

Counter SM
Verify AK
D.E. JD
Proof JD
Fee 61.00
Ck
Cash
Chg
1685

FILED SARPY CO. NE.
INSTRUMENT NUMBER
2002-03402
2002 JAN 28 10:54 AM
Lloyd J. Dowding
REGISTER OF DEEDS

Counter SM D
Verify AK
D.E. JD
Proof JD
Fee \$ 61.00
Ck Cash Chg
1672

Filed For Record March 15, 2002 at 08:40:20 AM
Instrument # 2002-09590
Lloyd J. Dowding Register of Deed Sarpy Cty, NE

RATIFICATION AND AMENDMENT TO COVENANTS
AND
BY-LAWS

This is an Amendment to the Amended and Restated Declaration of Covenants, Restrictions, Conditions and Restrictions and Easements (hereinafter "the Covenants") of Cinnamon Acres and Cinnamon Acres Replat II and the By-laws of the Cinnamon Homeowners Association, Inc. dated January 28, 1995 and recorded on February 22, 1995 in the office of Register of Deeds of Sarpy County, Nebraska, where the same is located in Instrument No. 1995-02137, and is made by the undersigned, on behalf of the requisite owners of Lots 3-7, 8A, 8B, 9-23, ~~24A~~, ~~24B~~, 28-41, 44 & 45 of Cinnamon Acres Subdivision, Lots 1-37 of Cinnamon Acres Replat Subdivision, and Lots 1-5 of Cinnamon Acres Replat II Subdivision, located in Sarpy County, Nebraska.

and 24A, 24B CINNAMON ACRES REPLAT LOT 24

WHEREAS, Article I, Section 2 of the Covenants provides for the review of proposed improvements in the Subdivision by the Cinnamon Acres Architectural Review Committee; and,

WHEREAS, Article II, Section 2 of the Covenants provide for voting by the Owners at meetings of the Owners; and,

WHEREAS, Article V, Section 2 of the Covenants requires the approval of seventy-five percent (75%) or more of the owners of lots subject to the Covenants to amend them; and,

WHEREAS, Article VII of the By-Laws provides that the By-Laws may be amended by a majority vote of the members of the Cinnamon Acres Homeowners Association, Inc.; and,

WHEREAS, the undersigned owners of more than seventy five percent (75%) of the Lots desire to amend the Covenants and By-Laws of the Association to provide for clarification of the election and composition of the members of the Cinnamon Acres Architectural Review Committee, suspension of voting rights in the Cinnamon Acres Homeowners Association for non-payment of dues, and for two-year, staggered terms for directors of the cinnamon Acres

BILL SMYTHE
RRR 16726 TARRAGON CIR
OMAHA NE 68136

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Homeowners Association.

NOW, THEREFORE, the Covenants and By-Laws are deemed amended in the following manner:

See attached Amendments to Covenants and Amendments to By-Laws.

Agreed to this 16 day of February, 2001.

CERTIFICATION

The undersigned is the President of the Cinnamon Acres Homeowners Association, Inc., a Nebraska non-profit corporation, and hereby certifies that the foregoing Ratification and Amendment to Covenants By-Laws has been authorized and approved by the attached owners.

CINNAMON ACRES HOMEOWNERS
ASSN., INC., A Nebraska Non-
Profit Corp.,

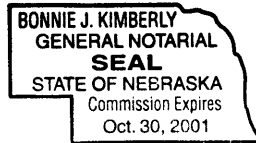
BY *William Smythe, Jr.*
William Smythe, Jr.
President

STATE OF NEBRASKA)
) ss
COUNTY OF DOUGLAS)

The foregoing Certification of Ratification and Amendment to By-Laws was acknowledged before me this 16 day of February, 2001 by William Smythe, Jr., President of Cinnamon Acres Homeowners Association, Inc., a Nebraska non-profit corporation, as his voluntary act and deed on behalf of said corporation.

Witness my hand and seal in Omaha in said County and State on the last date above-mentioned.

Bonnie J. Kimberly
NOTARY PUBLIC



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7007-09590B

The Covenants of the Subdivision are amended in the following respects:

The Covenants of the Subdivision would be amended to include the following language as Article I, paragraph 20:

20. The Cinnamon Acres Architectural Review Committee shall be composed of the Directors of the Cinnamon Acres Homeowners Association, as the same may, from time to time, be constituted.

Article II, Paragraph 2 of the Covenants of the Subdivision is deleted, and the following language substituted as Article II, paragraph 2 in its stead.

2. Membership and Voting. The Cinnamon Acres Subdivision is divided into forty (40) separate lots, the Cinnamon Acres Replat Subdivision is divided into thirty seven (37) separate lots, and the Cinnamon Acres Replat II Subdivision is divided into five (5) separate lots (referred to collectively as "the Lots"). The "Owner" of each Lot shall be a member of the Association. For purposes of this Declaration, the term "Owner" of a Lot means and refers to the record owner, whether one or more persons or entities, of fee simple title to a Lot, but excluding, however, those parties having any interest in any Lot merely as security for the performance of an obligation (such as a contract seller, the trustee or beneficiary of a deed of trust, or a mortgagee). The purchaser under a land contract or similar instruments shall be considered to be the "Owner" of the Lot for purposes of this Declaration. Except as restricted below, the vote on behalf of a member shall be in person or by written proxy by the record owner of fee simple title thereof. If the "Owner" of fee simple title to a Lot is a corporation, partnership, limited liability company, or trust, or other entity, then the vote allocated to that entity shall be cast by the person designated therefore by a majority of members of the Association, and shall be filed with the Secretary of the Association. If only one of the multiple Owners of a Lot is present at a meeting of the Association, that person shall be entitled to cast the vote allocated to that Lot. If more than one of the multiple Owners of a Lot is present at a meeting, then the vote allocated to that Lot may only be cast in accordance with the written agreement of a majority of the multiple Owners.

In the event that a member is delinquent in the payment of any assessment or dues to the Association under these Covenants prior to the time of any meeting or informal action of the members, then the voting privileges of that member shall be suspended by the Board of Directors, in accordance with Neb. Rev. Stat. §21-1947, as amended, until all assessments or dues allocated to that Lot are brought current. Prior to the suspension of voting privileges of any member, the Board of Directors shall: 1) provide written notice by first class or certified mail to the member at its last known address as shown on the corporation's records at least fifteen (15) days' prior to the suspension to the member, stating the reason therefore; and, 2) provide an opportunity for the member to be heard, orally or in writing, by the Board of Directors not less than five (5) days before the meeting or time for informal action as to the reasons supporting the member's refusal to pay such assessments or dues. The suspension of

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voting privileges shall be in addition to and cumulative of any other remedies provided in the Covenants for the non-payment of dues and assessments.

The first sentence of Article II, Paragraph 14 of the Covenants shall be amended to read as follows:

In addition to the suspension of member voting privileges, as set forth in Article II, Section 2 of the Covenants, any installment of dues or assessments which is not paid when due shall be delinquent.

Between Article II, paragraph 15 and Article IV of the Covenants, the following language would be inserted:

Article III

Article III omitted intentionally, and reserved for future use.

2002-09590D

The By-Laws of the Association are hereby amended in the following respects:

Article III, Section 2 of the By-Laws of the Association are hereby amended to delete the present paragraph and substitute the following language in its stead:

Section 2. Number, Tenure, and Qualification. The number of Directors of the corporation shall be five (5). In the election held at the annual meeting of the members of Association in January, 2001, there shall be elected two (2) Directors for a term of two (2) years, and three (3) Directors for a term of one (1) year. Thereafter, their respective successors shall be elected for a term of two (2) years in the election held at the annual meeting called immediately prior to the expiration of their respective terms. Each Director shall hold office until his successor shall have been elected and qualified. Directors must be voting members of the corporation at all times during their term of office.

Article IV, Section 2 of the By-Laws is amended to delete the present paragraph and substitute the following paragraph in its stead:

Section 2. Election and Term of Office. The Officers of the corporation will be elected by the members of the Association. The term of their office shall be as follows: in the election held at the annual meeting of members of the Association in January, 2001, a President and a Treasurer shall be elected for a term of two (2) years each, and a Vice-president and a Secretary for a term of one (1) year each. Thereafter, their respective successors shall be elected for a term of two (2) years in the election held at the annual meeting of the members called immediately prior to the expiration of their respective term. Each Officer shall hold office until the expiration of his/her term and until his/her successor shall have been elected and qualified. Officers must be voting members of the corporation at all times during their term of office.

Article II, Section 7 of the By-Laws shall be deleted and the following language substituted as Section 7 in its stead.

Section 7. Voting of Interests. Subject to the suspension of voting privileges contained in Article II, Section 2, of the Amended Covenants of the Cinnamon Acres, Cinnamon Acres Replat, and Cinnamon Acres Replat II Subdivisions (hereinafter the "Amended Covenants") dated January __, 2001, which are incorporated herein by this reference, and Article II, Section 8, of the By-Laws of the Cinnamon Acres Homeowners Association, Inc., each outstanding interest entitled to vote shall be entitled to one vote on each matter submitted to a vote at a meeting of the members.

Article II, Section 9 of the By-Laws shall be amended as follows:

Section 8. Informal Action by Members. Any action required to be taken at a meeting of the members, or any other action which may be taken at a meeting of the members, may be taken without a meeting by members whose voting privileges have not been suspended, as provided in Article II, Section 2, of the Amended Covenants, if a consent, in writing, setting forth the action so taken shall be signed by all of the members entitled to vote with respect to the subject matter thereof.