

703

Larry Price & Asso

706

Larry Price & Asso LeBuce

117

Unit No.

Owners Signature

1604
 1007 1008 908
 508
 1006
 1009
 1002
 144 No 137u
 709
 704
 810
 801
 802
 803
 805
 809

Ronald P. Lutton by H. Banton, Secy
 Thomas Cleodwell 3 VOTES
 Richard S. Hall
 Kenneth R. Bailey
 Paty & Davidson
 William R. Albertt
 Thomas T. Wright
 Laffern and Elizabeth Q. Ellis
 Virgil A. Johnson for Robert Hillman
 Virgil A. Johnson
 Larry Price & Asso L. Bruce
 Larry Price & Asso L. Bruce
 Larry Price & Asso L. Bruce
 Larry Price & Asso L. Bruce
 Larry Price & Asso L. Bruce

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PROXY

I give to VIRGIL JOHNSON the right to represent me and vote in my absence at the 1991 Annual Meeting of the University Towers Condominium Association.

Robert Gillan
Signed

704
Unit Number

JUN 21, 1991
Date

13

PROXY

I give to Sam Davidson the right to represent me and vote in my absence at the 1991 Annual Meeting of the University Towers Condominium Association.

Signed Harold J Lutton

1004
Unit Number

12/1/91
Date

14

PROXY

I give to Harriet Crossbart the right to represent me and vote in my absence at the 1991 Annual Meeting of the University Towers Condominium Association.

Dean B. Settle
Signed

403
Unit Number

11-29-91
Date

BLOCK
UNIT
CHECKED
MC
RB

attached

LANCASTER COUNTY, NEB
Dan Nette
REGISTER OF DEEDS

118⁰⁰

FEB 11 2 05 PM '92

INST. NO. 92 5288

927

Y

Bollin R. Bailey P.C.
Suite 400
Cooper Plaza Bldg.
(08)