

Signed 11/11/82

AMENDMENT TO MASTER DEED AND
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR THE ATRIUM CONDOMINIUM PROPERTY REGIME

This first amendment to the Master Deed and Declaration of Covenants, Conditions and Restrictions for the Atrium Condominium Property Regime (hereinafter referred to as the "Master Deed") is made this ____ day of _____, 1982, by the undersigned, being the co-owners of Apartments 11303 through 11312 and 11314 through 11324 of the Atrium Condominium Regime a condominium property regime in Douglas County, Nebraska.

W I T N E S S E T H:

The undersigned co-owners of the Atrium Condominium Property Regime, hereby declare that the Master Deed and Declaration of Covenants, Conditions and Restrictions of the Atrium Condominium Property Regime, recorded in the office of the Register of Deeds, Douglas County, Nebraska, at Volume 1681, Book of Deeds, commencing at page 116 (hereinafter referred to as the "Master Deed") is hereby amended and supplemented as follows:

1. Section 11 entitled "USE OF PROPERTY" subsection B entitled "Subdividing" of the Master Deed is hereby amended to read as follows:

B. Subdividing. No Apartment or any part thereof shall be subdivided into smaller units for sale or other transfer unless the Master Deed is first amended. The foregoing shall not prohibit the leasing of less than a full Apartment provided the term of any such lease (including any renewal options) does not exceed five (5) years.

2. Section 11 entitled "USE OF PROPERTY" shall be supplemented by adding the following subsection G:

G. Window Covering. All windows between Apartments and the interior corridors labeled "ATRIUM" on sheets 3 of 6 and 4 of 6 of the Plans attached to the Master Deed, shall be properly equipped on the side facing into the Apartment with the following window covering:

Manufacturer/Supplier
Address-----Design Tex Fabrics, Inc.
P.O. Box 7708 56-08
Thirty-Seventh Avenue
Woodside, New York 11377

Stock Number and
Description-----DT-3865/Sumatra

Color-----Natural

Content-----70% Verel, 30% Flax

Such window covering shall cover each window vertically from floor to ceiling and shall have a horizontal width not less than 2.5 times the horizontal width of the window to be covered. Each such window shall be equipped with brackets, rods and other apparatus sufficient to allow each such window to be completely covered from view from the interior corridor. Such window covering shall be installed and in operating condition at all times except during periods of manufacture, repair, replacement or cleaning. In the event the above described window covering material cannot be obtained within a reasonable time, then a co-owner may use an alternate material acceptable to the Board of Administrators, provided that such alternate material shall be as close to the foregoing material in quality, color, appearance, design and manufacture, as can reasonably be obtained. Apartment 11313 shall be exempt from compliance with this subsection G. until such time as the carpet presently installed in such Apartment is changed.

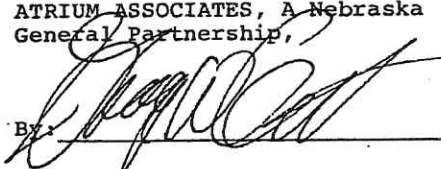
3. Except as herein expressly amended, the terms, provisions, covenants, conditions and restrictions of the Master Deed are hereby reaffirmed.

DATED this ____ day of _____, 1982.

By: _____

By: _____

ATRIUM ASSOCIATES, A Nebraska
General Partnership,

By:  _____

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this _____ day of _____, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came

, to me personally known to be the identical persons who signed the foregoing instrument, and acknowledged the execution thereof to be their voluntary act and deed as such partners, and the voluntary act and deed of said partnership.

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

Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this _____ day of _____, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came _____, general partner of ATRIUM ASSOCIATES, a Nebraska general partnership, to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such partner, and the voluntary act and deed of said general partnership.

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


Notary Public

Marion Turner

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 2 day of DECEMBER, 1982, before me, a Notary Public duly commissioned and qualified in and JAMES T. BOLER for said County and State, personally came RALPH R. RAY general partner of RALPH R. RAY to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such partner, and the voluntary act and deed of said general partnership.

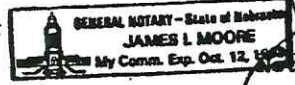
Witness my hand and notarial seal the day and year last above written.

 James L. Moore
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 2 day of DECEMBER, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came ELLIOTT L. GOSH general partner of C+G PARTNERSHIP to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such partner, and the voluntary act and deed of said general partnership.

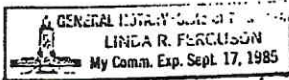
Witness my hand and notarial seal the day and year last above written.

 James L. Moore
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 29th day of November, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came Frank H. Kulig general partner of Venteicher, Laughlin, Kulig & Lang to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such partner, and the voluntary act and deed of said general partnership.

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

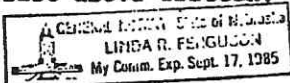


Linda R. Ferguson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 30th day of November, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came George W. Venteicher general partner of Atvillor Associates to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such partner, and the voluntary act and deed of said general partnership.

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

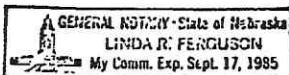


Linda R. Ferguson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 30th day of November, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came George W. Venteicher President of R.V. Construction Co to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such partner, officer, and the voluntary act and deed of said general partnership corporation.

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

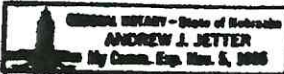


Linda R. Ferguson
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 3rd day of December, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came Marian Turner, to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed.

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

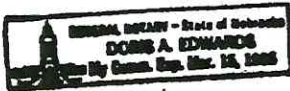


Andrew Jetter
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 3 day of December, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came JAMES J. MOORE, to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed.

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

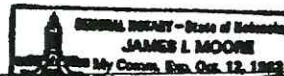


Doris A. Edwards
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 2 day of December, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came FRANK ROTKACI, to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed.

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

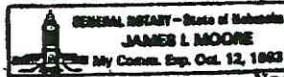


James I. Moore
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 2 day of December, 1982 before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came Robert L. O'Connell of Conservative Savings and Loan Association of Omaha, Nebraska, to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer, and the voluntary act and deed of said Corporation.

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

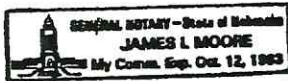


James L. Moore
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 2 day of December, 1982 before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came Joseph Swickard of American National Bank to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer, and the voluntary act and deed of said Corporation.

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

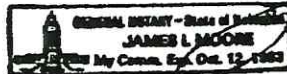


James L. Moore
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 3 day of December, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came Donald F. Sutton, to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed.

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

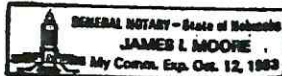


James L. Moore
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 2 day of DECEMBER, 1982 before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came Raymond Pope, of First West Side Bank to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer, and the voluntary act and deed of said Corporation.

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

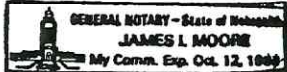


James I. Moore
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 2 day of DECEMBER, 1982 before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came Dennis A. Ferguson, of The United States National Bank, to me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed as such officer, and the voluntary act and deed of said Association.

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

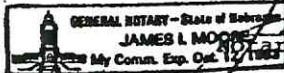


James I. Moore
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this _____ day of December, 1982, before me, a Notary Public duly commissioned and qualified in and for said County and State, personally came Audrey J. Surran me personally known to be the identical person who signed the foregoing instrument, and acknowledged the execution thereof to be his voluntary act and deed.

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



James I. Moore
Notary Public