

Amendment to the Amended Master Deed and Declaration
of
Horizontal Property Regime
of
Campus Downs Condominiums

THIS Amendment to the Amended Master Deed and Declaration of Horizontal Property Regime of Campus Downs Condominium (hereinafter referred to as "Amendment"), made and entered into this 8th day of September, 1995, by Charles J. Burnworth, d/b/a CJB Enterprises, (hereinafter referred to as "DEVELOPER").

W I T N E S S E T H

WHEREAS, on September 27, 1994, Developer executed the Amended Master Deed and Declaration of Horizontal Property Regime of Campus Downs Condominium (hereinafter referred to as "Master Deed"), which is now of record in Deed Book 1753, Page 149 and Condominium Deed Book 30, Page 472, in the Fayette County Clerk's office; and

WHEREAS, on August 21, 1995, Developer executed an Amendment to the Master Deed, on his behalf and on behalf of the Unit Owners as provided in the Article XVII of the Master Deed, submitting Phase II to the Master Deed, of record in the Deed Book 1804, Page 540 and Condominium Deed Book 32, Page 173 in the aforesaid Clerk's office; and

WHEREAS, the consent to the Amendment on behalf of the mortgagees by the Developer as Attorney-in-fact coupled with an interest and the affidavit of the President of the Campus Downs

*Mail to 17013
200 N. Upper St.
Alexandria, VA
40307*

Condominium Association, Inc, certifying that all bonafide mortgagees had been notified of the Amendment was inadvertantly not included on the originally recorded Amendment,


NOW THEREFORE, Developer amends the Amendment recorded in Deed Book 1804, Page 540 and Condominium Deed Book 32, Page 173 in the aforesaid Clerk's office, a copy of which is attached hereto as Exhibit "A", to incorporate this instrument by reference.

Developer also hereby attaches the affidavit of the President of Campus Downs Condominium Association, Inc. referenced above, as Exhibit "D" thereto in compliance with Article XV of the Master Deed.

All other matters contained in the Master Deed and its Amendments are ratified hereby in their entirety and shall remain in full force and effect.

IN WITNESS WHEREOF, Developer has hereunto set his hand on his own behalf and on behalf of the mortgagee, if any, of each Unit Owner, as Attorney-in-fact coupled with an interest, as provided in the Master Deed at Section 15.01 and Section 17.02.

CJB ENTERPRISES ("Developer")



Charles B. Burnworth

BANC ONE MORTGAGE, mortgagee of
Units 101, 102, 103, 104, 105,
108, 202, 203, 204, 206, 301,
302, 303, and 307

PRUDENTIAL HOME MORTGAGE
COMPANY, INC., assignee of
mortgagee of Unit 205

Phase II, the legal description of which is attached hereto and marked "Exhibit A", to the Master Deed.


The Unit designations, the dimensions, architectural style, approximate area, the location and layout of each Unit, and the immediate Common Area and Facility of L.C.A. to which each Unit of Phase II has access are shown on the set of Drawings attached hereto as Exhibit "B" and are incorporated by reference into the Master Deed. The layout, location, designation and dimensions of the Common Areas and Facilities and the L.C.A.'s are also shown on the Drawings.

This Amendment provides that the Unit Owners in Phase II shall have an interest in the Common Areas and Facilities of the Condominium Property. Section 6.02(c) of Article VI of the Master Deed is amended to designate the par value or percentage of interest in the Common Areas and Facilities of the Condominium Property, the par values or percentages of interest of each Unit being set forth in Exhibit "C" hereto.

All other matters contained in the Master Deed are ratified hereby in their entirety and shall remain in full force and effect.

IN WITNESS WHEREOF, Developer has hereunto set his hand on his own behalf and behalf of each Unit Owner as his or her Attorney-in-fact coupled with an interest, as provided in the Master Deed at Section 15.01 and Section 17.02.

CJB ENTERPRISES ("Developer")


Charles J. Burnworth

UNIT 101A

Claude P. Meers

Claude P. Meers

Bonnie J. Meers

Bonnie J. Meers

UNIT 102A

John David Pickard

John David Pickard

Almeda Brookes Pickard

Almeda Brookes Pickard

UNIT 103A

William S. Hayden

William S. Hayden

Deborah G. Hayden

Deborah G. Hayden

Anthony A. Hayden

Anthony A. Hayden

UNIT 104A

Marvin Dale Rogers

Marvin Dale Rogers

Lou Ann Rogers

Lou Ann Rogers

UNIT 105A

John E. Soltau

John E. Soltau

Teresita A. Soltau

Teresita A. Soltau

UNIT 106A

Sandra S. Cook

Sandra S. Cook

UNIT 108A

Jaime Bon Tiu

Jaime Bon Tiu

Eva Coo Tiu

Eva Coo Tiu

Amy Coo Tiu

Amy Coo Tiu

UNIT 202A

Alfred J. Mader

Alfred J. Mader

Peggy Lee Mader

Peggy Lee Mader

Kyle J. Mader

Kyle J. Mader

UNIT 203A

Danny J. Diamond

Danny J. Diamond

Lucille J. Diamond

Lucille J. Diamond

Tracie R. Diamond

Tracie R. Diamond

UNIT 204A

Richard A. Sweeney

Richard A. Sweeney

Brian D. Sweeney

Brian D. Sweeney

UNIT 205A

John A. Samich Jr.

John A. Samich, Jr.

Catherine A. Samich

Catherine A. Samich

UNIT 206A

John B. Radjunas

John B. Radjunas

Brenda B. Radjunas

Brenda B. Radjunas

Holly Ann Radjunas

Holly Ann Radjunas

UNIT 207A

Michael R. Reed

Michael R. Reed

Gail G. Reed

Gail G. Reed

UNIT 208A

Steven A. Vidras

Steven A. Vidras

Susan C. Vidras

Susan C. Vidras

UNIT 301A

James F. Jett

James F. Jett

Barbara J. Jett

Barbara J. Jett

James F. Jett, Jr.

James F. Jett, Jr.

UNIT 302A

Bartha C. Deans

Bartha C. Deans

Rosemary R. Deans

Rosemary R. Deans

UNIT 303A

Paul David Brock

Paul David Brock

Grace Brock

Grace Brock

UNIT 305A

Robert L. Mays

Robert L. Mays

Susan R. Mays

Susan R. Mays

UNIT 306A

Hasmukh P. Patel

Hasmukh P. Patel

Sharda H. Patel

Sharda H. Patel

Nimesh H. Patel

Nimesh H. Patel

Nihar H. Patel

Nihar H. Patel

UNIT 307A

William S. Bate
William S. Bate

Sue E. Bate
Sue E. Bate

Linda L. Burnworth
Linda L. Burnworth

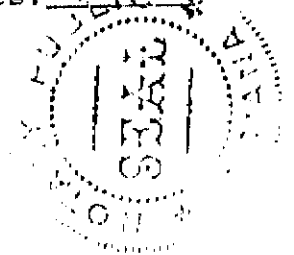
BY: Charles J. Burnworth
Charles J. Burnworth, d/b/a
CJB Enterprises, Developer,
as Attorney-in-fact coupled
with an interest, as provided
in the Master Deed, Section
15.01 and Section 17.02

STATE OF INDIANA)
COUNTY OF Delaware }

The foregoing document was acknowledged before me on this the 21 day of August, 1995, by Charles J. Burnworth, individually and as attorney-in-fact coupled with an interest for Claude P. Meers, Bonnie J. Meers, John David Pickard, Almeda Brookes Pickard, William S. Hayden, Deborah G. Hayden, Anthony A. Hayden, Marvin Dale Rogers, Lou Ann Rogers, John E. Soltau, Teresita A. Soltau, Jaime Bon Tiu, Eva Coo Tiu, Amy Coo Tiu, Alfred J. Mader, Peggy Lee Mader, Kyle J. Mader, Danny J. Diamond, Lucille J. Diamond, Tracie R. Diamond, Richard A. Sweeney, Brian D. Sweeney, John A. Samich, Jr., Catherine A. Samich, John B. Radjunas, Brenda B. Radjunas, Holly Ann Radjunas, Michael R. Reed, Gail G. Reed, Steven A. Vidras, Susan C. Vidras, James F. Jett, Barbara J. Jett, James F. Jett, Jr., Bartha C. Deans, Rosemary R. Deans, Paul David Brock, Grace Brock, Robert L. Mays, Susan R. Mays, Hasmukh P. Patel, Sharda H. Patel, Nimesh H. Patel, Nihar H. Patel, William S. Bate, Sue E. Bate and Linda L. Burnworth.


Robert Wauson
Notary Public

My Commission Expires: 12-8-98



THIS INSTRUMENT PREPARED BY:

MARTIN, OCKERMAN & BRABANT
200 North Upper Street
Lexington, Kentucky 40507
606/254-4401


Madeleine Taylor Baugh

mfb5.ejband

Exhibit "A"

Legal description of Phase II

PHASE II

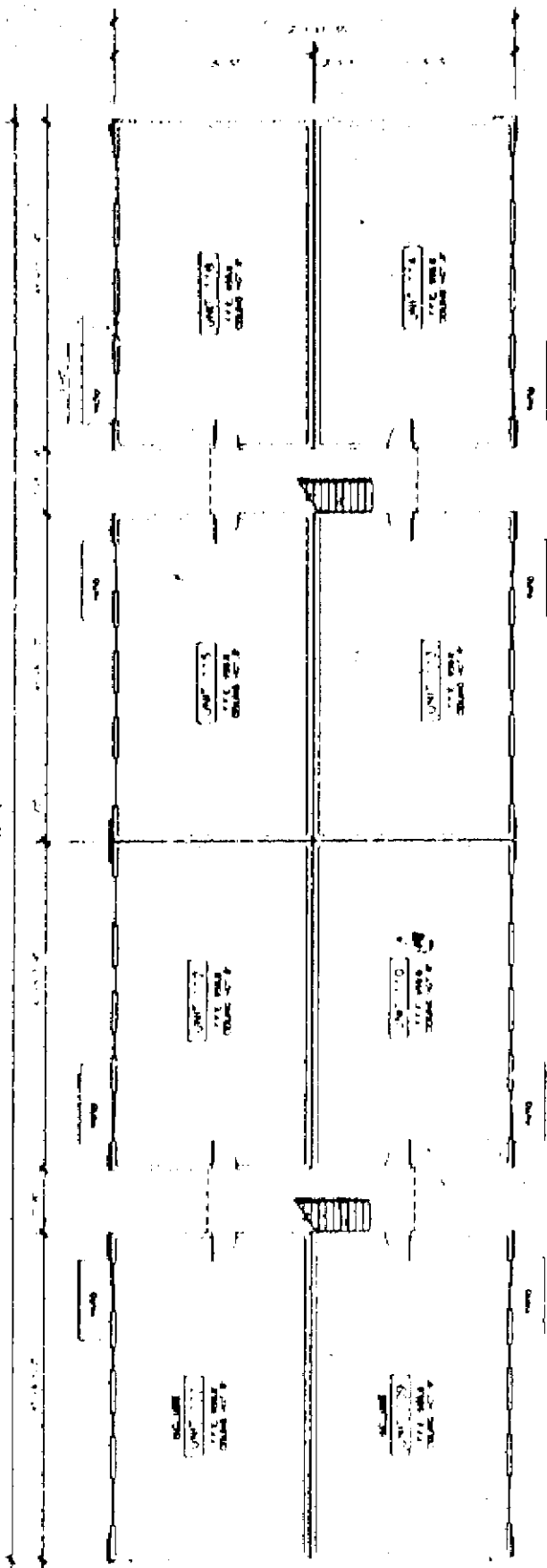
LOT 18

All that tract or parcel of land situated on the southeasterly side of Export Street and on the northeasterly side of Simpson Avenue in Lexington, Fayette County, Kentucky, and being more particularly described as follows:

Commence at the intersection of the southeasterly right-of-way line of Export Street and the northeasterly right-of-way line of Simpson Avenue, as shown on "Amendment No. 1, Final Record Plat of Lot 1, South Broadway Place, Phase II (A Portion Of)", recorded in Plat Cabinet "J", Slide 318 in the Office of the County Clerk of Fayette County, Kentucky; Thence with the aforementioned right-of-way line of Export Street North 58 degrees 18 minutes 02 seconds 258.87 feet to a point, and South 33 degrees 41 minutes 58 seconds East 171.24 feet to the Point of Beginning; Thence continuing South 33 degrees 41 minutes 58 seconds East 174.89 feet to a point; Thence South 58 degrees 18 minutes 02 seconds West 246.82 feet to a point in the aforementioned northeasterly right-of-way line of Simpson Avenue; Thence with said right-of-way line North 35 degrees 21 minutes 47 seconds West 174.78 feet to a point; Thence North 56 degrees 18 minutes 02 seconds East 251.88 feet to the point of beginning, and containing 1.000 acre.

Exhibit "B"
Unit Drawings

PLAT CAB. "SUDE

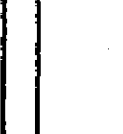
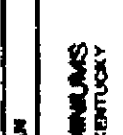
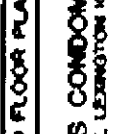
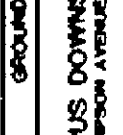
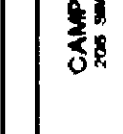
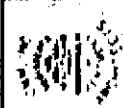


GROUND FLOOR PLAN

CONDOMINIUM COMMUNITY HORIZONTAL PROPERTY REGIME
 CAMPUS DOWNS CONDOMINIUMS PHASE B
 205 SIMPSON AVENUE, LEXINGTON KENTUCKY

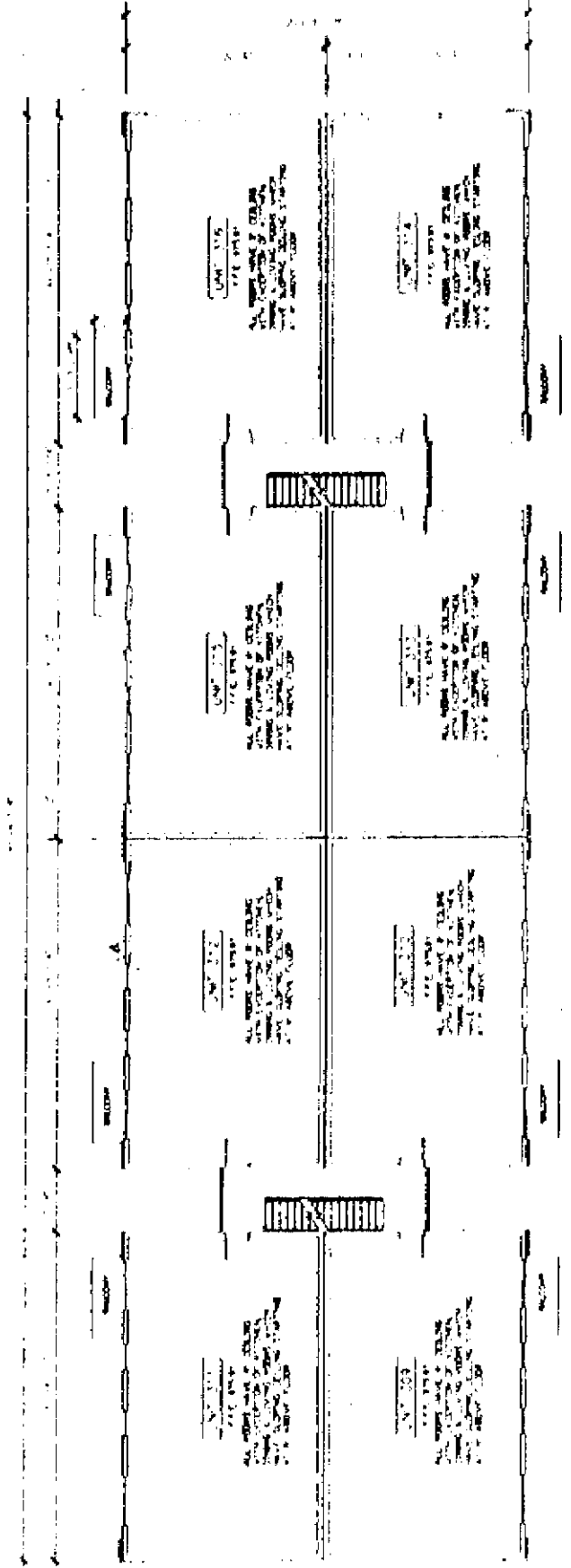
EXHIBIT 'B'

CJW
 ARCHITECTS
 1000 W. MAIN ST., SUITE 100
 LEXINGTON, KY 40502
 (606) 253-1111



GROUND FLOOR PLAN
 CAMPUS DOWNS CONDOMINIUMS
 205 SIMPSON AVENUE, LEXINGTON KENTUCKY

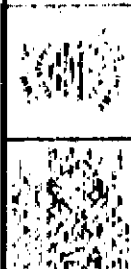
PLAT CAB. "SLIDE"



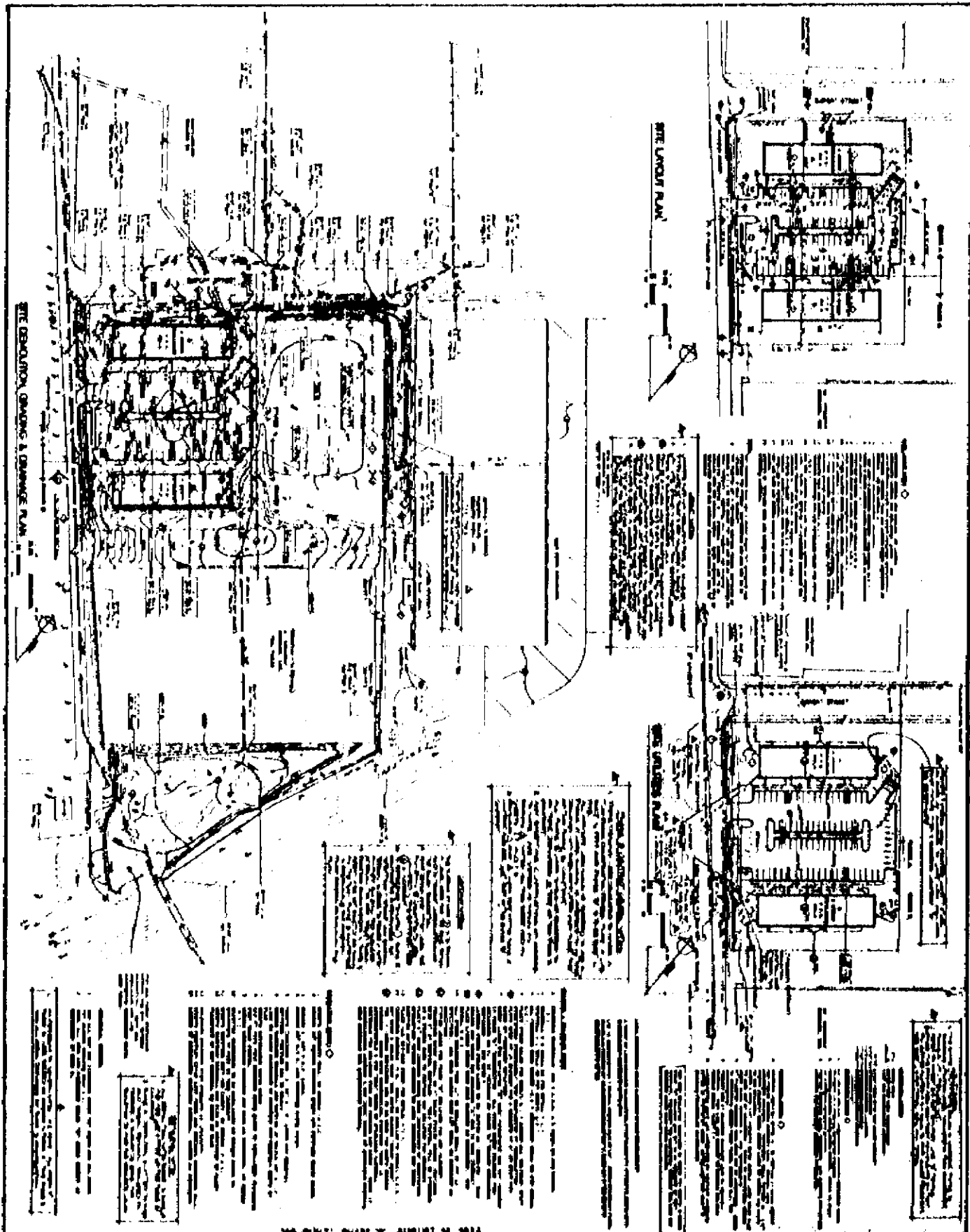
THIRD FLOOR PLAN

CONDOMINIUM COMMUNITY HORIZONTAL PROPERTY REGIME
 CAMPUS DOWNS CONDOMINIUMS PHASE B
 205 SIMPSON AVENUE, LEXINGTON, KENTUCKY

EXHIBIT 'B'



THIRD FLOOR PLAN
 CAMPUS DOWNS CONDOMINIUMS
 205 SIMPSON AVENUE, LEXINGTON, KENTUCKY



THE DESIGNATION, GRADING & DRAINAGE PLAN

SITE LAYOUT PLAN

SITE LAYOUT PLAN

20 SHEET, PHASE 1, AUGUST 14, 1988

SITE LAYOUT, BRADING, BRANAGE AND UTILITIES PLAN

CAMPUS DOWNS CONDOMINIUMS
LEXINGTON, KENTUCKY

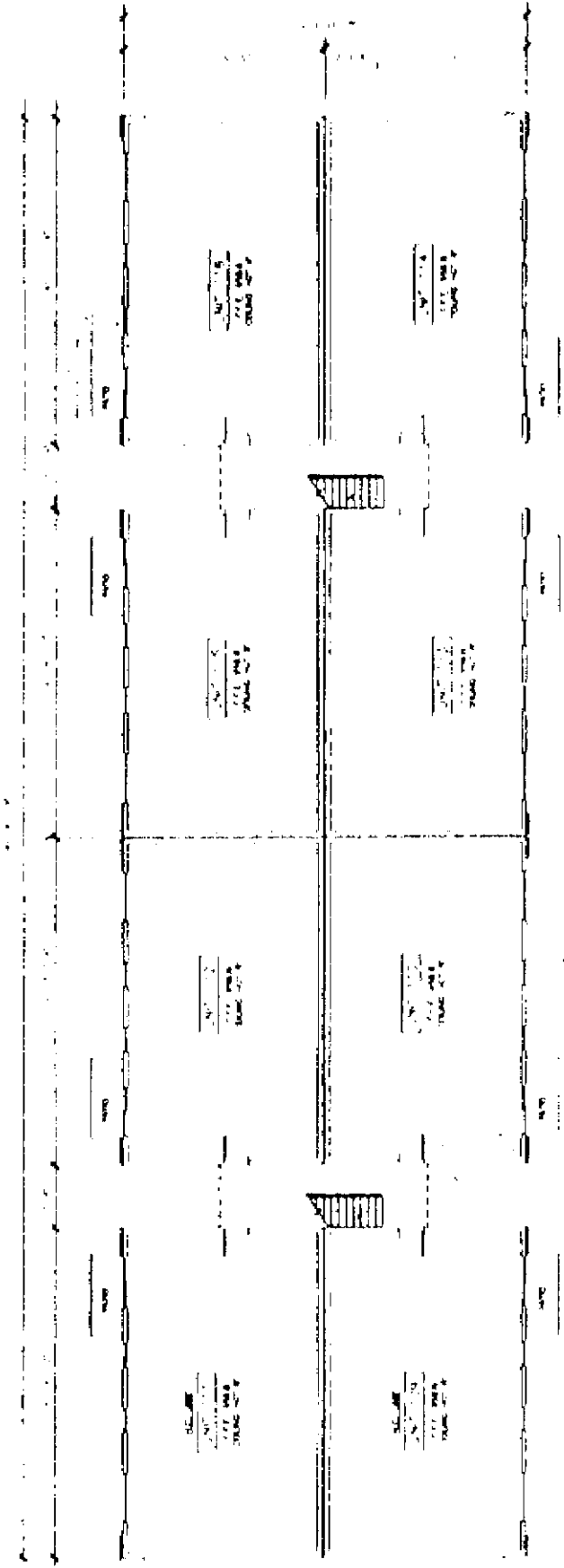
C.J.B. ENTERPRISES BRUNCE, INDIANA

21



CMW
CONSULTANTS
INCORPORATED
1111 N. LEXINGTON AVENUE
LEXINGTON, KY 40502
502-253-1111

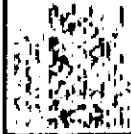
PLAT CAB. " " , SLIDE



GROUND FLOOR PLAN
 SCALE: 1/8" = 1'-0"

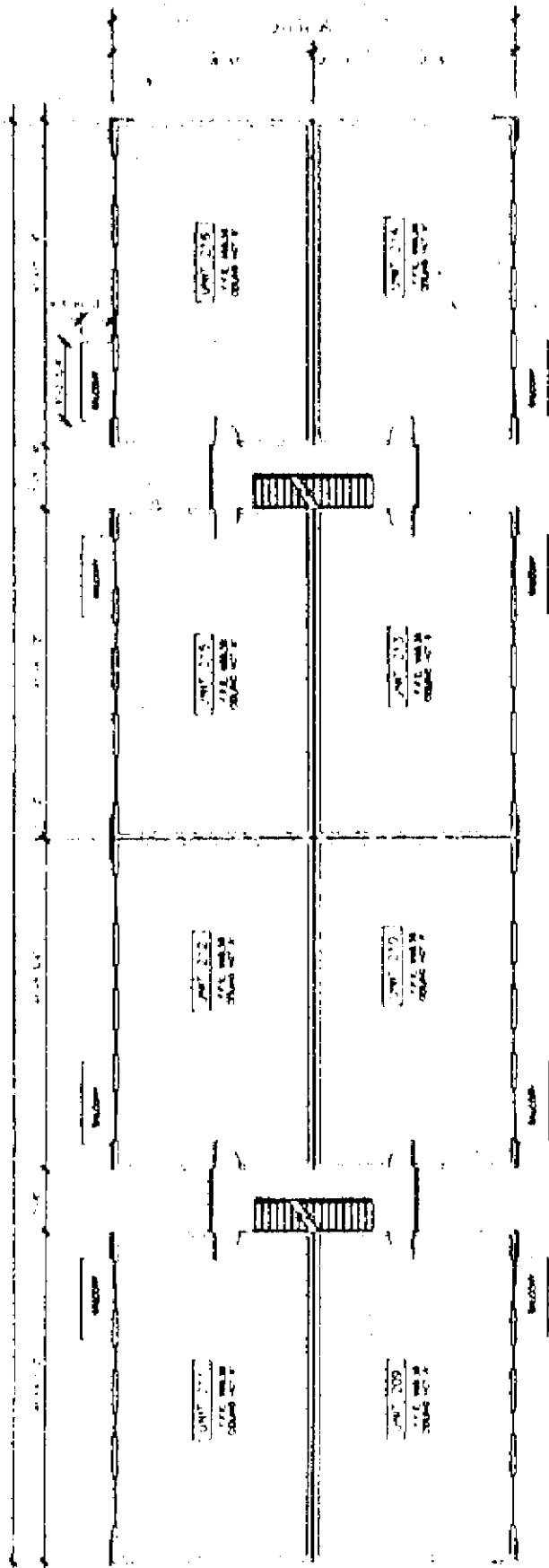
CONDOMINIUM COMMUNITY HORIZONTAL PROPERTY REGIME
 CAMPUS DOWNS CONDOMINIUMS PHASE B
 205 SIMPSON AVENUE, LEXINGTON, KENTUCKY

EXHIBIT "B"



GROUND FLOOR PLAN
 CAMPUS DOWNS CONDOMINIUMS
 205 SIMPSON AVENUE, LEXINGTON, KENTUCKY

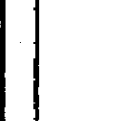
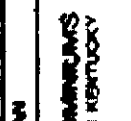
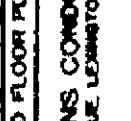
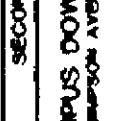
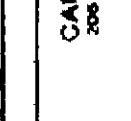
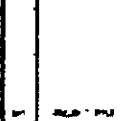
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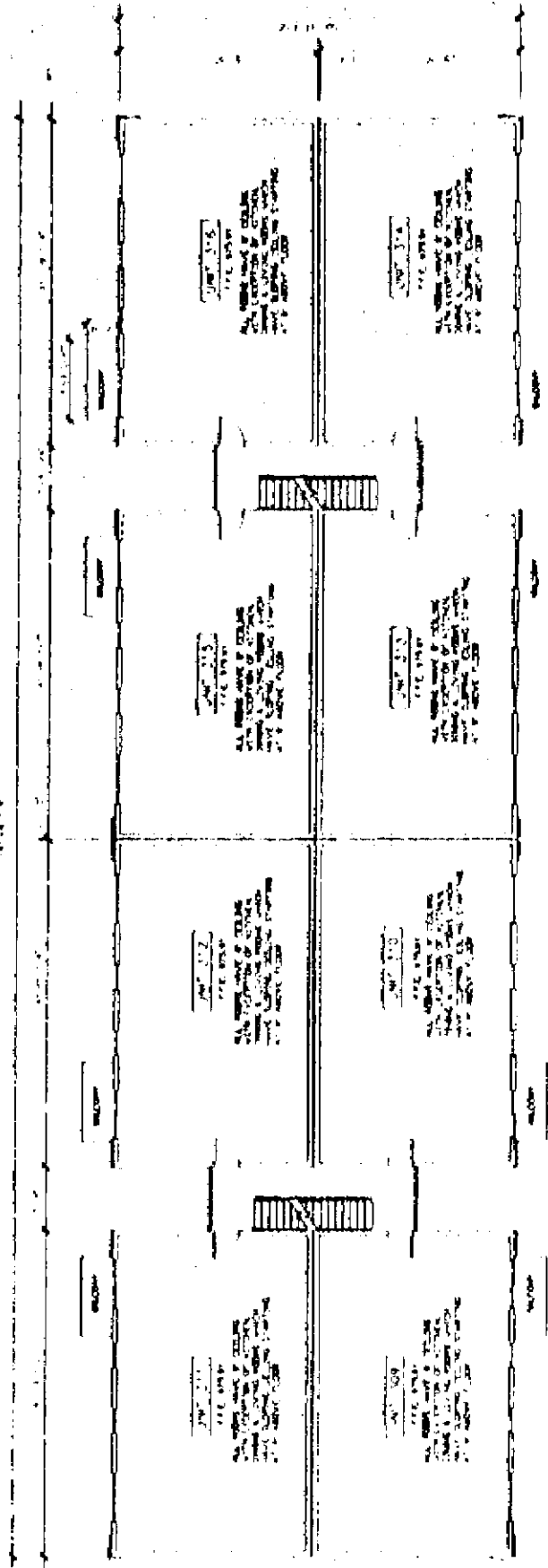


SECOND FLOOR PLAN

CONDOMINIUM COMMUNITY HORIZONTAL PROPERTY REGIME
 CAMPUS DOWNS CONDOMINIUMS PHASE B
 205 SIMPSON AVENUE, LEWISTON KENTUCKY

EXHIBIT 'B'

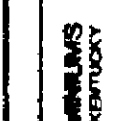
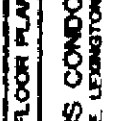
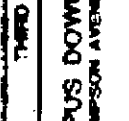
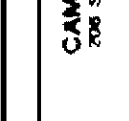
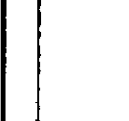




THIRD FLOOR PLAN

CONDOMINIUM COMMUNITY HORIZONTAL PROPERTY REGIME
 CAMPUS DOWNS CONDOMINIUMS PHASE B
 205 SIMPSON AVENUE, LEXINGTON, KENTUCKY

EXHIBIT 'B'

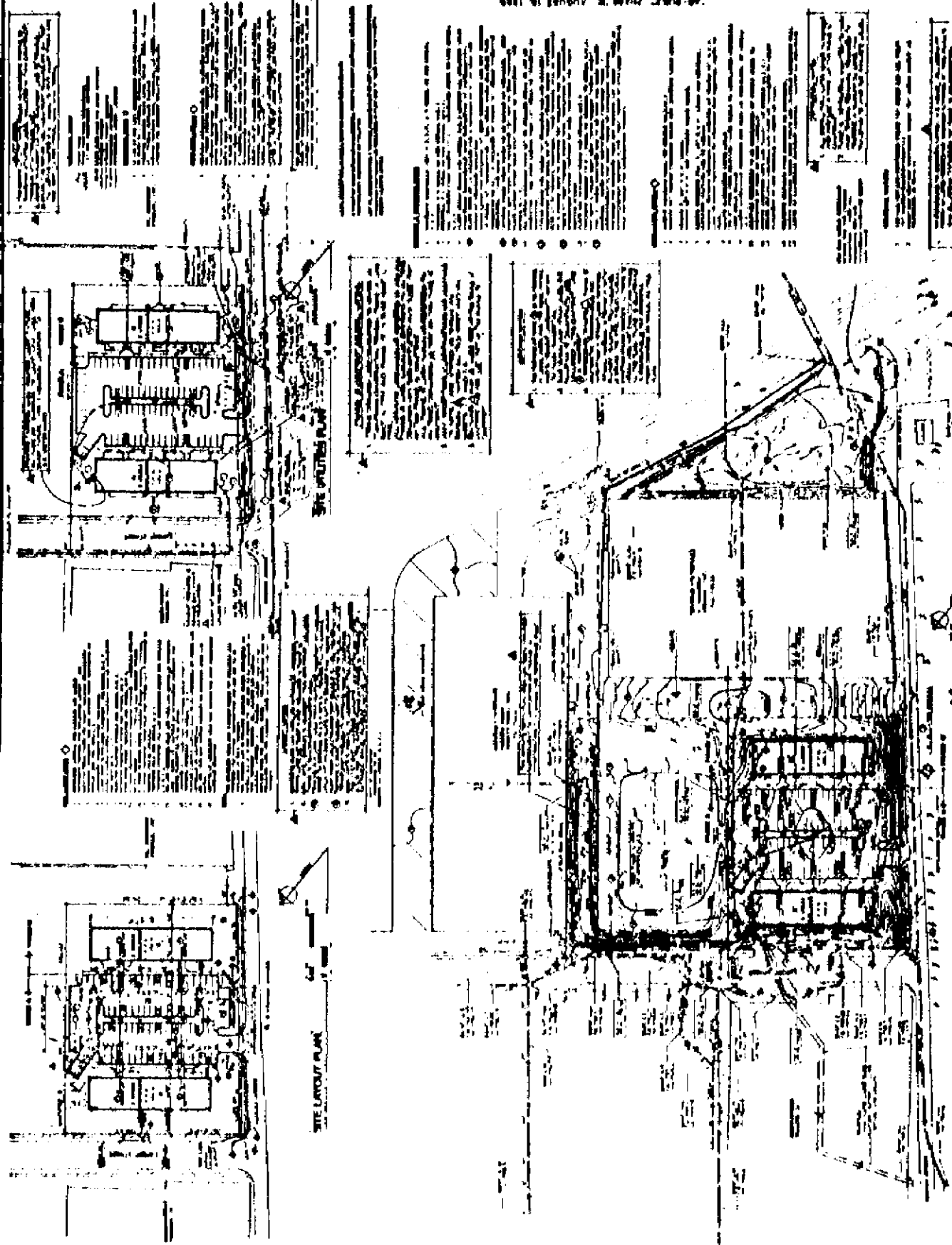


THIRD FLOOR PLAN

CAMPUS DOWNS CONDOMINIUMS
 205 SIMPSON AVENUE, LEXINGTON, KENTUCKY



AS-BUILT DRAWING AUGUST 18, 1988



SITE LAYOUT PLAN

SITE UTILITIES PLAN

SITE DRAINAGE, GRADING & DRAINAGE PLAN

Exhibit "C"

Par Values or Percentages

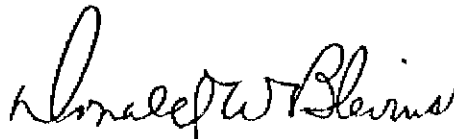
| Unit Designation | Building Number | Unit Address | Unit Type | Per Value | Undivided Interests |
|------------------|-----------------|--------------|-----------|-----------|---------------------|
| PHASE I | | | | | |
| 101 | A | 209 Simpson | B* | 1.00 | 2.08 |
| 102 | A | 209 Simpson | A | 1.00 | 2.08 |
| 103 | A | 209 Simpson | B | 1.00 | 2.08 |
| 104 | A | 209 Simpson | A | 1.00 | 2.08 |
| 105 | A | 209 Simpson | B | 1.00 | 2.08 |
| 106 | A | 209 Simpson | A | 1.00 | 2.08 |
| 107 | A | 209 Simpson | B | 1.00 | 2.08 |
| 108 | A | 209 Simpson | A | 1.00 | 2.08 |
| 201 | A | 209 Simpson | A | 1.00 | 2.08 |
| 202 | A | 209 Simpson | A | 1.00 | 2.08 |
| 203 | A | 209 Simpson | A | 1.00 | 2.08 |
| 204 | A | 209 Simpson | A | 1.00 | 2.08 |
| 205 | A | 209 Simpson | A | 1.00 | 2.08 |
| 206 | A | 209 Simpson | A | 1.00 | 2.08 |
| 207 | A | 209 Simpson | A | 1.00 | 2.08 |
| 208 | A | 209 Simpson | A | 1.00 | 2.08 |
| 301 | A | 209 Simpson | A | 1.00 | 2.08 |
| 302 | A | 209 Simpson | A | 1.00 | 2.08 |
| 303 | A | 209 Simpson | A | 1.00 | 2.08 |
| 304 | A | 209 Simpson | A | 1.00 | 2.08 |
| 305 | A | 209 Simpson | A | 1.00 | 2.08 |
| 306 | A | 209 Simpson | A | 1.00 | 2.08 |
| 307 | A | 209 Simpson | A | 1.00 | 2.08 |
| 308 | A | 209 Simpson | A | 1.00 | 2.08 |

PHASE II

| | | | | | |
|-----|---|-------------|---|------|------|
| 109 | B | 209 Simpson | B | 1.00 | 2.08 |
| 110 | B | 209 Simpson | A | 1.00 | 2.08 |
| 111 | B | 209 Simpson | B | 1.00 | 2.08 |
| 112 | B | 209 Simpson | A | 1.00 | 2.08 |
| 113 | B | 209 Simpson | B | 1.00 | 2.08 |
| 114 | B | 209 Simpson | A | 1.00 | 2.08 |
| 115 | B | 209 Simpson | B | 1.00 | 2.08 |
| 116 | B | 209 Simpson | A | 1.00 | 2.08 |
| 209 | B | 209 Simpson | A | 1.00 | 2.08 |
| 210 | B | 209 Simpson | A | 1.00 | 2.08 |
| 211 | B | 209 Simpson | A | 1.00 | 2.08 |
| 212 | B | 209 Simpson | A | 1.00 | 2.08 |
| 213 | B | 209 Simpson | A | 1.00 | 2.08 |
| 214 | B | 209 Simpson | A | 1.00 | 2.08 |
| 215 | B | 209 Simpson | A | 1.00 | 2.08 |
| 216 | B | 209 Simpson | A | 1.00 | 2.08 |
| 309 | B | 209 Simpson | A | 1.00 | 2.08 |
| 310 | B | 209 Simpson | A | 1.00 | 2.08 |
| 311 | B | 209 Simpson | A | 1.00 | 2.08 |
| 312 | B | 209 Simpson | A | 1.00 | 2.08 |
| 313 | B | 209 Simpson | A | 1.00 | 2.08 |
| 314 | B | 209 Simpson | A | 1.00 | 2.08 |
| 315 | B | 209 Simpson | A | 1.00 | 2.08 |
| 316 | B | 209 Simpson | A | 1.00 | 2.08 |

*Unit Type "B" is handicap adaptable.

I, Donald W Blevins, County Court Clerk
of Fayette County, Kentucky, hereby
certify that the foregoing instrument
has been duly recorded in my office.



By: Bob HOLLIDAY, dc

199508230079

August 23, 1995

10:34:57 AM

Fees \$52.00

Tax \$0.00

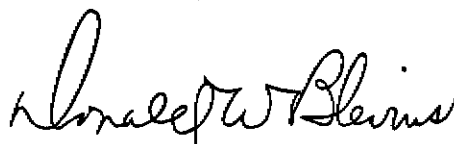
Total Paid \$52.00

THIS IS THE LAST PAGE OF THE DOCUMENT

24 Pages

540 - 563

I, Donald W Blevins, County Court Clerk
of Fayette County, Kentucky, hereby
certify that the foregoing instrument
has been duly recorded in my office.



By: Bob HOLLIDAY, dc

199509140087

September 14, 1995

11:33:22 AM

Fees \$62.00

Tax \$0.00

Total Paid \$62.00

THIS IS THE LAST PAGE OF THE DOCUMENT

29 Pages

348 - 376