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MISC 2000 16903

RICHARD N. TAKEUCHI
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

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AMENDMENT NO. 3
TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

This Amendment No. 3 to Declaration of Covenants, Conditions and Restrictions is made this 13th day of July, 2000, by THC, Inc., a Nebraska nonprofit corporation.

RECITALS:

This Amendment is made with respect to the following facts:

A. That certain Declarations of Covenants, Conditions and Restrictions dated as of December 12, 1994, and recorded on December 13, 1994, in Book 1136 at Page 1 of the Miscellaneous Records of the Office of the Register of Deeds of Douglas County, Nebraska (the "Declaration") pertaining to the real property described on the Exhibit "A" attached hereto, provides in Section 13 that the provisions of the Declaration may be amended by an instrument in writing signed by the "Owner" or "Owners" (as defined in the Declaration) holding not less than ninety percent (90%) of the votes relative to the general business and affairs of the "Association" (as defined in the Declaration). THC, Inc. as the sole voting Owner of the Association has the power and authority to amend the Declaration.

B. The Declaration was amended by Amendment No. 1 to Declaration of Covenants, Conditions and Restrictions dated July 18, 1996, and recorded on July 22, 1996, in Book 1182 at Page 617 of the Miscellaneous Records of the Office of the Register of Deeds of Douglas County, Nebraska, and was further amended by Amendment No. 2 to Declaration of Covenants, Conditions and Restrictions dated June 30, 1997, and recorded on October 7, 1997, in Book 1224 at Page 508 of the Miscellaneous Records of the Office of the Register of Deeds of Douglas County, Nebraska. All references herein to the Declaration shall mean the Declaration as amended by Amendments No. 1 and No. 2 as referenced herein.

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AMENDMENT

NOW, THEREFORE, the Declaration is hereby amended as follows:

1. Section 1.28 of the Declaration is hereby amended by adding the following provision immediately at the end of the existing Section 1.28 which additional provision shall read as follows:

Any Parcel and Improvements determined at anytime by the taxing authorities to be either in whole or in part tax exempt shall notwithstanding the determination of tax exempt status be assigned an actual value equal to the full actual value of the Parcel and any Improvements thereon as if the Parcel and any Improvements thereon were not tax exempt. In the event the full actual value of such tax exempt Parcel and Improvements cannot be determined from the records of the Office of the Douglas County Assessor then in that event the Property Value for such tax exempt Parcel and Improvements shall be determined in accordance with the provisions of Section 6.3 of this Declaration.

2. Alegent Health, the owner of certain Parcels and Improvements in Lakeside Hills affected by this Amendment No. 3 has consented to, approved, confirmed and ratified this Amendment No. 3, such consent being attached hereto as Exhibit "B" and made a part hereof.

3. Except to the extent amended hereby the Declaration as amended by Amendments No. 1 and No. 2 shall remain unmodified and shall continue in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed this Amendment No. 3 as of the date first above written.

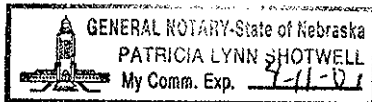
THC, Inc., a Nebraska nonprofit corporation

By: Joseph P. Laferla
Joseph P. Laferla, Its President

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

On this 13 day of July, 2000, before me a Notary Public duly commissioned and qualified in and for said county and state, personally came Joseph P. Laferla, President of THC, Inc., a Nebraska nonprofit corporation, who is personally known to me to be the identical person whose name is affixed to the above instrument in the capacity stated, and he acknowledged the said instrument to be his free and voluntary act and deed and the free and voluntary act and deed of said corporation.

WITNESS my hand and official seal at Omaha, in said county and state, the date aforesaid.



Patricia Lynn Shotwell
Notary Public

EXHIBIT "A"


- Lot 1, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21555 1
- Lots 1 and 2, Lakeside Hills Replat 1, an administrative subdivision of Lot 2, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21558 2
- Lots 3 through 6, inclusive, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21555 4
- Lots 1, 2 and 3 of Lakeside Hills Replat 4, being a replat of Lots 7 and 8, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21563 3
- Lots 9 through 30, inclusive, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21555 22
- Lot 1, Lakeside Hills Replat 2, being a replat of Lots 31, 32 and 33, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21559 1
- Lot 1, Lakeside Hills Replat 3, being a replat of Lots 34 through 39, inclusive, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21562 1
- Lots 40 through 43, inclusive, Lakeside Hills as surveyed, platted and recorded in Douglas County, Nebraska. M1-21555 4
- Lots 1 through 14, inclusive, of Lakeside Plaza, being a replatting of Lots 44 through 47, inclusive, and a part of Lots 48 through 54, inclusive, in Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21564 14
- Lots 48 through 58, inclusive, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21555 11
- Outlots 1 through 7, inclusive, Lakeside Hills, as surveyed, platted and recorded in Douglas County, Nebraska. M1-21555 7

EXHIBIT "B"

**CONSENT TO, APPROVAL AND CONFIRMATION OF AMENDMENT NO. 3 TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS**

The undersigned, Alegent Health, a Nebraska nonprofit corporation, being the owner of Lot 1, Lakeside Hills, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska; Lot 1, Lakeside Hills Replat 1, an administrative subdivision of Lot 2, Lakeside Hills, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska; and Lot 2, Lakeside Hills Replat 1, an administrative subdivision of Lot 2, Lakeside Hills, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska, does hereby consent to, approve, ratify and confirm in all respects the terms, covenants and provisions of Amendment No. 3 to Declaration of Covenants, Conditions and Restrictions, to the same effect as if the undersigned had executed the Amendment.

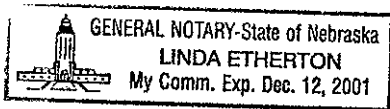
ALEGENT HEALTH, a Nebraska nonprofit corporation,

By: 
Charles J. Marr
Chief Executive Officer

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

On this 9th day of NOVEMBER, 2000, before me a Notary Public duly commissioned and qualified in and for said county and state, personally came Charles J. Marr, Chief Executive Officer of Alegent Health, a Nebraska nonprofit corporation, who is personally known to me to be the identical person whose name is affixed to the above instrument in the capacity stated, and he acknowledged the said instrument to be his free and voluntary act and deed and the free and voluntary act and deed of said corporation.

WITNESS my hand and official seal at Omaha, in said county and state, the date aforesaid.




Notary Public