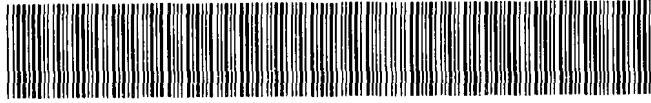


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**FIFTH AMENDMENT TO DECLARATION  
FOR 902 DODGE CONDOMINIUM**

THIS FIFTH AMENDMENT TO DECLARATION FOR 902 DODGE CONDOMINIUM (the "Fifth Amendment") is made this 16 day of March, 2011, by 902 DODGE CONDOMINIUM ASSOCIATION, INC., a Nebraska non-profit corporation (the "Association").

**RECITALS:**

WHEREAS, that certain Declaration for 902 Dodge Condominium that was recorded in the office of the Douglas County Register of Deeds on September 21, 2006, as Instrument No. 2006108833, as amended by that First Amendment to Declaration for 902 Dodge Condominium that was recorded in the office of the Douglas County Register of Deeds on November 13, 2007 as Instrument No. 2007126558, as amended by that Second Amendment to Declaration for 902 Dodge Condominium that was recorded in the office of the Douglas County Register of Deeds on December 14, 2009, as Instrument No. 2009132778, as amended by that Third Amendment to Declaration for 902 Dodge Condominium that was recorded in the office of the Douglas County Register of Deeds on May 3, 2010, as Instrument No. 2010037273, as amended by that Fourth Amendment to Declaration for 902 Dodge Condominium that was recorded in the office of the Douglas County Register of Deeds on October 7, 2010, as Instrument No. 2010092812 (collectively referred to herein as the "Declaration");

WHEREAS, on or about February 11, 2011, the Association agreed, by the affirmative vote of eighty (80%) percent or more of the Unit Owners, to release and convey a portion of the Common Elements located on the sixth (6<sup>th</sup>) floor of the Condominium to the Owner of Unit 600, which is the combination of Units 601 and 602 as approved herein below;

WHEREAS, on or about February 11, 2011, the Association agreed, by the affirmative vote of sixty-seven (67%) percent or more of the Unit Owners, to designate a portion of the Common elements located within the Parking Facility as Limited Common Elements; and

WHEREAS, on or about February 11, 2011, the Executive Board of the Association unanimously approved the following amendments to the Declaration: (1) that Units 601 and 602 shall be combined into Unit 600, and Common Element Interest Allocation Table set forth on Exhibit "C" to the Declaration and the Allocation of Unit Owner's Voting Rights set forth on Exhibit "D" to the Declaration shall be amended to reflect the combination of Units 601 and 602 into Unit 600, together with the release and conveyance of a portion of the Common Elements to

*Larry Johnson 11440 West Center Rd. Omaha, NE 68114 -> 1025*

the Owner of Units as set forth above; and (2) that the Owner of Unit 600 shall have the right to construct and install a permanent balcony and/or sun shade on the exterior of the west side of the Building as provided herein.

NOW, THEREFORE, for good and valuable consideration, the receipt of sufficiency of which is hereby acknowledged, the Association hereby amends the Declaration as follows:

1. Recitals. The Recitals as set forth above are hereby incorporated into this Fifth Amendment as if fully set forth herein.

2. Definitions. Unless otherwise defined in this Fifth Amendment, all capitalized terms used in this Fifth Amendment will have the same meanings ascribed to such terms in the Declaration.

3. Amendments.

A. Exhibit B-8 of the Declaration shall be deleted in its entirety and shall be replaced with Exhibit A attached hereto. Exhibit A attached hereto reflects the combination of Units 601 and 602 into Unit 600, and the release and conveyance of a portion of the Common Elements located on the sixth (6<sup>th</sup>) floor to the Owner of Unit 600. The Owner of Unit 600 shall have the right to construct and install a permanent balcony and/or sun shade on the exterior of the west side of the Building as provided herein, which balcony and/or sun shade shall be a Limited Common Element allocated exclusively to Unit 600.

B. Exhibit B-2 of the Declaration shall be deleted in its entirety and shall be replaced with Exhibit B attached hereto. Exhibit B attached hereto reflects the reconfiguration and designation of a portion of the Common elements located within the Parking Facility to Limited Common Elements as set forth on Exhibit B attached hereto.

C. Exhibit C of the Declaration shall be deleted in its entirety and shall be replaced with Exhibit C attached hereto.

D. Exhibit D of the Declaration shall be deleted in its entirety and shall be replaced with Exhibit D attached hereto.

4. Indexing. This Fifth Amendment shall be indexed against the following Units, to-wit:

Units 101, 201 thru 204, inclusive, 301 thru 304, inclusive, 401 thru 404, inclusive, 501 thru 504, inclusive, and 600, a <sup>902 Dodge</sup> Condominium organized under the laws of the State of Nebraska, in the City of Omaha, Douglas County, Nebraska, pursuant to the Declaration.

5. No Other Amendments. Except as specifically set forth herein, the Declaration shall remain in full force and effect as originally executed, acknowledged and recorded.



## EXHIBIT "C" TO DECLARATION

### COMMON ELEMENT INTEREST ALLOCATION TABLE

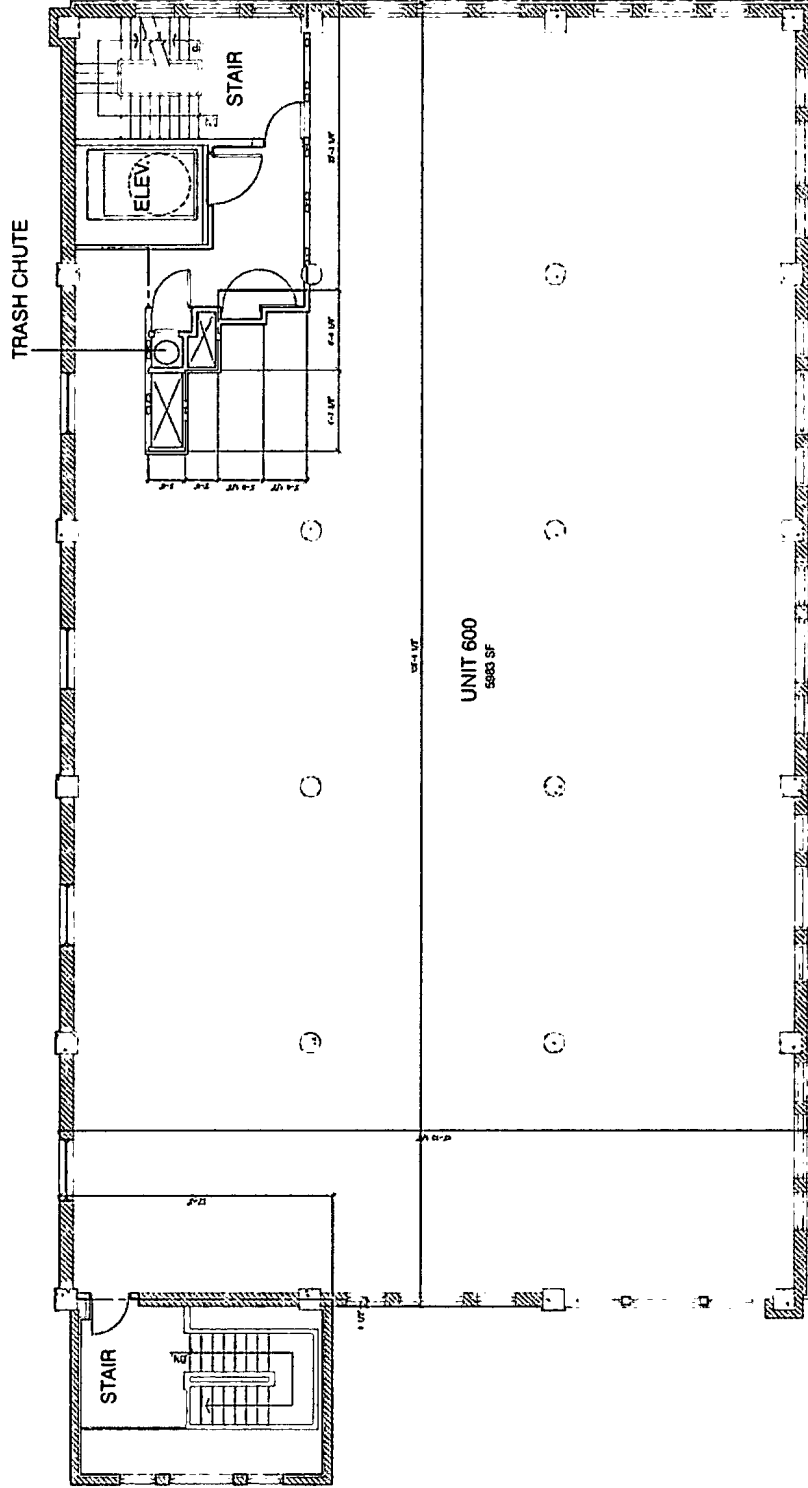
Unit Number	Square Footage	Allocated Interest Common Elements And Expenses	Allocated Interest Residential Units - Limited Common Elements	Allocated Interest Commercial Units - Limited Common Elements
101	5,870	17.69%	0%	100%
201	1,453	4.38%	5.32%	0%
202	1,245	3.75%	4.56%	0%
203	1,120	3.38%	4.10%	0%
204	1,520	4.58%	5.56%	0%
301	1,453	4.38%	5.32%	0%
302	1,245	3.75%	4.56%	0%
303	1,120	3.38%	4.10%	0%
304	1,520	4.58%	5.56%	0%
401	1,453	4.38%	5.32%	0%
402	1,245	3.75%	4.56%	0%
403	1,120	3.38%	4.10%	0%
404	1,520	4.58%	5.56%	0%
501	1,453	4.38%	5.32%	0%
502	1,245	3.75%	4.56%	0%
503	1,120	3.38%	4.10%	0%
504	1,520	4.58%	5.56%	0%
600	5,963	17.97%	21.83%	0%
<b>TOTALS</b>	<b>33,185</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

## Exhibit "D" to Declaration

### Allocation of Unit Owner's Voting Rights

Unit No.	Unit Square Footage	Association Voting Interest
101	5870	17.69%
201	1453	4.38%
202	1245	3.75%
203	1120	3.75%
204	1520	3.38%
301	1453	4.38%
302	1245	3.75%
303	1120	3.38%
304	1520	4.58%
401	1453	4.38%
402	1245	3.75%
403	1120	3.38%
404	1520	4.58%
501	1453	4.38%
502	1245	3.75%
503	1120	3.38%
504	1520	4.58%
600	5963	17.97%
<b>Total</b>	<b>33,185 sq. ft.</b>	<b>100%</b>

COMMON ELEMENTS  
CONDOMINIUM UNITS



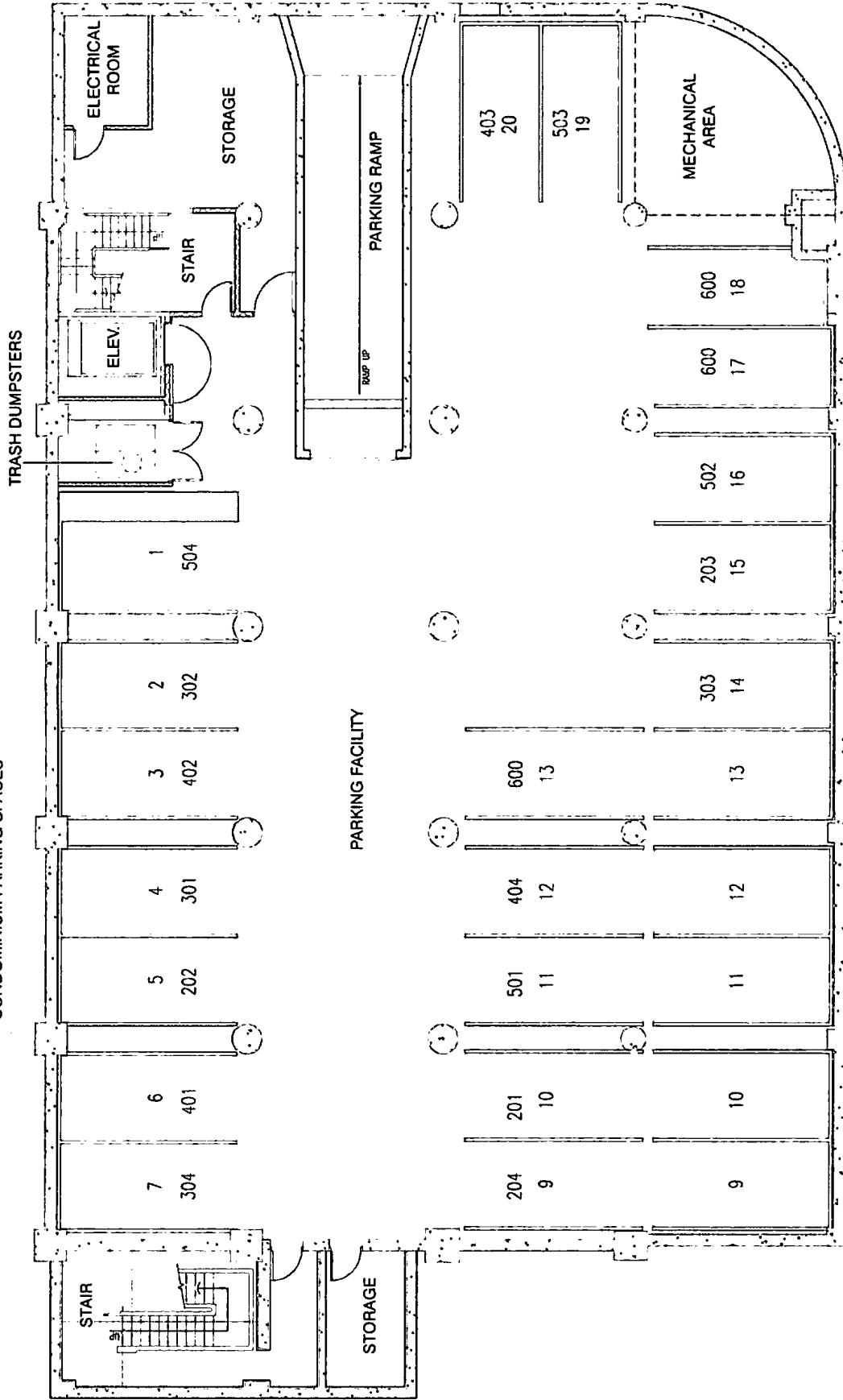
SIXTH FLOOR PLAN

# DECLARATION FOR 902 DODGE CONDOMINIUM

EXHIBIT A

COMMON ELEMENTS

CONDOMINIUM PARKING SPACES



BASEMENT FLOOR PLAN

DECLARATION FOR 902 DODGE CONDOMINIUM

EXHIBIT B