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GEORGE J. RUGLEWICZ
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

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NOTICE OF CONTINUING ASSESSMENT LIEN

TO WHOM IT MAY CONCERN:

Glenbrook Homes Association, a Nebraska nonprofit corporation (the "Association"), is responsible for and effects the maintenance of the common areas in Woodgate Subdivision in Douglas County, Nebraska, ("Woodgate"), in accordance with the Second Amended Declaration of Woodgate recorded in the Office of the Register of Deeds for Douglas County, Nebraska, and found at Miscellaneous Book 581, Pages 63-80, inclusive, (the "Declaration").

Pursuant to Article V, Section I of the Declaration, the Association has the authority to levy assessments which shall become liens against all property located in Woodgate, more particularly described as follows:

OU-44645
Lots One (1) through 16 & 38 through 74 inclusive, Woodgate, a subdivision, being a replat of Lots Three (3) and Four (4), Glenbrook, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska.

OU-44646
And Lot 1 Woodgate Replat
RDS

Article V, Section I of the Declaration provides that each owner of any lot in Woodgate, by acceptance of a deed therefore, whether or not it shall be so expressed in such deed, is deemed to covenant and agree to pay to the Association (1) annual assessments or charges, and (2) special assessments for capital improvements, such assessments to be established and collected as provided for in the Declaration. The annual and special assessments, together with interest, costs, and reasonable attorneys' fees shall be a charge on the land and shall be a continuing lien upon the property against which each such assessment is made. All subsequent purchasers shall take title subject to said lien and shall be bound to inquire of the Association as to the amount of any unpaid assessments. Each such assessment, together with interest, costs, and reasonable attorneys' fees, shall also be the personal obligation of the person who was the owner of such property at the time when the assessment fell due. The personal obligation for delinquent assessments shall not pass to a successor in title unless expressly assumed by the successor.

Additional information regarding annual and special assessments due on property in Woodgate may be obtained by writing to Glenbrook Homes Association, c/o Maenner Real Estate Company,

Return: Maenner Co.
10535 Pacific St.
Omaha, Ne. 68114

Inc., 10535 Pacific Street, Omaha, Nebraska 68114 or by phoning
(402) 393-3200.

GLENBROOK HOMES ASSOCIATION

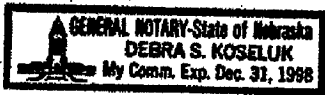
By: Michael Green
Title: President

ACKNOWLEDGMENT

STATE OF NEBRASKA)
COUNTY OF DOUGLAS) ss.

On this 13th day of February, 1996,
before me, a notary public commissioned and qualified in and for
said county, personally came Michael Green, known
to me to be the identical person who signed the above instrument
and acknowledge the execution thereof to be his own act and deed,
and the act and deed of the corporation.

Witness my hand and notarial seal the day and year last above
written.



Debra S. Koseluk
Notary Public
My Commission Expires: Dec-31-1998

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