

ADDENDUM TO DECLARATION

COMES NOW BENCHMARK HOMES, INC., a Nebraska corporation (the "Declarant"), and as an Addendum to the Declaration filed at Book 742, Page 466 of the Miscellaneous Records in the office of the Register of Deeds of Douglas County, Nebraska, does hereby set forth and declare the following:

WHEREAS, the Declarant is the owner of those lots in PRAIRIE POINTE, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska, set forth herein (the "Lots"):

Lots 1 through 6, inclusive; Lots 8 through 14, inclusive; Lots 16 through 45, inclusive; Lots 49 through 72, inclusive; Lots 73, 74 and 75 through 85, inclusive; Lots 87 through 116, inclusive; Lots 118 through 120, inclusive; Lots 122 and 124 through 144, inclusive; Lots 146 through 164, inclusive.

WHEREAS, Declarant wishes to bind the Lots in the manner set forth herein with respect to the installation of telephone service by Northwestern Bell Telephone Company and payment therefor.

NOW, THEREFORE, Declarant hereby declares that the Lots shall be held, sold and conveyed subject to the covenant and condition that in the event that ninety (90%) percent of all of the lots within the first phase of Prairie Pointe are not improved on or before January 27, 1990, then every Lot that is unimproved as of said date shall be subject to a charge of Four Hundred Fifty (\$450.00) Dollars by Northwestern Bell Telephone Company or its successors. A Lot shall be considered as unimproved if construction of a permanent structure has not commenced on that Lot. Construction shall be considered as having commenced if a footing inspection has been made on the Lot in question by officials of the City of Omaha or other appropriate governmental authority. It is understood that Northwestern Bell Telephone Company has completed the installation of its distribution system within Prairie Pointe.

Such charge, if payable, shall be due and owing immediately on January 27, 1990, and if such charge is not paid within sixty (60) days after the sending of written notice by Northwestern Bell Telephone Company or its successors to the owner of an unimproved lot that such charge is due, then such charge will begin drawing interest commencing upon the expiration of the sixty (60) day period at the rate of twelve (12%) percent per annum, or

the maximum rate allowed by law if said maximum rate is less than twelve (12%) percent per annum at that time.

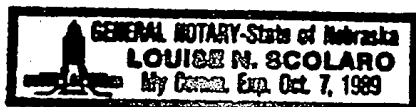
IN WITNESS WHEREOF, the undersigned Declarant has caused this Addendum to Declaration to be executed this 30th day of April, 1986.

BENCHMARK HOMES, INC., a Nebraska Corporation

By [Signature] President

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me this 30th day of April, 1986, by John C. Czerwinski, Jr., the President of Benchmark Homes, Inc., a Nebraska corporation, on behalf of the corporation.



[Signature]
Notary Public

BK 773 Del. VP
PG 81-82 Indx W
OF Misc
N 90-9920 Fee 87.00
MC B.C
Comp VP

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1986 MAY -5 PM 4:07
GEORGE J. BULFEMICZ
REGISTER OF DEEDS
DOUGLAS COUNTY, NEBR.

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