

**SECOND AMENDMENT TO MASTER DEED
AND
DECLARATION OF
CONDOMINIUM PROPERTY REGIME
OF
WOODMERE TOWNHOMES**

THE LOUIS PARTNERSHIP, INC., a corporation organized and existing under the laws of the Commonwealth of Kentucky, (hereinafter referred to as "the Developer"), does this 23rd day of January, 1991, file this Second Amendment to the Master Deed and Declaration of Condominium Regime of Woodmere Townhomes, said Master Deed being dated June 13, 1989, and recorded in Deed Book 5872, Page 79, and as shown on the plans of same recorded in Apartment Ownership Book 41, Pages 42-43, inclusive, being Clerk's File Number 568; as amended by the First Amendment to said Master Deed recorded April 20, 1990, in Deed Book 5952, Page 174, and as shown on the plans of same recorded in Apartment Ownership Book 42, Pages 38-39, inclusive, being Clerk's File Number 590; with a Corrected First Amendment recorded June 15, 1990, in Deed Book 5966, Page 970, and as shown on the plans of same recorded in Apartment Ownership Book 42, Pages 45-46, inclusive, being Clerk's File Number 594; all in the Office of the Clerk of the County Court of Jefferson County, Kentucky.

This Second Amendment is filed pursuant to the reservations of the Developer as contained within Article II of the aforesaid Master Deed and Declaration of Condominium Property Regime. Excepting those Amendments as set forth herein, the aforesaid Master Deed and Declaration of Condominium Property Regime of Woodmere Townhomes as previously amended, is ratified, restated, and reaffirmed as if set forth herein verbatim.

1. The real property owned by the Developer in fee simple subject to the Declaration of the Condominium Property Regime as defined in Paragraph 1.7 of Article I of said Master Deed and Declaration shall be amended to include the following described real property as Phase III in addition to that real property specifically described within the aforesaid original Master Deed and Declaration of Condominium Property Regime of Woodmere Townhomes, as previously amended:

BEGINNING at a point in the West right-of-way line of Seminary Drive and the southeast corner of a tract of land conveyed to The Louis Partnership as recorded in Deed Book 5811, Page 447, and Deed Book 5898, Page 565, in the Office of the Clerk of Jefferson County, Kentucky, thence with the West right-of-way line of Seminary Drive South 30 degrees 45' 41" East 125.34 feet to a point; thence with the arc of a curve to the left having a radius of 1046.45 feet and a chord of South 33 degrees 22' 01" East, 95.14 feet to a point; thence South 59 degrees 14' 19" West 134.32 feet to a point on the East line of Thornhill Subdivision as recorded in Plat Book 20, Page 42, in the aforementioned Clerk's Office; thence with the East line of Thornhill North 30 degrees 45' 41" West, 220.38 feet to a point, said point also being the southwest corner of a tract of land conveyed to The Louis Partnership, Inc. as recorded in Deed Book 5811, Page 447, and Deed Book 5898, Page 565, in the aforementioned Clerk's Office; thence with the South line of Louis North 59 degrees 14' 19" East, 130.00 feet to the point of beginning, containing 0.661 acres.

Together with the right to use the 30 foot access easement over Tract 2 shown on Plat of record in Deed Book 5806, Page 708, in the Office of the Clerk aforesaid.

BEING the same property acquired by The Louis Partnership, Inc. by Deed dated January 22, 1991, of record in Deed Book 6030, Page 711, in the Office of the Clerk of the County Court of Jefferson County, Kentucky.

#6245
1-23-91

In order to establish Phase III of the aforesaid Condominium project of Woodmere Townhomes, the Developer hereby declares that the aforesaid real property shall be held, conveyed, released, mortgaged, encumbered, leased, rented, occupied, used and improved subject to those limitations, reservations, restrictions, divisions, covenants and conditions set forth within the Master Deed and Declaration of Condominium Property Regime of Woodmere Townhomes of record in Deed Book 5872, Page 79.

Paragraph 1.8 of Article I of said Master Deed and Declaration is hereby amended to reflect the recording of a revised site plan and revised floor plans (designated as Phase 3, Woodmere Townhomes) for the inclusion within the Regime of Units 9 through 12, inclusive, as described herein, said revised plans being dated January 7, 1991, and of record in Apartment Ownership Book 44, Pages 5-6 - Fix 16/9, inclusive, in the aforesaid Clerk's Office.

2. Paragraph 2.1 of Article II of said Master Deed and Declaration of Condominium Property Regime of Woodmere Townhomes is amended to read as follows:

2.1(a) The Regime shall consist of twelve (12) townhouse units which are constructed as Phase I, Phase II and Phase III, and followed by no more than eleven (11) additional units in one or more other phases which may be created, added, and subjected to the Regime by the Developer by Amendment upon the acquisition and dedication to the Regime of adjacent tracts or parcels and the filing of its plans together with the Limited Common Elements and Common Elements appurtenant thereto. Developer reserves the right from time to time to further amend the Master Deed to the extent of adding such adjacent parcels or tracts as future phases for additional units, Common Elements and, once added, the future phases and additional units shall have the same rights and privileges as appear herein.

(b) The total floor area built within Phase I of the Regime, including basements, shall not exceed 15,706.29 square feet. The aggregate floor area, including basements, in Units 5 through 8 is 15,706.29 square feet so that there is no unbuilt floor area in Phase I of the Regime.

(c) The floor area to be built within Phase II of the Regime, including basements, shall not exceed 16,407.16 square feet. The aggregate floor area including basements of Units 1 through 4 is 16,407.16 square feet so that there is no unbuilt floor area within Phase II of the Regime.

(d) The total floor area built within Phase III of the Regime, including basements, shall not exceed 14,959.35 square feet. The aggregate floor area, including basements, in Units 9 through 12 is 14,959.35 square feet so that there is no unbuilt floor area in Phase III of the Regime.

3. Paragraph 3.1 of Article III of said Master Deed and Declaration of Condominium Regime of Woodmere Townhomes is amended by way of addition and not substitution to read as follows:

3.1 Units. Phase III of the Regime shall include four (4) separately designated townhouse or apartment dwellings each capable of individual utilization and ownership in fee simply by having their own respective exits to a thoroughfare or to a given common space leading to a thoroughfare which is designated on the floor plan or site plan. Units 9 through 12, inclusive, shall include the space within and bounded by the unfinished surfaces of the interior load bearing perimeter walls; the floor of the basement; the ceiling of the second floor; and shall include all walls and

partitions (whether or not load bearing) within said space, together with the floors and ceilings separating the basement from the first floor and the first floor from the second floor.

Units 9 through 12 shall also include the bay window protrusions on the South side of each unit.

Units 9 through 12, inclusive, shall also include the stairway and garage area within the boundaries of each unit; and all built-in household kitchen appliances, hot water heaters, heating and air conditioning equipment located therein.

4. Paragraph 3.3 of Article III of said Master Deed and Declaration of Condominium Property Regime of Woodmere Townhomes is amended to include, by way of addition and not substitution, paragraph 3.3(f), which shall read as follows:

3.3(f) Garden areas on the West side of and immediately adjacent to each Unit, such area being designated on the Plans as Limited Common Elements to Units 9, 10, 11 and 12, respectively; together with each Unit's facing side of the brick or wooded partitions separating such areas. These areas shall include any gate opening to each area. These areas shall be maintained by each Unit Owner.

5. Paragraph 4.1 of Article IV of said Master Deed and Declaration of Condominium Property Regime is amended to read as follows:

4.1 Ownership of Units 1 through 12, inclusive, is hereby declared to have appurtenant unto each, an undivided interest in that portion of the common elements shown on the site plan and amendments or revisions thereof in the percentages set forth opposite each said unit:

Unit 1	8.40
Unit 2	9.74
Unit 3	8.00
Unit 4	8.71
Unit 5	7.52
Unit 6	8.11
Unit 7	8.44
Unit 8	9.29
Unit 9	8.40
Unit 10	7.79
Unit 11	7.81
Unit 12	7.79

PERCENTAGE TOTAL 100%

IN WITNESS WHEREOF, the Developer, by its duly authorized officer, has executed this Second Amendment to the Master Deed and

Declaration of Condominium Property Regime of Woodmere Townhomes by its signature the day and year first above written.

"DEVELOPER"

THE LOUIS PARTNERSHIP, INC.

BY: [Signature]
HUNTER G. LOUIS
Vice-President

STATE OF KENTUCKY

COUNTY OF JEFFERSON

The foregoing Second Amendment to Master Deed and Declaration of Condominium Property Regime of Woodmere Townhomes was acknowledged before me by HUNTER G. LOUIS as Vice-President of THE LOUIS PARTNERSHIP, INC., a Kentucky corporation, Developer herein, as the free act and deed of the corporation, this 23 day of April, 1990.

My Commission Expires: October 9, 1991

[Signature]
NOTARY PUBLIC, STATE AT LARGE, KY

THIS INSTRUMENT PREPARED BY:

[Signature]
DAVID B. BLANDFORD
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