

SECOND AMENDMENT FOR THE EXPANDABLE
CONDOMINIUM KNOWN AS "COLONIAL
WOODS, a CONDOMINIUM"

THIS DECLARATION, made this 13th day of March, 1985,
by PEAR ORCHARD CORP., a Kentucky Corporation, hereinafter referred
to as "DEVELOPER".

WHEREAS, by a Condominium Declaration made December 14, 1979,
and recorded in Deed Book 5140, Page 330, in the Office of the
Clerk of Jefferson County, Kentucky, the Developer subjected and
submitted certain real estate to the Kentucky Condominium Property
Act, and,

WHEREAS, under the Declaration, the right is specifically re-
served unto the Developer to create, add and subject other buildings
to the property denominated "Reserved Area" and to add additional or
new Units to said Condominiums; and,

WHEREAS, Pear Orchard Corp., a Kentucky Corporation, is the
Owner and Developer of said property and does hereby decide to add to
said Condominium "Reserved Area" the following described real estate,
which is presently a part of that "Reserved Area" referred to in the
Declaration.

BEING that area surrounding Buildings 4 and 11, described by
bearings and distances, all as shown on the Plans which are recorded
simultaneously herewith; and,

WHEREAS, the additional property is now improved with two (2)
additional buildings containing a combined total of 10 additional
Units.

NOW THEREFORE, the Developer, for the purposes herein set forth,
and pursuant to the provisions set forth in the Master Deed for Colonial
Woods, a Condominium, recorded as above, and in accordance with and by
means of the powers therein reserved and conferred on it, hereby
amends the Declaration by:

1. Further declaring that the additional property is hereby
annexed from the aforesaid "Reserved Area", and that said additional
property is hereby subjected to the provisions of the Act as an
integral part of the Condominium created by the Declaration and that
said additional property is to be in all respects governed by the
terms and provisions of said Declaration.

2. Amending the legal descriptions of the Units which are set

forth in the Declaration by adding the following new Units:

<u>BUILDING NO.</u>	<u>UNIT NO.</u>
4	4-1
	4-2
	4-3
	4-4
11	11-1
	11-2
	11-3
	11-4
	11-5
	11-6

All of the Buildings 4 and 11 and the Units referred to immediately above, are set forth on a survey of the additional property by Sabak & Wilson, Inc., Registered Engineers and Surveyors dated January 28, 1985, and recorded simultaneously with this Second Expandable Declaration.

3. Amending the schedule of the percentage of ownership interest in the Common Elements, appurtenant to each Unit, set forth in the Master Deed and to reallocate said percentage interest and to read as follows:

<u>BUILDING NO.</u>	<u>UNIT</u>	<u>SQ. FT.</u>	<u>% INTEREST</u>
1	1-1	1076.92	2.349
	1-2	1292.48	2.819
	1-3	1559.53	3.402
	1-4	1559.53	3.402
	1-5	1292.48	2.819
	1-6	1292.48	2.819
	1-7	1292.48	2.819
	1-8	1076.92	2.349
2	2-1	1076.92	2.349
	2-2	1292.48	2.819
	2-3	1292.48	2.819
	2-4	1292.48	2.819
	2-5	1292.48	2.819
	2-6	1076.92	2.349
3	3-1	1559.53	3.402
	3-2	1559.53	3.402
	3-3	1559.53	3.402
	3-4	1559.53	3.402
	3-5	1559.53	3.402
4	4-1	1227.50	2.678
	4-2	1227.50	2.678
	4-3	1227.50	2.678
	4-4	1227.50	2.678
11	11-1	1226.12	2.675
	11-2	1226.12	2.675
	11-3	1226.12	2.675
	11-4	1226.12	2.675
	11-5	1226.12	2.675
	11-6	1226.12	2.675

<u>BUILDING NO.</u>	<u>UNIT</u>	<u>SQ. FT.</u>	<u>% INTEREST</u>
12	12-1	1114.53	2.431
	12-2	1337.89	2.918
	12-3	1554.03	3.389
	12-4	1554.03	3.389
	12-5	1337.89	2.918
	12-6	1114.53	2.431
		45843.85	100.000%

The remaining undesignated square foot area of 114,156.15 represents the maximum, contemplated unbuilt portion of COLONIAL WOODS, a Condominium.

The above scheduled percentages in the Common Elements are calculated on the basis set forth in the Master Deed and this reallocation is accomplished as follows:

(a) The Developer to the extent necessary, hereby exercises all rights conferred upon it by the Declaration of the Master Deed and all Powers of Attorney granted to it by all Unit Owners of the existing Units and thereby divest them of that portion of their Units Share in the existing Common Elements, which must be allocated to the new Units to obtain the percentage interest in the aggregated Common Elements for each Unit shown in the aforesaid Schedule.

(b) The Developer, to the extent necessary, hereby exercises all Powers of Attorney granted to it and reserved by it and hereby grants conveys and sets over to each Owner of each existing Unit, that share in the new Common Elements necessary to attain, for each existing Unit a share in the aggregated Common Element shown in the aforesaid Schedule.

(c) Any other means supportable in Law or Equity on the basis of the Declaration, the Deeds issued to each Purchaser, and this Amended Declaration.

Further, Great Financial Federal Savings and Loan Association, (formerly Greater Louisville First Federal Savings and Loan Association), holder of the first and prior lien on the property described in the Master Deed, joins herein for the purpose of consenting and does hereby consent to the submission of the additional property and to this Second Amendment to the Expandable Condominium Project known as "COLONIAL WOODS, a Condominium".

IN TESTIMONY WHEREOF, witness the signatures of the duly authorized Officers of the parties hereto the dates first shown above.

PEAR ORCHARD CORP.

BY: J. Richard Krome, Pres
President

GREAT FINANCIAL FEDERAL SAVINGS AND
LOAN ASSOCIATION

BY: _____

STATE OF KENTUCKY)
) SS
COUNTY OF JEFFERSON)

The foregoing instrument was acknowledged before me this 13th
day of March, 1985 by J. Richard Krome as President,
of Pear Orchard Corp., a Kentucky Corporation, on behalf of said
Corporation.

My commission expires August 27, 1985.

Paul J. Chute
Notary Public, Jefferson County, Kentucky

STATE OF KENTUCKY)
) SS
COUNTY OF JEFFERSON)

The foregoing instrument was acknowledged before me this 13th
day of March, 1985 by Ronald G. Tharp as Vice President
of Great Financial Federal Savings and Loan Association, (formerly
Greater Louisville First Federal Savings and Loan Association), on
behalf of said Association.

My commission expires August 27, 1985.

Paul J. Chute
Notary Public, Jefferson County, Kentucky

I hereby certify that this
instrument was prepared by:

Arthur W. Howard
ARTHUR W. HOWARD, Attorney
515 West Market Street
Louisville, Kentucky 40202

FILED IN 401
MAR 15 1985
MAR 15 PM 3 02
PAD \$ 1.00
J.M. WALONE J.C.C.
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