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GEORGE D. BULEWICZ  
REGISTER OF DEEDS  
DOUGLAS COUNTY, NE

CASH 1520 BK 1095 R COMP FB M1-07055  
TYPE ma PG 910 C/O      COMP ✓ SCAN ✓  
FEE 65.00 OF      LEGL PG      MC      FV     

15-  
Celebrity Homes  
4355 So. 145th St.  
Omaha, NE 68137

AMENDMENT TO PROTECTIVE COVENANTS

THIS AMENDMENT TO PROTECTIVE COVENANTS is made the date hereinafter set forth by Celebrity Homes, Inc., a Nebraska corporation hereinafter referred to as "Developer".

RECITALS:

A. On July 16, 1991, Protective Covenants for Lots one (1) through one hundred twenty (120), inclusive in THE COLONIES REPLAT II, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska were recorded by Developer in the Office of the Register of Deeds of Douglas County, Nebraska in Miscellaneous Book 971 at Page 246; and

B. Paragraph 23 of the Protective Covenants provides that said Covenants may be amended by the Developer for a period of ten (10) years following July 16, 1991 by executing and recording one or more duly acknowledged Amendments to Protective Covenants in the Office of the Register of Deeds of Douglas County, Nebraska.

NOW, THEREFORE, Developer hereby declares that the Protective Covenants recorded on July 16, 1991 in Book 971 at Page 246 for the following described lots, to-wit:

Lots 1-120, THE COLONIES REPLAT II, a subdivision as surveyed, platted and recorded

should be and hereby are amended by:

1. Deleting from Paragraph 6. Area. "ground floor" and "main floor" and the parentheses around "above grade".

2. Changing the heading of paragraph 11. from "Signs". to "Signs/Model Homes". and adding the following as the final sentence to said paragraph 11. "Model homes may be maintained by the Developer notwithstanding the fact there are no longer any vacant lots within the subdivision for sale."

All other terms of said Protective Covenants shall remain in full force and effect.

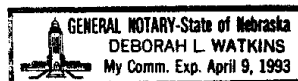
Dated this 19 day of January, 1993.

CELEBRITY HOMES, INC.

By: Gale L. Larsen  
President

STATE OF NEBRASKA )  
                                  ) ss.  
COUNTY OF DOUGLAS )

On this 19 day of January, 1993, the foregoing instrument was acknowledged before me by Gale L. Larsen, President, acting on behalf of Celebrity Homes, Inc.



Deborah L. Watkins  
Notary Public