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CASS COUNTY, NE.

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BRUCE A. WILSON 695
PATRICIA WEINGER
REGISTER OF DEEDS

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AMENDMENT TO DECLARATIONS OF IRON HORSE AND IRON HORSE II

THIS AMENDMENT TO DECLARATIONS is made the date hereinafter set forth by IRON HORSE DEVELOPMENT, L.L.C., a Nebraska limited liability company ("Declarant").

RECITALS

A. On March 13, 2000, a document entitled Declaration of Covenants, Conditions, Restrictions and Easements of Iron Horse, a Subdivision in Cass and Saunders Counties, Nebraska for Lots One (1) through Nine (9), inclusive, and Lots Eighteen (18) through One Hundred Forty-seven (147), inclusive, in IRON HORSE, a subdivision as surveyed, platted, and recorded in Cass and Saunders Counties, Nebraska were recorded by Declarant in the office of the Register of Deeds of Cass County, Nebraska at Book 55 Page 362 of the Miscellaneous Records and in the office of the Register of Deeds of Saunders County, Nebraska at Book 242 Page 902 of the General Records and by an amendment and restatement of the Declaration recorded of record at Book 245 Page 791 of the General Records at the Office of the Register of Deeds of Saunders County, Nebraska and at Book 55 Page 709 of the Miscellaneous Records at the Office of the Register of Deeds of Cass County, Nebraska Lot Ten (10) IRON HORSE REPLAT I, a subdivision as surveyed, platted, and recorded in Cass and Saunders Counties, Nebraska; Lots One (1) through Nineteen (19), inclusive, in IRON HORSE REPLAT II, a subdivision as surveyed, platted, and recorded in Cass and Saunders Counties, Nebraska and Lots One (1) through Seven (7), inclusive, in IRON HORSE REPLAT IV, a subdivision as surveyed, platted, and recorded in Cass and Saunders Counties, Nebraska were added to the Declaration, as amended, (hereinafter collectively the "Declaration").

B. On November 8, 2001, a document entitled Amendment to Protective Covenants was recorded by Declarant in the office of the Register of Deeds of Saunders County, Nebraska at Book 262 Page 700 of the General Records, and in the office of the Register of Deeds of Cass County, Nebraska at Book 57 Page 632 of the Miscellaneous Records (hereinafter collectively the "First Amendment").

C. On May 14, 2002, a document entitled Declaration of Covenants, Conditions, Restrictions and Easements of Lots 149-209, inclusive, Iron Horse II, a subdivision in Cass and Saunders Counties, Nebraska, was recorded by Declarant in the office of the Register of Deeds of Saunders County, Nebraska at Book 271 Page 635 of the General Records, and in the office of

RETURN TO:
FULLENKAMP, DOYLE & JOBEUN
11440 WEST CENTER ROAD
OMAHA, NEBRASKA 68144-4482
ATTN: _____

the Register of Deeds of Cass County, Nebraska at Book 58 Page 369 of the Miscellaneous Records (hereinafter collectively the "Declaration II").

D. On February 25, 2003, a document entitled Amendment to Declaration of Iron Horse and Iron Horse II was recorded by Declarant in the office of the Register of Deeds of Saunders County, Nebraska at Book 285 Page 1208 of the General Records, and in the office of the Register of Deeds of Cass County, Nebraska at Book 59 Page 479 of the Miscellaneous Records (hereinafter collectively the "First Dual Amendment").

E. On July 28, 2003, a document entitled Amendment to Declaration of Iron Horse was recorded by Declarant in the office of the Register of Deeds of Saunders County, Nebraska at Book 296 Page 718 of the General Records, and in the office of the Register of Deeds of Cass County, Nebraska at Book 59 Page 961 of the Miscellaneous Records (hereinafter collectively the "Second Amendment").

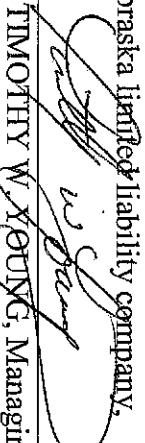
F. Paragraph 3 of Article V of the Declaration provides that for a period of ten (10) years following March 13, 2000, the Declarant shall have the sole, absolute and exclusive right to amend, modify or supplement all or any portion of the Declaration.

G. Paragraph 3 of Article V of Declaration II provides that for a period of ten (10) years following May 8, 2002, the Declarant shall have the sole, absolute and exclusive right to amend, modify or supplement all or any portion of the Declaration II.

NOW, THEREFORE, Declarant hereby declares that the Declaration recorded on March 13, 2000 at Book 55 Page 362 of the Miscellaneous Records of the Register of Deeds of Cass County, Nebraska and at Book 242 Page 902 of the General Records of the Register of Deeds of Saunders County, Nebraska, and all amendments thereto, and the Declaration II recorded on May 14, 2002 in the office of the Register of Deeds of Saunders County, Nebraska at Book 271 Page 635 of the General Records, and in the office of the Register of Deeds of Cass County, Nebraska at Book 58 Page 369 of the Miscellaneous Records, all should be and hereby are amended in the following manner:

- I. By deleting therefrom Paragraph 2 Section E of Article I of the Declaration and deleting therefrom Paragraph 2 Section E of Article I of the Declaration II.
- II. All other terms of said Declaration, as amended, and said Declaration II, as amended, shall remain in full force and effect.


Dated this 20th day of September 2004.

IRON HORSE DEVELOPMENT, L.L.C., a
Nebraska limited liability company,
By: 
TIMOTHY W. XIONG, Managing Member

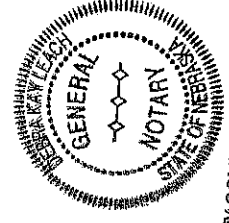
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STATE OF NEBRASKA)
) ss.
COUNTY OF DOUBLAS)

On this 28 day of September 2004, the foregoing instrument was acknowledged before me, a Notary Public, by Timothy W. Young, Managing Member of Iron Horse Development, L.L.C., a Nebraska Limited liability company, acting on behalf of said limited liability company.



Notary Public



MY COMMISSION EXPIRES:
MAY 28, 2006