

AMENDMENT TO MASTER
DEED AND DECLARATION

This Amendment to Master Deed and Declaration ("Amendment") is made this 6th day of June, 1995, by and between T-D-S Investments, a Nebraska general partnership ("T-D-S") and Plaza Mall South Condominium Association, Inc., a Nebraska corporation ("Association") with respect to the following facts:

A. T-D-S owns Unit No. 302 ("Unit No. 302") in Plaza Mall South Condominium Property Regime, Lincoln, Lancaster County, Nebraska, according to the Amendment to Master Deed and Declaration recorded March 3, 1992, as Instrument No. 92-8644, Records of Lancaster County, Nebraska ("Plaza Mall South"); and

B. The Association is the managing entity for Plaza Mall South; and

C. T-D-S has applied to the Association for subdivision of Unit 302 into two units.

NOW THEREFORE, in consideration of the foregoing facts, the terms and conditions of this Amendment, and other good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, T-D-S and the Association agree as follows:

1. Attached hereto as Exhibit A are signatures of not less than 75% of the owners by number of units and by percentage of value of all units in Plaza Mall South approving this Amendment. The Association hereby certifies that such signatures constitute approval by owners of not less than 75% of the owners by number of units and by percentage of value of all units as required by the Master Deed and Declaration of Plaza Mall South.

2. Attached hereto as Exhibit B is a true and correct Replat of Plaza Mall South as existing immediately prior to this Amendment.

3. The Master Deed and Declaration of Plaza Mall South is hereby amended by subdividing Unit No. 302 as follows:

a. Unit No. 302 is divided into two units, Unit No. 306 and Unit No. 308, as shown on Exhibit C-1;

b. The legal descriptions and square foot area of Units No. 306 and 308 are as set forth on Exhibit C-2; and

c. The allocable interests and obligations of Unit No. 302 under the Deed and Declaration of Plaza Mall South shall be reallocated proportionately based on square foot area, 55.24% to Unit No. 308 and 44.76% to Unit No. 306.

4. T-D-S shall construct and install the walls, doorways and doors necessary for the subdivision of Unit No. 302 as provided in this Amendment as shown on the attached Exhibit C.

IN WITNESS HEREOF, the parties hereto have signed this Amendment to Master Deed and Declaration as of the date and year first written above.

T-D-S INVESTMENTS, a Nebraska general partnership

By: David M. Schmidt
General Partner

PLAZA MALL SOUTH CONDOMINIUM ASSOCIATION, INC., a Nebraska corporation

By: Richard Douglas McCann
President

ATTEST:

David M. Schmidt
Secretary

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

6th The foregoing instrument was acknowledged before me this day of June, 1995, by David Schmidt, general partner, on behalf of T-D-S Investments, a Nebraska general partnership.



Wilma Hanson-McCoy
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF LANCASTER)

6th The foregoing instrument was acknowledged before me this day of June, 1995, by Richard Douglas McCann, President of Plaza Mall South Condominium Association, Inc., a Nebraska corporation, on behalf of the corporation.

(S E A L)



Pam A. Fiedler
Notary Public

EXHIBIT A

Approval of Unit Owners

Each of the undersigned hereby agrees and certifies that a) such person is authorized to sign on behalf of and bind the "Owner" identified next to such person's signature; and b) the "Owner" so identified hereby approves the Amendment to Master Deed and Declaration providing for subdivision of Unit No. 302 into Units No. 306 and 308 to which this Approval is attached.

<u>Unit No.</u>	<u>Owner</u>	<u>Signature</u>
100	Thomas and Patti Bachtold	<i>Thomas C. Bachtold</i>
102	Progress West Lincoln	<i>Larry Meyerish</i>
103	Robert Hinrichs, D.D.S.	
104	Consolidated Realty, Inc.	<i>David M. Schmidt, Pres.</i>
105	Richard C. Wieland, D.D.S.	<i>Richard C. Wieland</i>
107	Prairie Surgical Associates, P.C.	
111	Richard Douglas McClain	<i>Richard Douglas McClain</i>
113	Doolittle, Gerch & Juilfs	<i>John Gerch</i>
200	Gordon G. Pejsar, D.D.S., P.C.	<i>Gordon G. Pejsar, P.C.</i>
201	Clinical Laboratories of Lincoln, Inc.	<i>Larry All / Controller</i>
202	Consolidated Realty, Inc.	<i>David M. Schmidt, Pres.</i>
203	T-D-S Investments	<i>David M. Schmidt</i>
204	W. Richard Fagan and Danolda J. Fagan	<i>W. Richard Fagan</i>
206	Century Management Company	<i>John R. Watson, Pres.</i>
212	Consolidated Realty, Inc.	<i>David M. Schmidt, Pres.</i>
214	Richard Morin, P.C.	
218	M. James Ganser, D.D.S.	<i>M. James Ganser</i>
222	Prairie View Partnership	
300	T-D-S Investments	<i>David M. Schmidt</i>
302	T-D-S Investments	<i>David M. Schmidt</i>
310	T-D-S Investments	<i>David M. Schmidt</i>
312	Radiology Associates, P.C.	<i>Doreen W. Appert</i>
318	Eli S. Chesen, M.D., P.C.	
320	Robert Bleicher, M.D.	
330	Clinical Laboratories of Lincoln, Inc.	<i>Larry All / Controller</i>
333	Clinical Laboratories of Lincoln, Inc.	<i>Larry All / Controller</i>

EXHIBIT B

Current Replat of Plaza Mall South

EXHIBIT

" P "

PLAZA MALL SOUTH

UNIT OWNERS'
REPLAT

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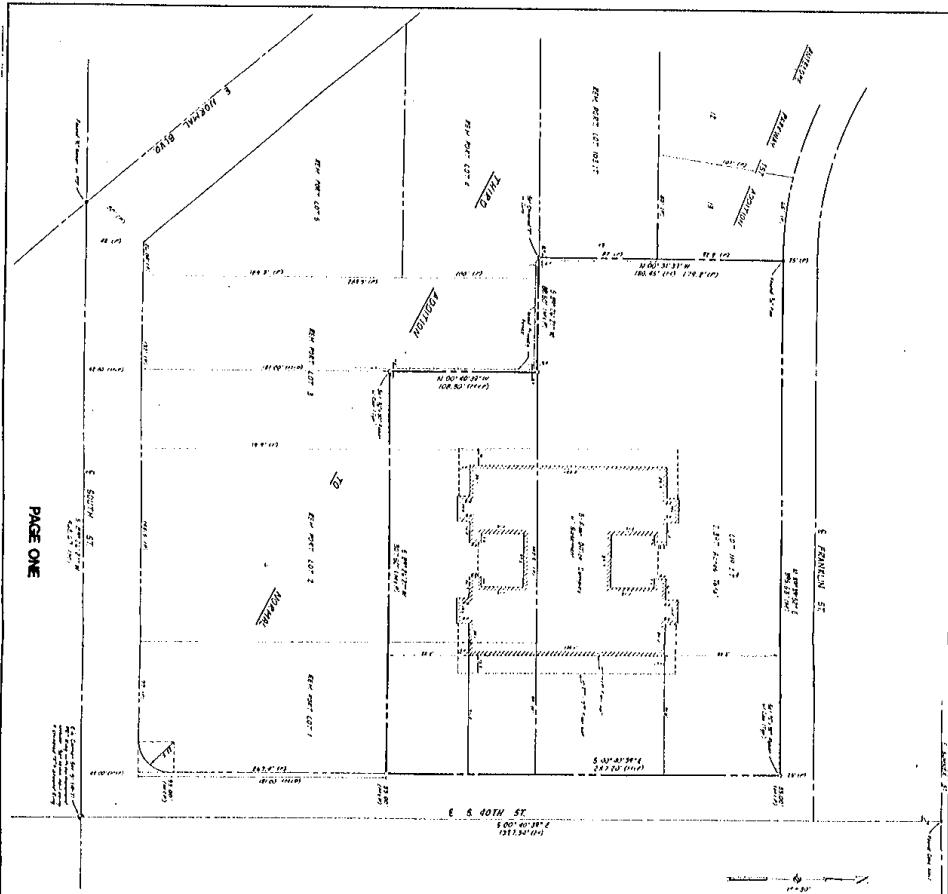
PAGE 13 -----Second Level Legal Descriptions

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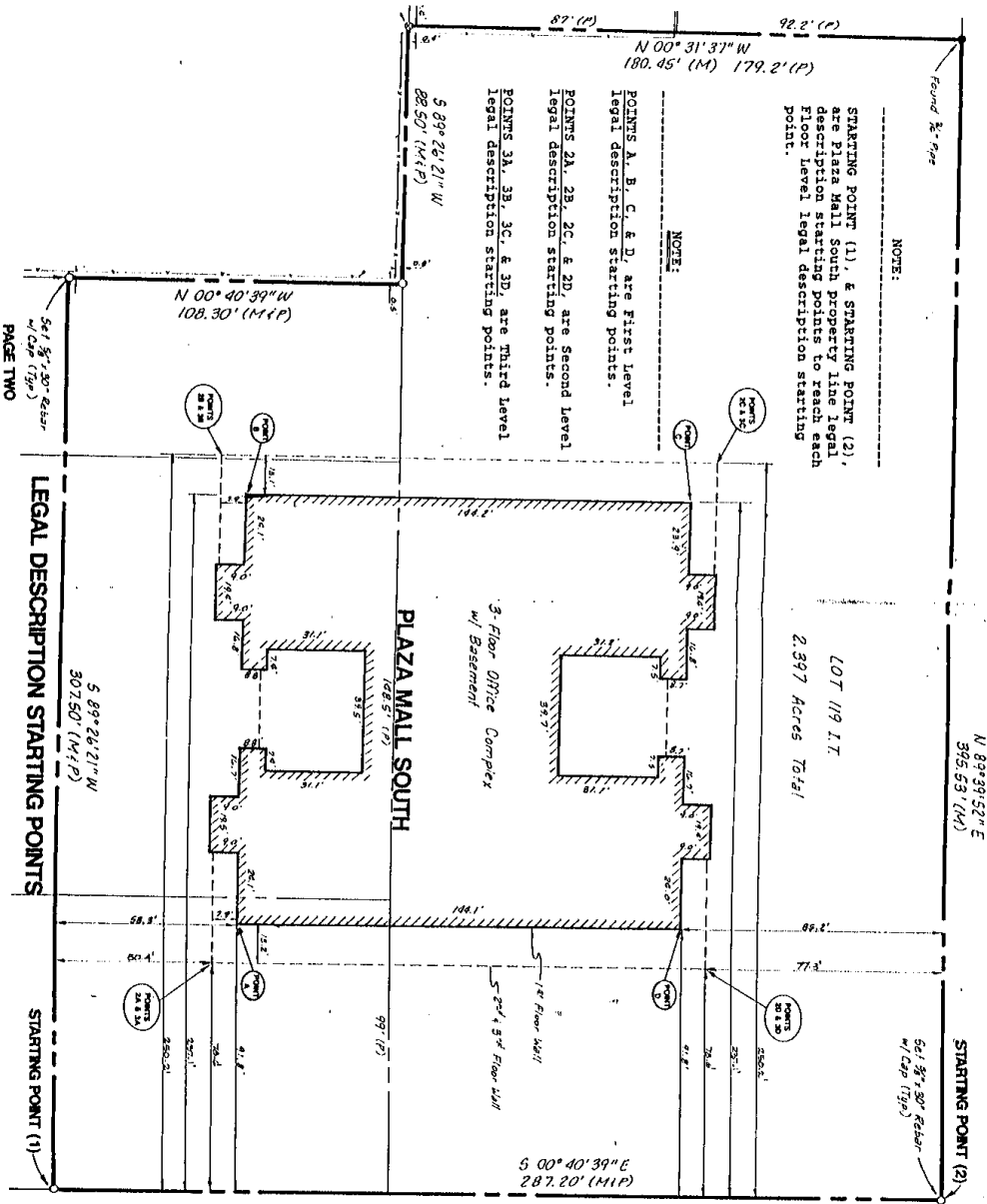
SURVEY RECORD

TO ALL WHOM THESE PRESENTS SHALL COME, I, the undersigned, do hereby certify that the foregoing is a true and correct copy of the original survey record as the same appears in the files of the Surveyor General of the State of Nebraska, and that the same is a true and correct copy of the original survey record as the same appears in the files of the Surveyor General of the State of Nebraska, and that the same is a true and correct copy of the original survey record as the same appears in the files of the Surveyor General of the State of Nebraska.

WITNESSED my hand and the seal of the Surveyor General of the State of Nebraska, this 1st day of January, 1911.

Surveyor General of the State of Nebraska

<p>LOT 19 1/4 T. 1 N., LOTS 1, 2 AND THE EAST 60' OF LOT 3 EXCEPT THE SOUTH 161' OF LOTS 1, 2 AND 3 OF THE THIRD ADDITION TO NORMAL, LOCATED IN THE NE 1/4 SECTION 31, T10N, R7E OF THE 6TH P.M. LANCASTER COUNTY, NEBRASKA</p>		<p>Surveyor State of Nebraska Surveyor General</p>	<p>Plat No. 100000 Date of Plat 10/10/11 Date of Survey 10/10/11</p>
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PAGE TWO

E 5. 40TH ST.
 5 00° 40' 39" E
 1727.24' (M, P)

LEGAL DESCRIPTION TO POINTS A, 2A, & 3A.

POINT A:

Starting at the Southeast corner of the Plaza Mall South property line, known as starting point (1), thence proceeding West 91.8 feet, thence North 58.3 feet to point A, First Level legal description starting point.

POINTS 2A, & 3A:

Starting at the Southeast corner of the Plaza Mall South property line, known as starting point (1), thence proceeding West 78.6 feet, thence North 50.4 feet to points 2A, & 3A, Second Level, and Third Level legal description starting points.

LEGAL DESCRIPTION TO POINTS B, 2B, & 3B.

POINT B:

Starting at the Southeast corner of the Plaza Mall South property line, known as starting point (1), thence proceeding West 237.1 feet, thence North 58.3 feet to point B, First Level legal description starting point.

POINT 2B, & 3B:

Starting at the Southeast corner of the Plaza Mall South property line, known as starting point (1), thence proceeding West 250.2 feet, thence North 50.4 feet to points 2B, & 3B, Second Level and Third Level legal description starting points.

LEGAL DESCRIPTION TO POINTS C, 2C, & 3C.

POINT C:

Starting at the Northeast corner of the Plaza Mall South property line known as starting point (2), thence proceeding West 237.1 feet, thence South 85.2 feet to point C, First Level legal description starting point.

POINTS 2C, & 3C:

Starting at the Northeast corner of the Plaza Mall South property line known as starting point (2), thence proceeding West 250.2 feet, thence South 77.3 feet to points 2C, & 3C, Second Level and Third Level legal description starting points.

LEGAL DESCRIPTION TO POINTS D, 2D, & 3D.

POINT D:

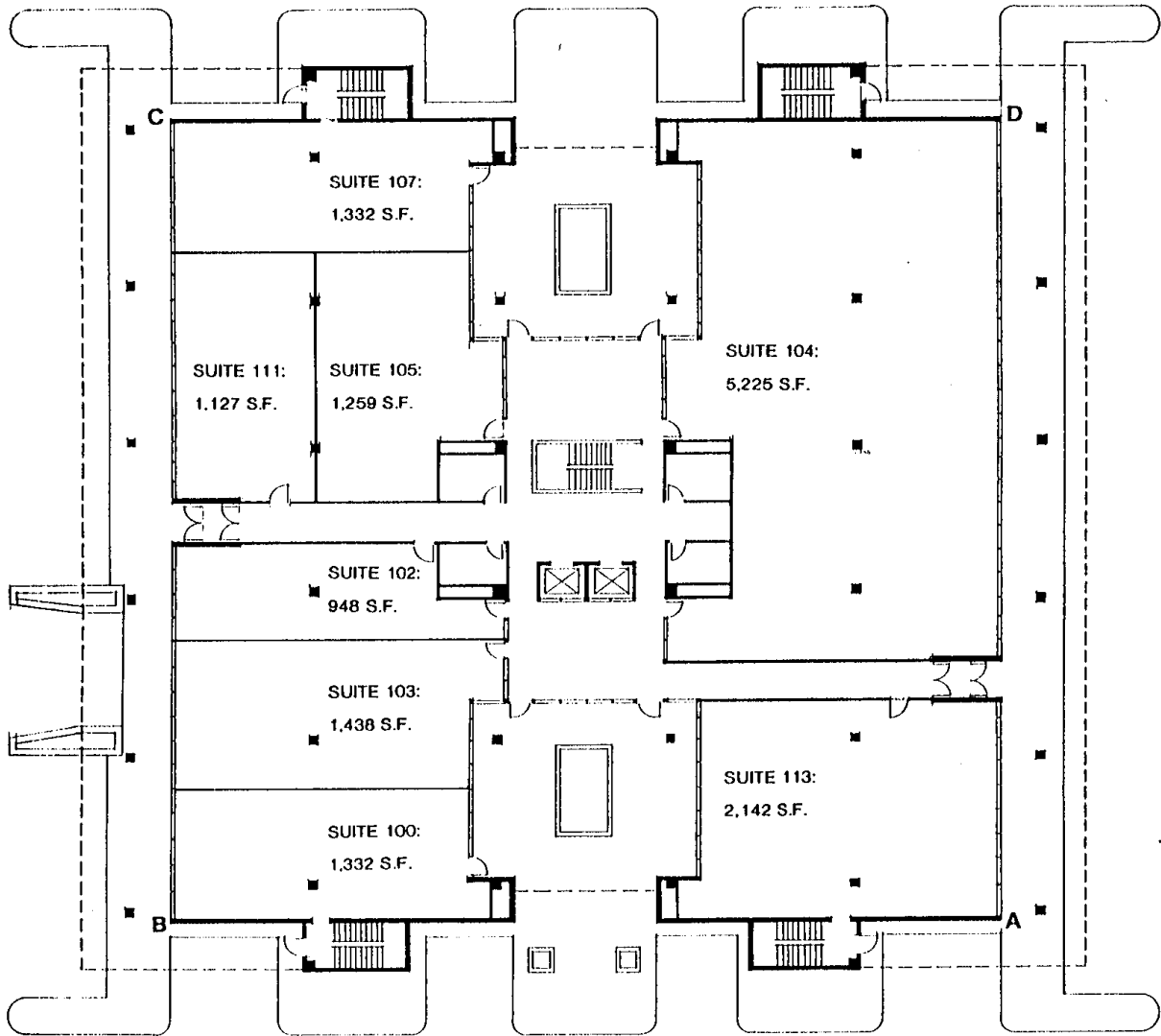
Starting at the Northeast corner of the Plaza Mall South property line known as starting point (2), thence proceeding West 91.8 feet, thence South 85.2 feet to point D, First Level legal description starting point.

POINT 2D, & 3D:

Starting at the Northeast corner of the Plaza Mall South property line known as starting point (2), thence proceeding West 78.6 feet, thence South 77.3 feet to points 2D, & 3D, Second Level and Third Level legal description starting points.

FIRST LEVEL UNIT OWNERS

SUITE 100	THOMAS AND PATTI BACHTOLD	1,332 S.F.
SUITE 102	PROGRESS WEST LINCOLN	948 S.F.
SUITE 103	ROBERT HINRICHS, D.D.S.	1,438 S.F.
SUITE 104	CONSOLIDATED REALTY, INC.	5,225 S.F.
SUITE 105	RICHARD C. WIELAND, D.D.S.	1,259 S.F.
SUITE 107	PRAIRIE SURGICAL ASSOCIATES, P.C.	1,332 S.F.
SUITE 111	RICHARD DOUGLAS MCCLAIN	1,127 S.F.
SUITE 113	DOOLITTLE, GERCH & JUILFS	2,142 S.F.



PLAZA MALL SOUTH

FIRST LEVEL: PLAT

FIRST LEVEL LEGAL DISCRPTIONS

SUITE 100, 1,332 SQUARE FEET.

Starting at the Southwest corner of the first floor, known as point B, the starting point, and then proceeding North 24.50 feet, thence East 52.83 feet, thence South 15.75 feet, thence to the East 4.30 feet, thence South 8.75 feet, thence West 57.13 feet to the point of begining, containing 1,332 square feet more or less in Suite 100.

SUITE 102, 948 SQUARE FEET.

Starting at the Southwest corner of the first floor, known as point B, and then proceeding North 50.50 feet to the point of begining, thence to the North 18.32 feet, thence to the East 47.10 feet, thence to the South 10.83 feet, thence to the East 11.40 feet, thence to the South 7.49 feet, thence to the West 58.50 feet to the point of begining, containing 948 square feet more or less in Suite 102.

SUITE 103, 1,438 SQUARE FEET.

Starting at the Southwest corner of the first floor known as point B, and then proceeding North 24.50 feet to the point of beginning, thence North 26.00 feet, thence East 58.50 feet, thence South 11.36 feet, thence West 5.67 feet, thence South 14.64 feet, thence West 52.83 feet to the point of beginning, containing 1,438 square feet more or less in Suite 103.

SUITE 104, 5,225 SQUARE FEET.

Starting at the Northeast corner of the first floor known as point D, the starting point, thence West 57.13 feet, thence South 8.75 feet, thence East 4.30 feet, thence South 30.08 feet, thence West 5.67 feet, thence South 18.50 feet, thence East 10.71 feet, thence South 27.67 feet, thence West 10.71 feet, thence South 12.50 feet, thence East 58.50 feet, thence North 97.50 feet to the point of beginning, containing 5,225 square feet more or less in Suite 104.

FIRST LEVEL LEGAL DESCRIPTIONS

SUITE 105, 1,259 SQUARE FEET.

Starting at the Northwest corner of the first floor known as point C, and then proceed to the South 69.00 feet, thence to the East 25.33 feet to the point of beginning. Proceed from the point of beginning East 21.60 feet, thence North 10.83 feet, thence East 11.40 feet, thence North 18.50 feet, thence West 5.67 feet, thence North 15.17 feet, thence West 27.33 feet, thence South 44.50 feet to the point of beginning, containing 1,259 square feet more or less in Suite 105.

SUITE 107, 1,332 SQUARE FEET.

Starting at the Northwest corner of the first floor known as point C, the starting point, and then proceed to the South 24.50 feet, thence East 52.83 feet, thence North 15.75 feet, thence East 4.30 feet, thence North 8.75 feet, thence West 57.13 feet to the point of beginning, containing 1,332 square feet more or less in Suite 107.

SUITE 111, 1,127 SQUARE FEET.

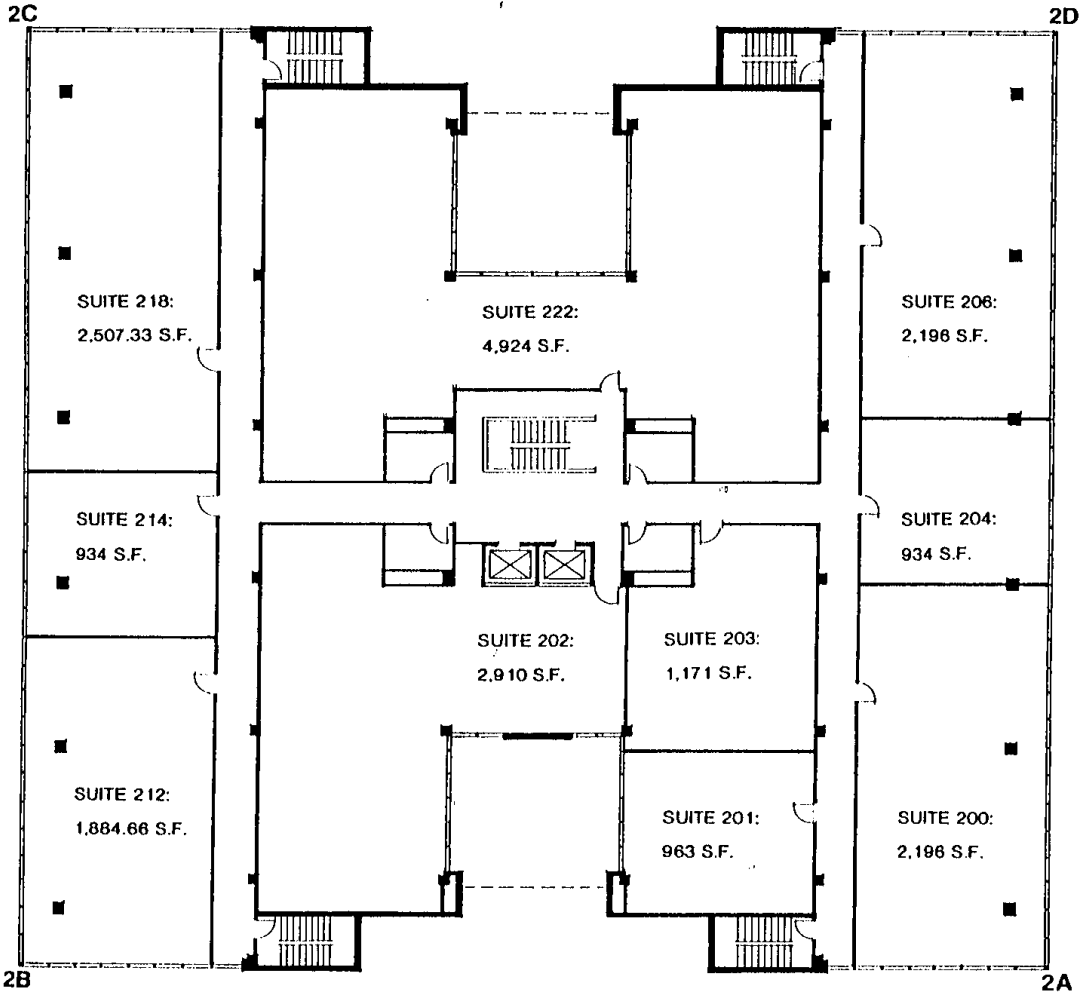
Starting at the Northwest corner of the first floor known as point C, and then proceed South 24.50 feet to the point of beginning, from the point of beginning proceed south 44.50 feet, thence East 25.33 feet, thence North 44.50 feet, thence West 25.33 feet to the point of beginning, containing 1,127 square feet more or less in Suite 111.

SUITE 113, 2,142 SQUARE FEET.

Starting at the Southeast corner of the first floor known as point A, the starting point, and then proceed to the North 39.83 feet, thence West 52.83 feet, thence South 31.08 feet, thence West 4.30 feet, thence South 8.75 feet, thence East 57.13 feet to the point of beginning containing 2,142 square feet more or less in Suite 113.

SECOND LEVEL UNIT OWNERS

SUITE 200	GORDON G PEJSAR, D.D.S., P.C.	2,196 S.F.
SUITE 201	CLINICAL LABORATORIES OF LINCOLN, INC.	963 S.F.
SUITE 202	CONSOLIDATED REALTY, INC.	2,910 S.F.
SUITE 203	T-D-S INVESTMENTS	1,171 S.F.
SUITE 204	W. RICHARD FAGAN AND DANOLDA J. FAGAN	934 S.F.
SUITE 206	CENTURY MANAGEMENT COMPANY	2,196 S.F.
SUITE 212	CONSOLIDATED REALTY, INC.	1,884.66 S.F.
SUITE 214	RICHARD MORIN, P.C.	934 S.F.
SUITE 218	M. JAMES GANSER, D.D.S.	2,507.33 S.F.
SUITE 222	PRAIRIE VIEW PARTNERSHIP	4,924 S.F.



PLAZA MALL SOUTH

SECOND LEVEL: PLAT

SECOND LEVEL LEGAL DESCRIPTIONS

SUITE 200, 2196 SQUARE FEET

Starting at the Southeast corner of the second floor known as point 2A, the starting point, thence proceed North 65.85 feet, thence West 33.35 feet, thence South 65.85 feet, thence East 33.35 feet to the point of beginning, containing 2,196 square feet more or less in Suite 200.

SUITE 201, 963 SQUARE FEET

Starting at the Southeast corner of the second floor known as point 2A, and then proceed to the West 39.68 feet, then to the North 8.33 feet to the point of beginning, from the point of beginning proceed to the North 28.89 feet, thence to the West 32.66 feet, thence to the South 20.23 feet, thence to the West 2.25 feet, thence to the South 8.66 feet, thence to the East 34.91 feet to the point of beginning, containing 963 square feet more or less in Suite 201.

SUITE 202, 2910 SQUARE FEET

Starting at the Southwest corner of the second floor known as point 2B, then proceed to the East 39.68 feet, then to the North 8.33 feet to the point of beginning, from the point of beginning proceed to the North 69.24 feet, thence East 21.42 feet, thence South 10.83 feet, thence East 40.24 feet, thence South 25.86 feet, thence West 29.00 feet, thence South 24.42 feet, thence East 2.25 feet, thence South 8.66 feet, thence West 34.91 feet to the point of beginning, containing 2,910 square feet more or less in Suite 202.

SUITE 203, 1,171 SQUARE FEET

Starting at the Southeast corner of the second floor known as point 2A, then proceed to the West 39.68 feet, then to the North 37.22 feet to the point of beginning, from the point of beginning proceed to the North 40.36 feet, thence West 21.42 feet, thence South 10.83 feet, thence West 10.24 feet, thence South 25.33 feet, thence West 1.00 feet, thence South 4.20 feet, thence East 32.66 feet to the point of beginning, containing 1,171 square feet more or less in Suite 203.

SECOND LEVEL LEGAL DESCRIPTIONS

SUITE 204, 934 SQUARE FEET

Starting at the Southeast corner of the Second Floor known as point 2A, and proceeding to the North 65.85 feet to the point of beginning, from this point proceed to the North 28.00 feet, thence to the West 33.35 feet, thence to the South 28.00 feet, thence to the East 33.35 feet to the point of beginning containing 934 square feet more or less in Suite 204.

SUITE 206, 2,196 SQUARE FEET

Starting at the Northeast corner of the Second Floor known as point 2D, the starting point, thence proceed to the South 65.85 feet, thence to the West 33.35 feet, thence to the North 65.85 feet, thence to East 33.35 feet to the point of beginning containing 2,196 square feet more or less in Suite 206.

SECOND LEVEL LEGAL DESCRIPTIONS

SUITE 212, 1884.66 SQUARE FEET

Starting at the Southwest corner of the second floor known as point 2B, the starting point, thence proceed to the North 56.51 feet, thence East 33.35 feet, thence South 56.51 feet, thence West 33.35 feet to the point of beginning, containing 1,884.66 square feet more or less in Suite 212.

SUITE 214, 934 SQUARE FEET

Starting at the Southwest corner of the second floor known as point 2B, and then proceed North 56.51 feet to the point of beginning, from the point of beginning proceed North 28.00 feet, thence East 33.35 feet, thence South 28.00 feet, thence West 33.35 feet to the point of beginning, containing 934 square feet more or less in Suite 214.

SUITE 218, 2,507.33 SQUARE FEET

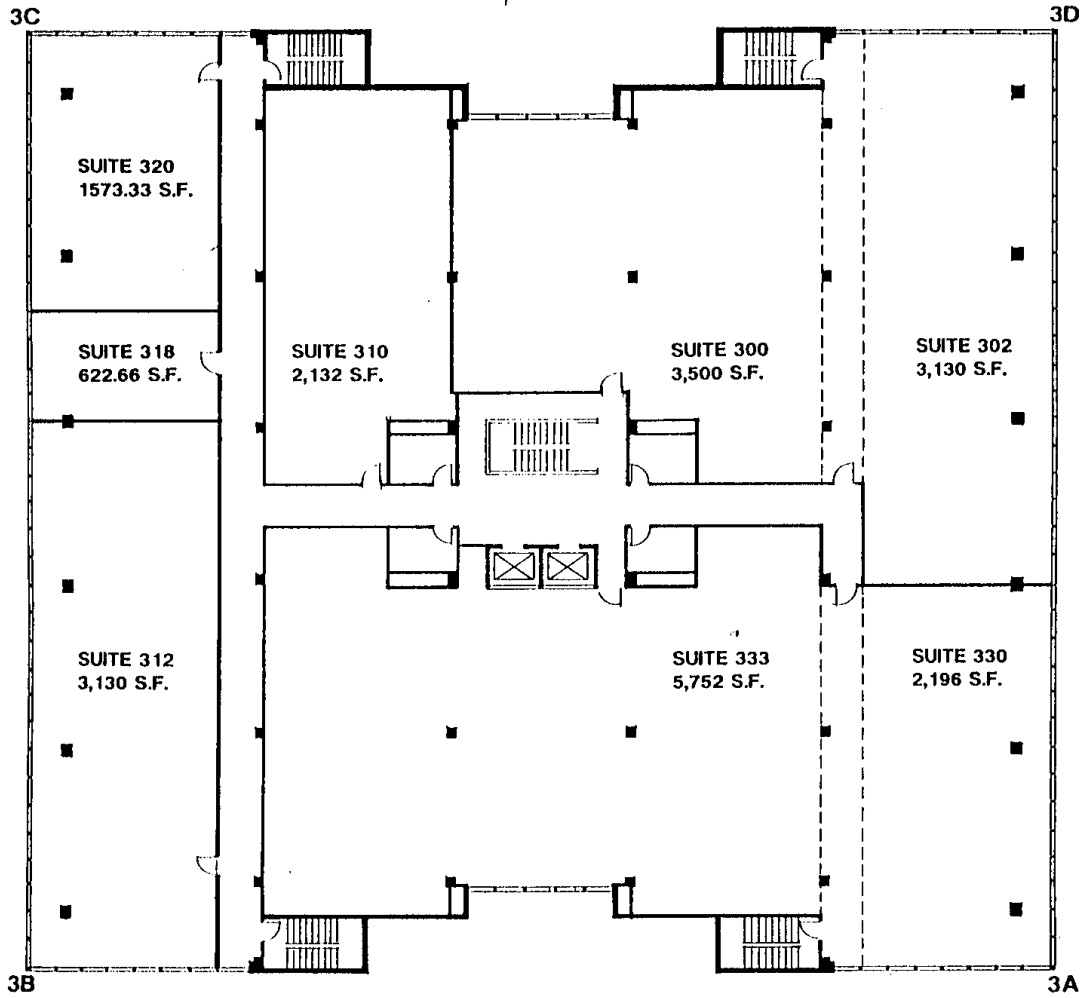
Starting at the Northwest corner of the second floor known as point 2C, the starting point, then proceed South 75.18 feet, thence East 33.35 feet, thence North 75.18 feet, thence West 33.35 feet to the point of beginning, containing 2,507.33 square feet more or less in Suite 218.

SUITE 222, 4,924 SQUARE FEET

Starting at the Northwest corner of the second floor known as point 2C, then proceed to the East 39.68 feet, then to the South 8.33 feet to the point of beginning, from the point of beginning proceed to the South 69.24 feet, thence East 21.42 feet, thence North 10.83 feet, thence East 11.00 feet, thence North 4.50 feet, thence East 28.66 feet, thence South 4.50 feet, thence East 11.00 feet, thence South 10.83 feet, thence East 21.42 feet, thence North 69.24 feet, thence West 34.91 feet, thence South 8.66 feet, thence East 2.25 feet, thence South 24.42 feet, thence West 28.00 feet, thence North 24.42 feet, thence East 2.25 feet, thence North 8.66 feet, thence West 34.91 feet to the point of beginning, containing 4,924 square feet more or less in Suite 222.

THIRD LEVEL UNIT OWNERS

SUITE 300	T-D-S INVESTMENTS	3,500 S.F.
SUITE 302	T-D-S INVESTMENTS	3,130 S.F.
SUITE 310	T-D-S INVESTMENTS	2,132 S.F.
SUITE 312	RADIOLOGY ASSOCIATES, P.C.	3,130 S.F.
SUITE 318	ELI S. CHESEN, M.D., P.C.	622.66 S.F.
SUITE 320	ROBERT BLEICHER, M.D.	1,573.33 S.F.
SUITE 330	CLINICAL LABORATORIES OF LINCOLN, INC.	2,196 S.F.
SUITE 333	CLINICAL LABORATORIES OF LINCOLN, INC.	5,752 S.F.



PLAZA MALL SOUTH

THIRD LEVEL: PLAT

THIRD LEVEL LEGAL DESCRIPTIONS

SUITE 300, 3,500 SQUARE FEET

Starting at the Northeast corner of the third floor known as point 3D, then proceed to the West 39.68 feet, then to the South 8.33 feet, to the point of beginning, from the point of beginning proceed to the South 69.24 feet, thence to the West 21.42 feet, thence to the North 10.83 feet, thence to the West 11.00 feet, thence to the North 4.50 feet, thence to the West 29.00 feet, thence to the North 47.56 feet, thence to the East 27.66 feet, thence to the North 6.66 feet, thence to the East 34.91 feet, to the point of beginning containing 3,500 square feet more or less in Suite 300.

SUITE 302, 3,130 SQUARE FEET

Starting at the Northeast corner of the third floor known as point 3D, the starting point, thence proceed to the South 93.85 feet, thence to the West 33.35 feet, thence to the North 93.85 feet, thence to the East 33.35 feet to the point of beginning containing 3,130 square feet more or less in Suite 302.

SUITE 310, 2,132 SQUARE FEET

Starting at the Northwest corner of the third floor known as point 3C, then proceed to the East 39.68 feet, then to the South 8.33 feet, to the point of beginning, from the point of beginning proceed to the South 69.24 feet, thence East 21.42 feet, thence North 10.83 feet, thence East 11.00 feet, thence North 52.06 feet, thence East 3.00 feet, thence North 6.66 feet, thence West 34.91 feet to the point of beginning containing 2,132 square feet more or less in Suite 310.

SUITE 312, 3,130 SQUARE FEET

Starting at the Southwest corner of the third floor known as point 3B, the starting point, thence proceeding to the North 93.85 feet, thence to the East 33.35 feet, thence to the South 93.85 feet, thence to the West 33.35 feet to the point of beginning containing 3,130 square feet more or less in Suite 312.

THIRD LEVEL LEGAL DESCRIPTIONS

SUITE 318, 622.66 SQUARE FEET

Starting at the Northwest corner of the third floor known as point 3C, then proceed to the South 47.18 feet to the point of beginning, from the point of beginning proceed to the East 33.35 feet, thence to the South 18.67 feet, thence to the West 33.35 feet, thence to the North 18.67 feet, to the point of beginning containing 622.66 square feet more or less in Suite 318.

SUITE 320, 1573.33 SQUARE FEET

Starting at the Northwest corner of the third floor known as point 3C, the starting point, thence proceed to the South 47.18 feet, thence East 33.35 feet, thence North 47.18 feet, thence West 33.35 feet to the point of beginning containing 1,573.33 square feet more or less in Suite 320.

SUITE 330, 2,196 SQUARE FEET

Starting at the Southeast corner of the third floor known as point 3A, the starting point, thence proceeding to the North 65.85 feet, thence to the West 33.35 feet, thence to the South 65.85 feet, thence to the East 33.35 feet to the point of beginning containing 2,196 square feet more or less in Suite 330.

SUITE 333, 5,752 SQUARE FEET

Starting at the Southeast corner of the third floor known as point 3A, then proceed to the West 39.68 feet, then to the North 8.33 feet to the point of beginning, from the point of beginning proceed to the North 69.24 feet, thence to the West 21.42 feet, thence to the South 10.83 feet, thence to the West 51.00 feet, thence to the North 10.83 feet, thence to West 21.42 feet, thence to the South 69.24 feet, thence to the East 34.91 feet, thence to the North 6.66 feet, thence to the East 24.66 feet, thence to the South 6.66 feet, thence to the East 34.91 feet to the point of beginning containing 5,752 square feet more or less in Suite 333.

EXHIBIT C-1

Replat of Unit No. 302

3D

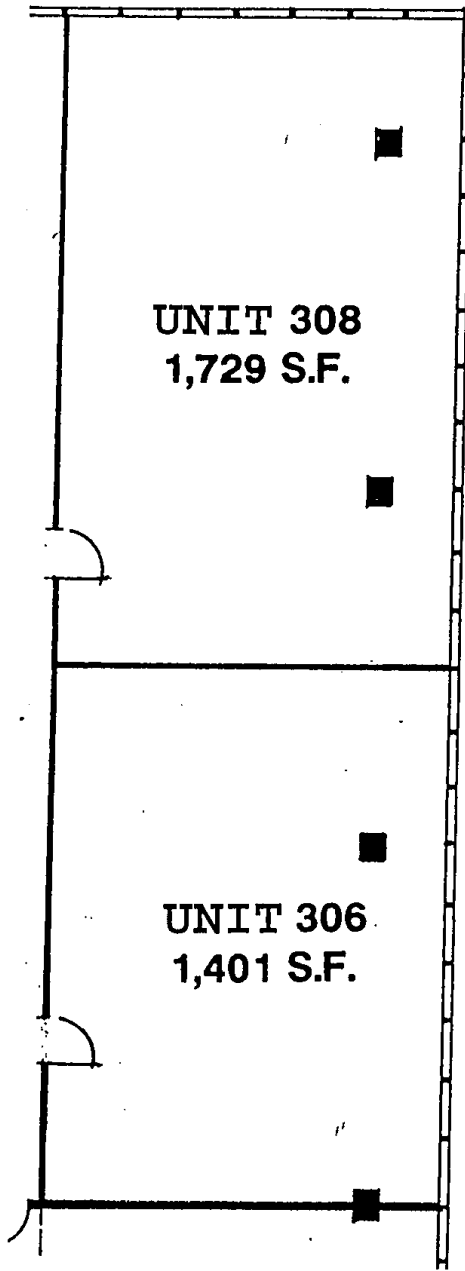


EXHIBIT C-2

Legal Descriptions and Square Foot Area
of Units No. 306 and 308

Unit No. 306: 1,401 Square Feet

Starting at the Northeast corner of the third floor known as point 3D, then proceeding to the South 51.85 feet to the point of beginning, from this point proceed to the South 42 feet, thence to the West 33.35 feet, thence to the North 42 feet, thence to the East 33.35 feet to the point of beginning, containing 1,401 square feet more or less.

Unit No. 308: 1,729 Square Feet

Starting at the Northeast corner of the third floor known as point 3D, the starting point, then proceed to the South 51.85 feet, thence to the West 33.35 feet, thence to the North 51.85 feet, thence to the East 33.35 feet to the point of beginning containing 1,729 square feet more or less.

LANCASTER COUNTY, NEB
Don N. Hite
REGISTER OF DEEDS

JUN 23 1 25 PM '95

#14400

INST. NO 95 17523

BLOCK
10
CODE
PLM ASURE
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NT