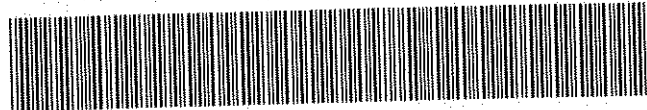


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 DEL SA SCAN FV SA
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Received - DIANE L. BATTIATO
 Register of Deeds, Douglas County, NE
 10/18/2012 12:46:04.03



2012105748

**FIRST AMENDMENT
 TO THE DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND
 EASEMENTS FOR COTTONWOOD CREEK**

THIS AMENDMENT TO DECLARATION is made the day first set forth hereinafter by CELEBRITY HOMES, INC., a Nebraska corporation, " Successor Declarant".

RECITALS

A. On April 15, 2005 a document entitled Declaration of Covenants, Conditions, Restrictions and Easements for Cottonwood Creek, was recorded against Lots 1 thru 92, inclusive, in Cottonwood Creek Replat 1, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska Instrument No. 2005-042496, (hereinafter referred to as the "Declaration").

B. The original Declarant under the Declaration assigned their Declarant rights to Celebrity Homes, Inc. as Successor Declarant

C. The Successor Declarant desires to amend to Declaration for the property legally described as:

Lots 1 through 31, inclusive, and 35 through 92, inclusive, Cottonwood Creek Replat 1, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska; and

Lots 1 through 3, inclusive, Cottonwood Creek Replat 2, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

OC-07291

OC-07292

NOW, THEREFORE, the Successor Declarant does hereby amend the Declaration as follows:

1. By deleting Article II Section 2 C in its entirety and replacing it with the following:

"Exposed portions of the foundation on the front of each dwelling and street side of foundations on corner lots are to be covered with clay-fired brick, stone, siding

Box 15
 FATIO
 Janice

matching the existing home siding, painted or such other covering as approved by the Declarant.”

IN WITNESS WHEREOF, this First Amendment to Declaration was executed this 11th day of October, 2012.

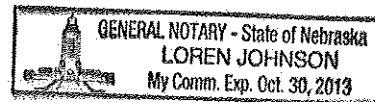
CELEBRITY HOMES, INC., a Nebraska corporation,

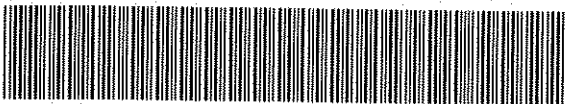
By: [Signature]
Its: VICE PRESIDENT

State of Nebraska)
)cc.
County of Douglas)

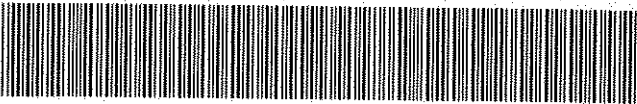
The foregoing instrument was acknowledged before me this 11th day of October, 2012 by Shed Carter, Vice-President of Celebrity Homes, Inc., a Nebraska corporation, on behalf of the corporation

[Signature]
Notary Public





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BKP C/O COMP

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Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
10/18/2012 12:45:28.44
2012105747

**ASSIGNMENT AND ASSUMPTION OF
DECLARANT RIGHTS AND NOTICE**

COTTONWOOD CREEK, INC., a Nebraska corporation, the Declarant of that certain Declaration of Covenants, Conditions, Restriction and Easements for Cottonwood Creek, covering the following described Property, to-wit:

Lots 1 through 31, inclusive, and 35 through 92, inclusive, Cottonwood Creek Replat 1, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska; and

Lots 1 through 3, inclusive, Cottonwood Creek Replat 2, a subdivision as surveyed, platted and recorded in Douglas County, Nebraska.

OC-07291

OC-07292

recorded of record on April 15, 2005 as Miscellaneous Instrument No. 2005042496 in the office of the Register of Deeds of Douglas County, Nebraska, and any amendments, restatements and/or annexations thereto (hereinafter collectively the "Declaration") does hereby assign all of its status, right, title and interest as the Declarant therein to CELEBRITY HOMES, INC., and CELEBRITY HOMES, INC., by this instrument, does hereby assume all rights, responsibilities and duties pursuant to the Declaration.

Dated this 8 day of October 2012.

COTTONWOOD CREEK, INC., a
Nebraska corporation,
DECLARANT,

By: MJS
Melvin J. Sudbeck, President

CELEBRITY HOMES, INC., a Nebraska
corporation,

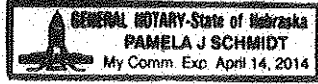
By: [Signature]
Its: Vice President

Box 15
FARCO
Janice

State of Nebraska)
)ss.
County of Douglas)

The foregoing instrument was acknowledged before me this 8th day of October, 2012 by Melvin Susbeck, President on behalf of Cottonwood Creek, Inc., a Nebraska corporation.

SEAL

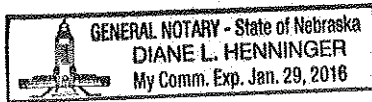


Pamela J. Schmidt
Notary Public

State of Nebraska)
)ss.
County of Douglas)

The foregoing instrument was acknowledged before me this 1st day of October, 2012 by Loren Johnson, Vice President on behalf of Celebrity Homes, Inc., a Nebraska corporation.

SEAL



Diane L. Henninger
Notary Public