

DECLARATION OF ANNEXATION AND
FOURTH AMENDMENT TO MASTER DEED OF
EASTGATE PROFESSIONAL PARK OFFICE CONDOMINIUMS

This Declaration of Annexation and Fourth Amendment to Master Deed for Eastgate Professional Park Office Condominiums ("Amendment") is made at the direction of and caused to be recorded by **PINNACLE PROPERTIES OF LOUISVILLE, LLC**, a Kentucky limited liability company (successor to and surviving entity of Pinnacle Properties Inc. pursuant to Articles of Merger of Pinnacle Properties, Inc. into Pinnacle Properties of Louisville, LLC of record in Corporation Book 535, Page 233 in the Office of the Clerk of Jefferson County, Kentucky) (the "Declarant"), whose address is P.O. Box 43957, Louisville, Kentucky 40253-0957, as a supplement to the Master Deed establishing Eastgate Professional Park Office Condominiums dated February 18, 1999.

WITNESSETH:

WHEREAS, Declarant has made and declared a Master Deed Establishing Eastgate Professional Park Office Condominiums dated February 18, 1999, which is recorded in Deed Book 7190, Page 337, in the Office of the County Clerk of Jefferson County, Kentucky; as amended by First Amendment to Master Deed Establishing Eastgate Professional Park Office Condominiums dated April 19, 1999, of record in Deed Book 7229, Page 397, in the Office of the Clerk aforesaid; as amended by Second Amendment to Master Deed Establishing Eastgate Professional Park Office Condominiums dated August 12, 1999, of record in Deed Book 7299, Page 837, in the Office of the Clerk aforesaid; and as further amended by Third Amendment to Master Deed Establishing Eastgate Professional Park Office Condominiums dated October 22, 1999, of record in Deed Book 7343, Page 9, in the Office of the Clerk aforesaid (the "Master Deed"); and

WHEREAS, pursuant to deed dated April 18, 2001, of record in Deed Book 7629, Page 600, in the Office of the Clerk aforesaid, Declarant purchased certain real property that adjoins the property subject to the Master Deed for the purpose of developing additional condominium units and annexing said real property to the horizontal property regime subject to the Master Deed; and

WHEREAS, given that transfer and control of the Council of Co-Owners has not occurred and that Declarant remains in control of the Condominium Project and of the Council until such time as transfer occurs, the Board of Directors of the Council of Co-Owners, therefore, pursuant to Section 19 of the Master Deed, has approved annexation of said real property to the horizontal property regime and the extension of the time period in which the Declarant is to relinquish control of the Council of Co-Owners over to owners of units within the regime; and

WHEREAS, this Amendment is necessary and desirable to annex said real property to the horizontal property regime and to amend certain provisions of the Master Deed in order to expand the horizontal property regime to include said additional real property;

NOW, THEREFORE, in accordance with the foregoing preambles, which are hereby incorporated herein, Declarant hereby declares that the real property ("Property"), as amended herein and as more fully described on Exhibit A attached hereto and made a part hereof, shall be owned, held, used, leased, conveyed and occupied subject to the conditions and restrictions set

forth in this Amendment as if these conditions and restrictions were included in and made a part of the Master Deed.

1. Section 1 of the Master Deed shall be and hereby is amended to reflect that the real estate, which is hereby annexed to the regime and which has previously been submitted and subjected to the regime established by the provisions of the Kentucky Horizontal Property Law, as amended, is legally described as set forth on Exhibit A attached hereto and incorporated herein by reference.

2. Section 2 of the Master Deed which describes the number of buildings and units to be developed and made part of the regime is hereby amended to reflect that Eastgate Professional Park Office Condominiums shall be developed incrementally so that it may eventually consist of up to 126,999 square feet of condominium office space in up to nineteen (19) buildings. Five (5) buildings containing ten (10) condominium units have previously been constructed and are filed of record as follows: Plans for two (2) units in Building #1 are of record in Condominium and Apartment Ownership Book 70, Pages 38 and 39, in the Office of the County Court Clerk of Jefferson County, Kentucky; Plans for two (2) units in Building #2 are of record in Condominium and Apartment Ownership Book 71, Pages 20 and 21, in the Office aforesaid; Plans for four (4) units in Buildings #3 and #4 are of record in Condominium and Apartment Ownership Book 73, Pages 9 and 10, in the Office aforesaid; and Plans for two (2) units in Building #5 are of record in Condominium and Apartment Ownership Book 74, Pages 30 and 31, in the Office aforesaid.

3. Section 13 of the Master Deed which sets forth the time at which the Declarant is to transfer control of the Council of Co-Owners over the owners of units within the condominium project shall be and hereby is amended to state that this transfer shall take place when 100% of the units have been sold, transferred and recorded or 10 years after the date of filing of the original Declaration and Master Deed, whichever first occurs.

4. Declarant hereby grants all owners of units in all nineteen (19) buildings, regardless of whether said unit and/or building is located on the real property previously subjected to the horizontal property regime or annexed to said regime herein, the right of passage over and upon those areas of the common elements shown on the Plans of Eastgate Professional Park Office Condominiums as being areas for access, parking and maneuvering of vehicles and/or pedestrians throughout the condominium development

IN WITNESS WHEREOF, the Declarant has caused this Fourth Amendment to the Master Deed of Eastgate Professional Park Office Condominiums to be executed effective this 15th day of November, 2002.

PINNACLE PROPERTIES OF LOUISVILLE, LLC
a Kentucky limited liability company

By: 

John J. Miranda, III, Member/Manager

COMMONWEALTH OF KENTUCKY)
) SS
 COUNTY OF JEFFERSON)

The foregoing Master Deed was acknowledged before me on November 15, 2002, by John J. Miranda, III, as a Member/Manager of Pinnacle Properties of Louisville, LLC, a Kentucky limited liability company, and on behalf of said company.

My Commission Expires: 9-21-2006

Donna Ransom
 Notary Public, State at Large, Kentucky

CONSENT OF LIENHOLDER

Commonwealth Bank & Trust Co., holder of a mortgage on the annexed property described herein, said mortgage being secured by a lien appearing of record in Mortgage Book 7060, Page 511, in the Office of the County Clerk of Jefferson County, Kentucky, and being dated October 10, 2002, joins herein only for the purpose of consenting and does hereby consent to the submission of the property to a Condominium Property Regime under the Kentucky Horizontal Property Law and to the provisions of this Declaration and Master Deed. The Declarant does hereby agree that the lien rights of Commonwealth Bank & Trust Co., A Kentucky Banking Corporation, are hereby transferred to the individual units of the Condominium Project.

COMMONWEALTH BANK & TRUST CO.

STATE OF KENTUCKY)
) SS
 COUNTY OF JEFFERSON)

By: E. Barry Osburn
 Title: SENIOR VICE PRESIDENT

I, a Notary public in and for the State and County aforesaid, do hereby certify that on this 15 day of November, 2002, E. BARRY OSBURN, SR. VICE PRESIDENT of Commonwealth Bank & Trust Co., appeared before me and before me acknowledged that he/she executed and delivered the foregoing instrument as his/her free and voluntary act and deed and as the free and voluntary act and deed of Commonwealth Bank & Trust Co.

My Commission expires: 9-21-2006

Donna Ransom
 Notary Public, State At Large, Kentucky

THIS INSTRUMENT PREPARED BY:

William B. Bardenwerper
BARDENWERPER & LOBB, PLLC
 8311 Shelbyville Road
 Louisville, Kentucky 40222
 (502) 426-6688

EXHIBIT A**PARCEL 1:**

BEING Tract 2, as shown on minor subdivision plat approved by the Louisville and Jefferson County Planning Commission on September 28, 1999, as Docket No. 181-92, of record in Deed dated October 20, 1992, and recorded in Deed Book 6235, Page 926, in the Office of the County Court of Jefferson County, Kentucky.

BEING the same property acquired by Declarant by Deed dated September 4, 1999, recorded in Deed Book 7103, Page 115, in the Office aforesaid.

PARCEL 2:

BEING the same property acquired by Declarant by Deed dated April 18, 2001, of record in Deed Book 7629, Page 600, in the Office of the Clerk aforesaid, and described as set forth on Exhibit A-1, attached hereto and incorporated herein by reference.

EXHIBIT A-1

Tract 1

Being the remaining portion of a tract of land located in Jefferson County, Kentucky on the south side of Highway 60 (Shelbyville Road) and east of Towne Creek Road and being more particularly described as follows:

Commencing at an iron pin set (unless stated otherwise, any monument referred to herein as an "iron pin set" is a ½ inch rebar, 18 inches in length with an orange cap stamped "Thomas 3259") in the west right-of-way line of Towne Creek Road as recorded in Plat and Subdivision Book 33 at Page 29, being a common corner with Pinnacle Properties, Inc. as recorded in Deed Book 7103 at Page 115 and Phyllis H. Abbott as recorded in Deed Book 5604 at Page 63; thence leaving the west right-of-way line of said Towne Creek Road and following the common line with Pinnacle Properties, Inc. and Phyllis H. Abbott the following courses: South 50 degrees 37 minutes 39 seconds East, 247.47 feet to an iron pin set; thence South 70 degrees 40 minutes 05 seconds East, 8.04 feet to an iron pin set being the true point of beginning to the northwest corner of the remaining lands of Phyllis H. Abbott, recorded in Deed Book 5813 at Page 100; thence continuing with the common line of the aforesaid remaining lands of Phyllis H. Abbott and Pinnacle Properties, Inc. the following courses: South 70 degrees 40 minutes 05 seconds East, 270.69 feet to an iron pin set; thence North 76 degrees 36 minutes 05 seconds East, 248.73 feet to an existing ½ inch rebar in the common line with Frank G. and Margaret H. Otte as recorded in Deed Book 5282 at Page 321; thence leaving the common corner with said Pinnacle Properties, Inc. and following the common line with Frank G. and Margaret H. Otte and Citizens Security Life Insurance Company as recorded in Deed Book 6835 at Page 267; South 19 degrees 33 minutes 25 seconds East, 299.09 feet to an iron pin set and being a common corner with Lot 102 of Towne Creek Subdivision, Section 2-B as recorded in Plat and Subdivision Book 34 at Page 77; thence leaving the common line with said Citizens Security Life Insurance Company and following the common line with Town Creek Subdivision Section 2-B, South 53 degrees 45 minutes 00 seconds West, 669.30 feet to an iron pin set being common corner with said Phyllis H. Abbott; thence leaving the common line with Towne Creek Subdivision Section 2-B and following the common line with Phyllis H. Abbott the following courses; South 82 degrees 44 minutes 30 seconds West, 330.71 feet to an iron pin set; thence North 17 degrees 39 minutes 18 seconds East, 565.83 feet to an iron pin set; thence North 24 degrees 56 minutes 46 seconds East, 234.01 feet to the true point of beginning. Said tract of land containing 8.71 acres. The aforesaid legal description is based on a boundary survey by John M. Thomas, PLS No. 3259 of Mindel, Scott and Associates, Inc., Job Number 1851.

EXHIBIT A-1

Tract 2

Being the remaining portion of a tract of land located in Jefferson County, Kentucky on the south side of Highway 60 (Shelbyville Road) and east of Towne Creek Road and being more particularly described as follows:

Beginning at an iron pin set (unless stated otherwise, any monument referred to herein as an "iron pin set" is a ½ inch rebar, 18 inches in length with an orange cap stamped "Thomas 3259") in the west right-of-way line of Towne Creek Road as recorded in Plat and Subdivision Book 33 at Page 29, being a common corner with Pinnacle Properties, Inc. as recorded in Deed Book 7103 at Page 115; thence leaving the west right-of-way line of said Towne Creek Road and following the common line with Pinnacle Properties, Inc. the following courses: South 50 degrees 37 minutes 39 seconds East, 247.47 feet to an iron pin set; thence South 70 degrees 40 minutes 05 seconds East, 8.04 feet to an iron pin set, being a common corner with the remaining lands of Phyllis H. Abbott, recorded in Deed Book 5813 at Page 100; thence leaving the common line with Pinnacle Properties, Inc. and following the common line with said Phyllis H. Abbott the following courses: South 24 degrees 56 minutes 46 seconds West, 234.01 feet to an iron pin set; thence South 17 degrees 39 minutes 18 seconds West, 565.83 feet to an iron pin set; thence North 82 degrees 44 minutes 30 seconds East, 330.71 feet to an iron pin set in the common line with Towne Creek Subdivision, Section 2-B as recorded in Plat and Subdivision Book 34 at Page 77; thence leaving the common corner with Phyllis H. Abbott and following the line with said Towne Creek Subdivision, Section 2-B the following courses: South 53 degrees 48 minutes 33 seconds West, 555.14 feet to an iron pin set; thence along the common line of the aforesaid Towne Creek Subdivision, Section 2-B and a line common with Towne Creek Subdivision, Section 2-A, of record in Plat and Subdivision Book 36 at Page 30, South 33 degrees 15 minutes 10 seconds West, 397.72 feet to an iron pin set in the west right-of-way line of Wooded Falls Road as recorded in Plat and Subdivision Book 36 at Page 30; thence following said west right-of-way line of Wooded Falls Road the following courses: North 11 degrees 03 minutes 09 seconds West, 464.68 feet to an existing ½ inch pipe; thence North 12 degrees 17 minutes 06 seconds West, 33.93 feet to an existing 5/8 inch rebar being a common corner with Towne Creek Subdivision Section 1-B as recorded in Plat and Subdivision Book 33 at Page 29; thence leaving the common corner with Towne Creek Subdivision Section 1-A and following the common line with Towne Creek Subdivision Section 1-B the following courses: North 21 degrees 33 minutes 40 seconds East, 83.93 feet to a 3/8 inch rebar; thence North 18 degrees 42 minutes 58 seconds East, 318.59 feet to an existing ½ inch rebar; thence North 19 degrees 38 minutes 33 seconds East, 415.74 feet to an iron pin set in the west right-of-way line of said Towne Creek Road; thence leaving the common corner with Lot 64 of said Towne Creek Subdivision Section 1-A, and following the west right-of-way line with said Towne Creek Road North 40 degrees 53 minutes 11 seconds East, 355.89 feet to the point of beginning. Said tract of land containing 11.52 acres.

The aforesaid legal description is based on a boundary survey by John M. Thomas, PLS No. 3259 of Mindel, Scott and Associates, Inc., Job Number 183.

CONDOMINIUM

OR

APT. OWNERSHIP

END OF DOCUMENT

BOOK 91 PAGE 46-51
FILE NO. 6 1548

Document No.: DN2002216096
Lodged By: bardenwerper
Recorded On: 11/15/2002 01:46:00
Total Fees: 18.00
Transfer Tax: .00
County Clerk: Bobbie Holsclaw-JEFF CO KY
Deputy Clerk: SHETUC

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