

**THIRTY-SIXTH AMENDMENT TO MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Thirty-sixth Amendment is made and entered into as of March 9, 2004, by HS DEVELOPERS, LLC, a Kentucky limited liability company, Suite 202, 3240 Office Pointe Place, Louisville, Kentucky 40220 ("Developer").

RECITALS

A. Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "Declaration"), which submitted to a horizontal [condominium] property regime (the "Regime") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6839, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty-second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth

Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, and by a Thirty-fifth Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, all in the office of the Clerk of Jefferson County, Kentucky.

B. By deed dated December 29, 1998, of record in Deed Book 7160, Page 88, in the office of the Clerk of Jefferson County, Kentucky, Fenwick Development Company, Inc. conveyed to Developer all of its interests in the land and the development rights of the Regime.

C. Pursuant to Section 2.4 of the Declaration, Developer reserved for itself and on behalf of any Unit owners and mortgagees in the Regime the right to expand the Regime by creating additional units.

NOW, THEREFORE, pursuant to its powers reserved in the Declaration, Developer hereby amends the Declaration to create certain additional Units as part of the Regime, as follows:

1. Simultaneously with the recording of this Thirty-sixth Amendment, there has been filed in the office of the Clerk of Jefferson County, Kentucky, at Apartment Ownership Book 101, Pages 20-23, a set of floor plans showing the layout, location, Unit numbers and dimensions of the Units and Limited Common Elements created by and submitted to the Regime by this Thirty-sixth Amendment; stating the name of the Regime; and bearing the verified statement of a registered professional engineer certifying that the plans fully and accurately depict the layout, location, unit number and dimensions of the existing Units as built. Those floor plans, recorded as set forth above, supplement and amend the initial floor plans of the Regime recorded in Apartment Ownership Book 53, Pages 37 to 39, the floor plans recorded with the First Amendment in Apartment Ownership Book 55, Pages 18-20, the floor plans recorded with the Second Amendment in Apartment Ownership Book 56, Pages 36-37, the floor plans recorded with the Third Amendment in Apartment Ownership Book 57, Pages 22-24, the floor plans recorded with the Fourth Amendment in Apartment Ownership Book 57, Pages 35-36, the floor plans recorded with the Fifth Amendment in Apartment Ownership Book 59, Pages 13 and 14, the floor plans recorded with the Sixth Amendment in Apartment Ownership Book 63, Page 41, the floor plans recorded with the Seventh Amendment in Apartment Ownership Book 71, Pages 9 and 10, the floor plans recorded with the Eighth Amendment in Apartment Ownership Book 73, Pages 13 and 14, the floor plans recorded with the Ninth Amendment in Apartment Ownership Book 75, Pages 8 and 9, the floor plans recorded with the Tenth Amendment in Apartment Ownership Book 75, Pages 37 and 38, the floor plans recorded with the Twelfth Amendment in Apartment Ownership Book 77, Pages 6 to 9, the floor plans recorded with the Thirteenth Amendment in Apartment Ownership Book 78, Pages 1 and 2, the floor plans recorded with the Fourteenth Amendment in Apartment Ownership Book 79, Page 3, the floor plans recorded with the Fifteenth Amendment in Apartment Ownership Book 79, Pages 19 and 20, the floor plans recorded with the Sixteenth Amendment in Apartment Ownership Book 79, Pages 40 and 41, the floor plans recorded with the Seventeenth Amendment in Apartment Ownership Book 80, Pages 9 and 10, the floor plans recorded with the Eighteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Nineteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Twentieth Amendment in Apartment Ownership Book 82, Page 12, the floor plans recorded with the Twenty-first Amendment in Apartment Ownership Book 82, Pages 49 and 50, the floor plans recorded with the Twenty-second Amendment in Apartment Ownership Book 84, Page 28, the floor plans recorded with the Twenty-third Amendment in Apartment

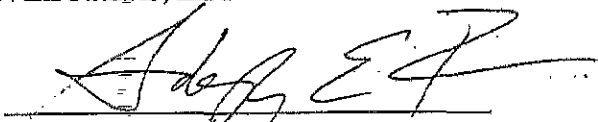
Ownership Book 84, Pages 45 and 46, the floor plans recorded with the Twenty-fourth Amendment in Apartment Ownership Book 85, Pages 49 and 50, the floor plans recorded with the Twenty-fifth Amendment in Apartment Ownership Book 86, Pages 42 and 43, the floor plans recorded with the Twenty-sixth Amendment in Apartment Ownership Book 87, Pages 1 and 2, the floor plans recorded with the Twenty-seventh Amendment in Apartment Ownership Book 87, Pages 44 and 45, the floor plans recorded with the Twenty-eighth Amendment in Apartment Ownership Book 88, Pages 41 and 42, the floor plans recorded with the Twenty-ninth Amendment in Apartment Ownership Book 89, Pages 21 and 22, the floor plans recorded with the Thirtieth Amendment in Apartment Ownership Book 90, Pages 8 and 9, the floor plans recorded with the Thirty-first Amendment in Apartment Ownership Book 90, Pages 34 and 35, the floor plans recorded with the Thirty-second Amendment in Apartment Ownership Book 91, Pages 25 to 28 inclusive, the floor plans recorded with the Thirty-third Amendment in Apartment Ownership Book 95, Pages 9 to 13 inclusive, the floor plans recorded with the Thirty-fourth Amendment in Apartment Ownership Book 95, Pages 32 through 34 inclusive, and the floor plans recorded with the Thirty-fifth Amendment in Apartment Ownership Book 96, Pages 32 through 36 inclusive, all in the office of the Clerk of Jefferson County, Kentucky.

2. The new units created by and submitted to the Regime by this Thirty-sixth Amendment have appurtenant to each Unit that Unit's percentage of common interest in the Common Elements of the Regime, and Exhibit A to the Declaration is hereby supplemented, amended and restated by Exhibit A to this Thirty-sixth Amendment.

3. In all other respects, Developer ratifies and affirms all of the terms and provisions of the Declaration.


WITNESS the signature of Developer on the above date.

HS DEVELOPERS, LLC

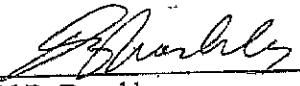
By: 
Stephen E. Poe, Manager

COMMONWEALTH OF KENTUCKY)
)SS
COUNTY OF JEFFERSON)

The foregoing instrument was acknowledged before me on March 9, 2004, by Stephen E. Poe, manager of HS Developers, LLC, a Kentucky limited liability company, on behalf of the company.


Notary Public
Commission expires: 11/17/2007

This Instrument Prepared By:



David B. Buechler
Salyers & Buechler, P. S. C.
Suite 204, The 1000 Building
6200 Dutchmans Lane
Louisville, Kentucky 40205

EXHIBIT A

DB 08369PG0763

Hurstbourne Springs Condominiums

| Unit No. | Unit Type | Location | Unit Floor Area | Percentage of Common Interest |
|------------------|-----------|-----------|-----------------|----------------------------------|
| SECTION 1 | | | | |
| 2A | 1 Story | See Plans | 1,868.61 | 0.7% |
| 2B | 1 Story | See Plans | 1,869.94 | 0.7% |
| 3A | 1 Story | See Plans | 1,970.35 | 0.8% |
| 3B | 1 Story | See Plans | 1,975.00 | 0.8% |
| 4A | 2 Story | See Plans | 2,298.66 | 0.9% |
| 4B | 2 Story | See Plans | 2,324.95 | 0.9% |
| 5A | 1 Story | See Plans | 1,576.21 | 0.6% |
| 5B | 2 Story | See Plans | 1,754.02 | 0.7% |
| 1A | 1 Story | See Plans | 3,284.03 | 1.3% |
| 1B | 1 Story | See Plans | 3,277.84 | 1.3% |
| 7A | 2 Story | See Plans | 2,267.84 | 0.9% |
| 7B | 2 Story | See Plans | 2,291.32 | 0.9% |
| 11A | 2 Story | See Plans | 2,225.45 | 0.9% |
| 11B | 2 Story | See Plans | 2,301.31 | 0.9% |
| 23A | 2 Story | See Plans | 1,758.80 | 0.7% |
| 23 B | 2 Story | See Plans | 1,762.31 | 0.7% |
| 9A | 1 Story | See Plans | 1,567.81 | 0.6% |
| 9B | 1 Story | See Plans | 1,575.52 | 0.6% |
| 15A | 1 Story | See Plans | 3,258.77 | 1.3% |
| 15B | 2 Story | See Plans | 3,632.35 | 1.4% |
| 16A | 1 Story | See Plans | 3,469.51 | 1.3% |
| 16B | 1 Story | See Plans | 3,475.04 | 1.3% |
| 17A | 1 Story | See Plans | 1,871.66 | 0.7% |
| 17B | 1 Story | See Plans | 1,868.26 | 0.7% |
| 6A | 2 Story | See Plans | 2,906.52 | 1.1% |
| 6B | 1 Story | See Plans | 2,696.89 | 1.0% |
| 13A | 1 Story | See Plans | 3,474.58 | 1.3% |
| 13B | 1 Story | See Plans | 3,478.46 | 1.3% |
| 10 | 1 Story | See Plans | 2,214.30 | 0.9% |
| 19A | 2 Story | See Plans | 2,267.84 | 0.9% |
| 19B | 2 Story | See Plans | 2,291.32 | 0.9% |
| 12A | 2 Story | See Plans | 2,432.87 | 0.9% |
| 12B | 1 Story | See Plans | 3,078.52 | 1.2% |
| 20A | 2 Story | See Plans | 2,403.69 | 0.9% |
| 20B | 2 Story | See Plans | 2,401.21 | 0.9% |
| 21A | 2 Story | See Plans | 2,384.01 | 0.9% |
| 21B | 2 Story | See Plans | 2,384.37 | 0.9% |
| 22A | 1 Story | See Plans | 1,940.16 | 0.7% |
| 22B | 1 Story | See Plans | 1,933.70 | 0.7% |
| 8A | 1 Story | See Plans | 1,944.50 | 0.8% |
| 8B | 2 Story | See Plans | 2,391.21 | 0.9% |
| 14A | 2 Story | See Plans | 3,651.66 | 1.4% |
| 14B | 2 Story | See Plans | 3,374.80 | 1.3% |

EXHIBIT A

UB 118369PG0764

Hurstbourne Springs Condominiums

| SECTION 2 | | | | |
|-----------|---------|-----------|----------|------|
| 1 | 2 Story | See Plans | 2,369.51 | 0.9% |
| 43 | 2 Story | See Plans | 2,346.35 | 0.9% |
| 5 | 2 Story | See Plans | 2,336.00 | 0.9% |
| 6 | 2 Story | See Plans | 2,328.53 | 0.9% |
| 62 | 1 Story | See Plans | 2,131.02 | 0.8% |
| 4 | 1 Story | See Plans | 2,123.11 | 0.8% |
| 7 | 2 Story | See Plans | 2,334.22 | 0.9% |
| 10 | 2 Story | See Plans | 2,331.25 | 0.9% |
| 63 | 2 Story | See Plans | 2,324.31 | 0.9% |
| 40 | 1 Story | See Plans | 3,419.25 | 1.3% |
| 44 | 2 Story | See Plans | 2,340.89 | 0.9% |
| 57 | 1 Story | See Plans | 2,390.61 | 0.9% |
| 3 | 2 Story | See Plans | 2,490.05 | 1.0% |
| 58 | 1 Story | See Plans | 3,864.43 | 1.5% |
| 2 | 1 Story | See Plans | 2,195.16 | 0.8% |
| 8 | 2 Story | See Plans | 2,346.76 | 0.9% |
| 9 | 2 Story | See Plans | 2,344.96 | 0.9% |
| 48 | 2 Story | See Plans | 2,344.99 | 0.9% |
| 39 | 1 Story | See Plans | 3,549.83 | 1.4% |
| 59 | 2 Story | See Plans | 4,257.43 | 1.6% |
| 11 | 1 Story | See Plans | 2,182.82 | 0.8% |
| 41 | 1 Story | See Plans | 3,695.93 | 1.4% |
| 49 | 1 Story | See Plans | 2,190.96 | 0.8% |
| 55 | 2 Story | See Plans | 2,340.61 | 0.9% |
| 12 | 1 Story | See Plans | 2,198.06 | 0.8% |
| 24 | 2 Story | See Plans | 4,271.18 | 1.6% |
| 53 | 1 Story | See Plans | 2,198.12 | 0.8% |
| 25 | 2 Story | See Plans | 3,780.31 | 1.5% |
| 56 | 2 Story | See Plans | 2,545.63 | 1.0% |
| 30 | 2 Story | See Plans | 2,750.88 | 1.1% |
| 35 | 1 Story | See Plans | 3,700.57 | 1.4% |
| 50 | 1 Story | See Plans | 2,379.54 | 0.9% |
| 26 | 2 Story | See Plans | 4,268.39 | 1.6% |
| 27 | 2 Story | See Plans | 4,075.91 | 1.6% |
| 23 | 1 Story | See Plans | 3,937.10 | 1.5% |
| 29 | 2 Story | See Plans | 2,351.92 | 0.9% |
| 54 | 2 Story | See Plans | 2,699.79 | 1.0% |
| 22 | 2 Story | See Plans | 2,485.13 | 1.0% |
| 45 | 1 Story | See Plans | 2,181.99 | 0.8% |
| 52 | 2 Story | See Plans | 2,726.54 | 1.1% |
| 32 | 2 Story | See Plans | 4,404.04 | 1.7% |
| 15 | 1 Story | See Plans | 1,902.41 | 0.7% |
| 19 | 2 Story | See Plans | 2,284.79 | 0.9% |
| 51 | 2 Story | See Plans | 2,166.45 | 0.8% |
| 16 | 2 Story | See Plans | 2,395.42 | 0.9% |
| 18 | 1 Story | See Plans | 2,187.96 | 0.8% |

EXHIBIT A

BB 08369PG0765

Hurstbourne Springs Condominiums

| | | | | |
|---------------|---------|-----------|-------------------|---------------|
| 21 | 1 Story | See Plans | 2,198.21 | 0.8% |
| 60 | 1 Story | See Plans | 3,743.50 | 1.4% |
| 13 | 1 Story | See Plans | 2,190.10 | 0.8% |
| 14 | 1 Story | See Plans | 2,188.28 | 0.8% |
| 20 | 1 Story | See Plans | 1,921.33 | 0.7% |
| 31 | 2 Story | See Plans | 2,382.78 | 0.9% |
| 38 | 1 Story | See Plans | 3,740.12 | 1.4% |
| 47 | 1 Story | See Plans | 1,930.32 | 0.7% |
| 28 | 2 Story | See Plans | 2,481.72 | 1.0% |
| 46 | 1 Story | See Plans | 2,166.08 | 0.8% |
| 61 | 2 Story | See Plans | 2,529.78 | 1.0% |
| TOTALS | | | <u>259,119.50</u> | <u>100.0%</u> |

NOTE: Section 1 and Section 2 are part of the same condominium regime.

Recorded in Condo Book
 No. 101 Page 20-23
 Part No. 1757

Document No.: 0N2004039497
 Lodged By: salyers and buechler
 Recorded On: 03/03/2004 12:34:52
 Total Fees: 20.00
 Transfer tax: .00
 County Clerk: BOBBIE HOLSCLAW-JEFF CO KY
 Deputy Clerk: CARRAR

END OF DOCUMENT

**THIRTY-SEVENTH AMENDMENT TO MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Thirty-seventh Amendment is made and entered into as of September 23, 2004, by HS DEVELOPERS, LLC, a Kentucky limited liability company, Suite 202, 3240 Office Pointe Place, Louisville, Kentucky 40220 ("**Developer**").

RECITALS

A. Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "**Declaration**"), which submitted to a horizontal [condominium] property regime (the "**Regime**") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6839, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty-second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth

Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, by a Thirty-fifth Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, and by a Thirty-sixth Amendment dated March 9, 2004, of record in Deed Book 8369, Page 759, all in the office of the Clerk of Jefferson County, Kentucky.

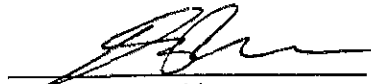
B. By deed dated December 29, 1998, of record in Deed Book 7160, Page 88, in the office of the Clerk of Jefferson County, Kentucky, Fenwick Development Company, Inc. conveyed to Developer all of its interests in the land and the development rights of the Regime.

C. Pursuant to Section 2.4 of the Declaration, Developer reserved for itself and on behalf of any Unit owners and mortgagees in the Regime the right to expand the Regime by creating additional units.

NOW, THEREFORE, pursuant to its powers reserved in the Declaration, Developer hereby amends the Declaration to create certain additional Units as part of the Regime, as follows:

1. Simultaneously with the recording of this Thirty-seventh Amendment, there has been filed in the office of the Clerk of Jefferson County, Kentucky, at Apartment Ownership Book 104 Pages 33-34, a set of floor plans showing the layout, location, Unit numbers and dimensions of the Units and Limited Common Elements created by and submitted to the Regime by this Thirty-seventh Amendment; stating the name of the Regime; and bearing the verified statement of a registered professional engineer certifying that the plans fully and accurately depict the layout, location, unit number and dimensions of the existing Units as built. Those floor plans, recorded as set forth above, supplement and amend the initial floor plans of the Regime recorded in Apartment Ownership Book 53, Pages 37 to 39, the floor plans recorded with the First Amendment in Apartment Ownership Book 55, Pages 18-20, the floor plans recorded with the Second Amendment in Apartment Ownership Book 56, Pages 36-37, the floor plans recorded with the Third Amendment in Apartment Ownership Book 57, Pages 22-24, the floor plans recorded with the Fourth Amendment in Apartment Ownership Book 57, Pages 35-36, the floor plans recorded with the Fifth Amendment in Apartment Ownership Book 59, Pages 13 and 14, the floor plans recorded with the Sixth Amendment in Apartment Ownership Book 63, Page 41, the floor plans recorded with the Seventh Amendment in Apartment Ownership Book 71, Pages 9 and 10, the floor plans recorded with the Eighth Amendment in Apartment Ownership Book 73, Pages 13 and 14, the floor plans recorded with the Ninth Amendment in Apartment Ownership Book 75, Pages 8 and 9, the floor plans recorded with the Tenth Amendment in Apartment Ownership Book 75, Pages 37 and 38, the floor plans recorded with the Twelfth Amendment in Apartment Ownership Book 77, Pages 6 to 9, the floor plans recorded with the Thirteenth Amendment in Apartment Ownership Book 78, Pages 1 and 2, the floor plans recorded with the Fourteenth Amendment in Apartment Ownership Book 79, Page 3, the floor plans recorded with the Fifteenth Amendment in Apartment Ownership Book 79, Pages 19 and 20, the floor plans recorded with the Sixteenth Amendment in Apartment Ownership Book 79, Pages 40 and 41, the floor plans recorded with the Seventeenth Amendment in Apartment Ownership Book 80, Pages 9 and 10, the floor plans recorded with the Eighteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Nineteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Twentieth Amendment in Apartment Ownership Book 82, Page 12, the floor plans recorded with the Twenty-first Amendment in Apartment Ownership Book 82, Pages 49 and 50, the floor plans recorded with the Twenty-second Amendment in Apartment Ownership

This Instrument Prepared By:



David B. Buechler
Salyers & Buechler, P. S. C.
Suite 204, The 1000 Building
6200 Dutchmans Lane
Louisville, Kentucky 40205

Hurstbourne Springs Condominiums

| Unit No. | Unit Type | Location | Unit Floor Area | Percentage of Common Interest |
|------------------|-----------|-----------|-----------------|----------------------------------|
| SECTION 1 | | | | |
| 2A | 1 Story | See Plans | 1,868.61 | 0.7% |
| 2B | 1 Story | See Plans | 1,869.94 | 0.7% |
| 3A | 1 Story | See Plans | 1,970.35 | 0.7% |
| 3B | 1 Story | See Plans | 1,975.00 | 0.8% |
| 4A | 2 Story | See Plans | 2,298.66 | 0.9% |
| 4B | 2 Story | See Plans | 2,324.95 | 0.9% |
| 5A | 1 Story | See Plans | 1,576.21 | 0.6% |
| 5B | 2 Story | See Plans | 1,754.02 | 0.7% |
| 1A | 1 Story | See Plans | 3,284.03 | 1.2% |
| 1B | 1 Story | See Plans | 3,277.84 | 1.2% |
| 7A | 2 Story | See Plans | 2,267.84 | 0.9% |
| 7B | 2 Story | See Plans | 2,291.32 | 0.9% |
| 11A | 2 Story | See Plans | 2,225.45 | 0.8% |
| 11B | 2 Story | See Plans | 2,301.31 | 0.9% |
| 23A | 2 Story | See Plans | 1,758.80 | 0.7% |
| 23 B | 2 Story | See Plans | 1,762.31 | 0.7% |
| 9A | 1 Story | See Plans | 1,567.81 | 0.6% |
| 9B | 1 Story | See Plans | 1,575.52 | 0.6% |
| 15A | 1 Story | See Plans | 3,258.77 | 1.2% |
| 15B | 2 Story | See Plans | 3,632.35 | 1.4% |
| 16A | 1 Story | See Plans | 3,469.51 | 1.3% |
| 16B | 1 Story | See Plans | 3,475.04 | 1.3% |
| 17A | 1 Story | See Plans | 1,871.66 | 0.7% |
| 17B | 1 Story | See Plans | 1,868.26 | 0.7% |
| 6A | 2 Story | See Plans | 2,906.52 | 1.1% |
| 6B | 1 Story | See Plans | 2,696.89 | 1.0% |
| 13A | 1 Story | See Plans | 3,474.58 | 1.3% |
| 13B | 1 Story | See Plans | 3,478.46 | 1.3% |
| 10 | 1 Story | See Plans | 2,214.30 | 0.8% |
| 19A | 2 Story | See Plans | 2,267.84 | 0.9% |
| 19B | 2 Story | See Plans | 2,291.32 | 0.9% |
| 12A | 2 Story | See Plans | 2,432.87 | 0.9% |
| 12B | 1 Story | See Plans | 3,078.52 | 1.2% |
| 20A | 2 Story | See Plans | 2,403.69 | 0.9% |
| 20B | 2 Story | See Plans | 2,401.21 | 0.9% |
| 21A | 2 Story | See Plans | 2,384.01 | 0.9% |
| 21B | 2 Story | See Plans | 2,384.37 | 0.9% |
| 22A | 1 Story | See Plans | 1,940.16 | 0.7% |
| 22B | 1 Story | See Plans | 1,933.70 | 0.7% |
| 8A | 1 Story | See Plans | 1,944.50 | 0.7% |
| 8B | 2 Story | See Plans | 2,391.21 | 0.9% |
| 14A | 2 Story | See Plans | 3,651.66 | 1.4% |
| 14B | 2 Story | See Plans | 3,374.80 | 1.3% |

EXHIBIT A

Hurstbourne Springs Condominiums

| SECTION 2 | | | | |
|-----------|---------|-----------|----------|------|
| 1 | 2 Story | See Plans | 2,369.51 | 0.9% |
| 43 | 2 Story | See Plans | 2,346.35 | 0.9% |
| 5 | 2 Story | See Plans | 2,336.00 | 0.9% |
| 6 | 2 Story | See Plans | 2,328.53 | 0.9% |
| 62 | 1 Story | See Plans | 2,131.02 | 0.8% |
| 4 | 1 Story | See Plans | 2,123.11 | 0.8% |
| 7 | 2 Story | See Plans | 2,334.22 | 0.9% |
| 10 | 2 Story | See Plans | 2,331.25 | 0.9% |
| 63 | 2 Story | See Plans | 2,324.31 | 0.9% |
| 40 | 1 Story | See Plans | 3,419.25 | 1.3% |
| 44 | 2 Story | See Plans | 2,340.89 | 0.9% |
| 57 | 1 Story | See Plans | 2,390.61 | 0.9% |
| 3 | 2 Story | See Plans | 2,490.05 | 0.9% |
| 58 | 1 Story | See Plans | 3,864.43 | 1.5% |
| 2 | 1 Story | See Plans | 2,195.16 | 0.8% |
| 8 | 2 Story | See Plans | 2,346.76 | 0.9% |
| 9 | 2 Story | See Plans | 2,344.96 | 0.9% |
| 48 | 2 Story | See Plans | 2,344.99 | 0.9% |
| 39 | 1 Story | See Plans | 3,549.83 | 1.4% |
| 59 | 2 Story | See Plans | 4,257.43 | 1.6% |
| 11 | 1 Story | See Plans | 2,182.82 | 0.8% |
| 41 | 1 Story | See Plans | 3,695.93 | 1.4% |
| 49 | 1 Story | See Plans | 2,190.96 | 0.8% |
| 55 | 2 Story | See Plans | 2,340.61 | 0.9% |
| 12 | 1 Story | See Plans | 2,198.06 | 0.8% |
| 24 | 2 Story | See Plans | 4,271.18 | 1.6% |
| 53 | 1 Story | See Plans | 2,198.12 | 0.8% |
| 25 | 2 Story | See Plans | 3,780.31 | 1.4% |
| 56 | 2 Story | See Plans | 2,545.63 | 1.0% |
| 30 | 2 Story | See Plans | 2,750.88 | 1.0% |
| 35 | 1 Story | See Plans | 3,700.57 | 1.4% |
| 50 | 1 Story | See Plans | 2,379.54 | 0.9% |
| 26 | 2 Story | See Plans | 4,268.39 | 1.6% |
| 27 | 2 Story | See Plans | 4,075.91 | 1.6% |
| 23 | 1 Story | See Plans | 3,937.10 | 1.5% |
| 29 | 2 Story | See Plans | 2,351.92 | 0.9% |
| 54 | 2 Story | See Plans | 2,699.79 | 1.0% |
| 22 | 2 Story | See Plans | 2,485.13 | 0.9% |
| 45 | 1 Story | See Plans | 2,181.99 | 0.8% |
| 52 | 2 Story | See Plans | 2,726.54 | 1.0% |
| 32 | 2 Story | See Plans | 4,404.04 | 1.7% |
| 15 | 1 Story | See Plans | 1,902.41 | 0.7% |
| 19 | 2 Story | See Plans | 2,284.79 | 0.9% |
| 51 | 2 Story | See Plans | 2,166.45 | 0.8% |
| 16 | 2 Story | See Plans | 2,395.42 | 0.9% |
| 18 | 1 Story | See Plans | 2,187.96 | 0.8% |

Hurstbourne Springs Condominiums

| | | | | |
|--|---------|-----------|-------------------|---------------|
| 21 | 1 Story | See Plans | 2,198.21 | 0.8% |
| 60 | 1 Story | See Plans | 3,743.50 | 1.4% |
| 13 | 1 Story | See Plans | 2,190.10 | 0.8% |
| 14 | 1 Story | See Plans | 2,188.28 | 0.8% |
| 20 | 1 Story | See Plans | 1,921.33 | 0.7% |
| 31 | 2 Story | See Plans | 2,382.78 | 0.9% |
| 38 | 1 Story | See Plans | 3,740.12 | 1.4% |
| 47 | 1 Story | See Plans | 1,930.32 | 0.7% |
| 28 | 2 Story | See Plans | 2,481.72 | 0.9% |
| 46 | 1 Story | See Plans | 2,166.08 | 0.8% |
| 61 | 2 Story | See Plans | 2,529.78 | 1.0% |
| 36 | 1 Story | See Plans | 3,661.71 | 1.4% |
| TOTALS | | | <u>262,781.21</u> | <u>100.0%</u> |
| NOTE: Section 1 and Section 2 are part of the same condominium regime. | | | | |

Recorded In Condo Book

No. 104 Page 33-34
 Part No. 1869

Document No.: 082004167207
 Lodged By: SALYERS
 Recorded On: 09/23/2004 12:53:53
 Total Fees: 20.00
 Transfer Tax: .00
 County Clerk: BUBBIE HOLSCLAW-JEFF CO KY
 Deputy Clerk: FERHIG

END OF DOCUMENT

**THIRTY-EIGHTH AMENDMENT TO MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Thirty-eighth Amendment is made and entered into as of November 22, 2004, by HS DEVELOPERS, LLC, a Kentucky limited liability company, Suite 202, 3240 Office Pointe Place, Louisville, Kentucky 40220 ("Developer").

RECITALS

A. Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "**Declaration**"), which submitted to a horizontal [condominium] property regime (the "**Regime**") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6832, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty-second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-

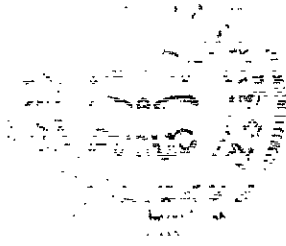
third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, by a Thirty-fifth Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, by a Thirty-sixth Amendment dated March 9, 2004, of record in Deed Book 8369, Page 759, and by a Thirty-seventh Amendment dated September 23, 2004, of record in Deed Book 8492, Page 634, all in the office of the Clerk of Jefferson County, Kentucky.

B. By deed dated December 29, 1998, of record in Deed Book 7160, Page 88, in the office of the Clerk of Jefferson County, Kentucky, Fenwick Development Company, Inc. conveyed to Developer all of its interests in the land and the development rights of the Regime.

C. Pursuant to Section 2.4 of the Declaration, Developer reserved for itself and on behalf of any Unit owners and mortgagees in the Regime the right to expand the Regime by creating additional units.

NOW, THEREFORE, pursuant to its powers reserved in the Declaration, Developer hereby amends the Declaration to create certain additional Units as part of the Regime, as follows:

1. Simultaneously with the recording of this Thirty-eighth Amendment, there has been filed in the office of the Clerk of Jefferson County, Kentucky, at Apartment Ownership Book 105, Pages 62-63, a set of floor plans showing the layout, location, Unit numbers and dimensions of the Units and Limited Common Elements created by and submitted to the Regime by this Thirty-eighth Amendment; stating the name of the Regime; and bearing the verified statement of a registered professional engineer certifying that the plans fully and accurately depict the layout, location, unit number and dimensions of the existing Units as built. Those floor plans, recorded as set forth above, supplement and amend the initial floor plans of the Regime recorded in Apartment Ownership Book 53, Pages 37 to 39, the floor plans recorded with the First Amendment in Apartment Ownership Book 55, Pages 18-20, the floor plans recorded with the Second Amendment in Apartment Ownership Book 56, Pages 36-37, the floor plans recorded with the Third Amendment in Apartment Ownership Book 57, Pages 22-24, the floor plans recorded with the Fourth Amendment in Apartment Ownership Book 57, Pages 35-36, the floor plans recorded with the Fifth Amendment in Apartment Ownership Book 59, Pages 13 and 14, the floor plans recorded with the Sixth Amendment in Apartment Ownership Book 63, Page 41, the floor plans recorded with the Seventh Amendment in Apartment Ownership Book 71, Pages 9 and 10, the floor plans recorded with the Eighth Amendment in Apartment Ownership Book 73, Pages 13 and 14, the floor plans recorded with the Ninth Amendment in Apartment Ownership Book 75, Pages 8 and 9, the floor plans recorded with the Tenth Amendment in Apartment Ownership Book 75, Pages 37 and 38, the floor plans recorded with the Twelfth Amendment in Apartment Ownership Book 77, Pages 6 to 9, the floor plans recorded with the Thirteenth Amendment in Apartment Ownership Book 78, Pages 1 and 2, the floor plans recorded with the Fourteenth Amendment in Apartment Ownership Book 79, Page 3, the floor plans recorded with the Fifteenth Amendment in Apartment Ownership Book 79, Pages 19 and 20, the floor plans recorded with the Sixteenth Amendment in Apartment Ownership Book 79, Pages 40 and 41, the floor plans recorded with the Seventeenth Amendment in Apartment Ownership Book 80, Pages 9 and 10, the floor plans recorded with the Eighteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Nineteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with



Shelby A. Singletary
Notary Public Notary Public, State at Large, KY
Commission expires: My commission expires June 3, 2007

This Instrument Prepared By:

David B. Buechler

David B. Buechler
Salyers & Buechler, P. S. C.
Suite 204, The 1000 Building
6200 Dutchmans Lane
Louisville, Kentucky 40205

EXHIBIT A

Hurstbourne Springs Condominiums

| Unit No. | Unit Type | Location | Unit Floor Area | Percentage of Common Interest |
|------------------|-----------|-----------|-----------------|-------------------------------|
| SECTION 1 | | | | |
| 2A | 1 Story | See Plans | 1,868.61 | 0.7% |
| 2B | 1 Story | See Plans | 1,869.94 | 0.7% |
| 3A | 1 Story | See Plans | 1,970.35 | 0.7% |
| 3B | 1 Story | See Plans | 1,975.00 | 0.7% |
| 4A | 2 Story | See Plans | 2,298.66 | 0.9% |
| 4B | 2 Story | See Plans | 2,324.95 | 0.9% |
| 5A | 1 Story | See Plans | 1,576.21 | 0.6% |
| 5B | 2 Story | See Plans | 1,754.02 | 0.7% |
| 1A | 1 Story | See Plans | 3,284.03 | 1.2% |
| 1B | 1 Story | See Plans | 3,277.84 | 1.2% |
| 7A | 2 Story | See Plans | 2,267.84 | 0.9% |
| 7B | 2 Story | See Plans | 2,291.32 | 0.9% |
| 11A | 2 Story | See Plans | 2,225.45 | 0.8% |
| 11B | 2 Story | See Plans | 2,301.31 | 0.9% |
| 23A | 2 Story | See Plans | 1,758.80 | 0.7% |
| 23 B | 2 Story | See Plans | 1,762.31 | 0.7% |
| 9A | 1 Story | See Plans | 1,567.81 | 0.6% |
| 9B | 1 Story | See Plans | 1,575.52 | 0.6% |
| 15A | 1 Story | See Plans | 3,258.77 | 1.2% |
| 15B | 2 Story | See Plans | 3,632.35 | 1.4% |
| 16A | 1 Story | See Plans | 3,469.51 | 1.3% |
| 16B | 1 Story | See Plans | 3,475.04 | 1.3% |
| 17A | 1 Story | See Plans | 1,871.66 | 0.7% |
| 17B | 1 Story | See Plans | 1,868.26 | 0.7% |
| 6A | 2 Story | See Plans | 2,906.52 | 1.1% |
| 6B | 1 Story | See Plans | 2,696.89 | 1.0% |
| 13A | 1 Story | See Plans | 3,474.58 | 1.3% |
| 13B | 1 Story | See Plans | 3,478.46 | 1.3% |
| 10 | 1 Story | See Plans | 2,214.30 | 0.8% |
| 19A | 2 Story | See Plans | 2,267.84 | 0.9% |
| 19B | 2 Story | See Plans | 2,291.32 | 0.9% |
| 12A | 2 Story | See Plans | 2,432.87 | 0.9% |
| 12B | 1 Story | See Plans | 3,078.52 | 1.2% |
| 20A | 2 Story | See Plans | 2,403.69 | 0.9% |
| 20B | 2 Story | See Plans | 2,401.21 | 0.9% |
| 21A | 2 Story | See Plans | 2,384.01 | 0.9% |
| 21B | 2 Story | See Plans | 2,384.37 | 0.9% |
| 22A | 1 Story | See Plans | 1,940.16 | 0.7% |
| 22B | 1 Story | See Plans | 1,933.70 | 0.7% |
| 8A | 1 Story | See Plans | 1,944.50 | 0.7% |
| 8B | 2 Story | See Plans | 2,391.21 | 0.9% |
| 14A | 2 Story | See Plans | 3,651.66 | 1.4% |
| 14B | 2 Story | See Plans | 3,374.80 | 1.3% |

EXHIBIT A

Hurstbourne Springs Condominiums

| SECTION 2 | | | | |
|-----------|---------|-----------|----------|------|
| 1 | 2 Story | See Plans | 2,369.51 | 0.9% |
| 43 | 2 Story | See Plans | 2,346.35 | 0.9% |
| 5 | 2 Story | See Plans | 2,336.00 | 0.9% |
| 6 | 2 Story | See Plans | 2,328.53 | 0.9% |
| 62 | 1 Story | See Plans | 2,131.02 | 0.8% |
| 4 | 1 Story | See Plans | 2,123.11 | 0.8% |
| 7 | 2 Story | See Plans | 2,334.22 | 0.9% |
| 10 | 2 Story | See Plans | 2,331.25 | 0.9% |
| 63 | 2 Story | See Plans | 2,324.31 | 0.9% |
| 40 | 1 Story | See Plans | 3,419.25 | 1.3% |
| 44 | 2 Story | See Plans | 2,340.89 | 0.9% |
| 57 | 1 Story | See Plans | 2,390.81 | 0.9% |
| 3 | 2 Story | See Plans | 2,490.05 | 0.9% |
| 58 | 1 Story | See Plans | 3,864.43 | 1.5% |
| 2 | 1 Story | See Plans | 2,195.16 | 0.8% |
| 8 | 2 Story | See Plans | 2,346.76 | 0.9% |
| 9 | 2 Story | See Plans | 2,344.96 | 0.9% |
| 48 | 2 Story | See Plans | 2,344.99 | 0.9% |
| 39 | 1 Story | See Plans | 3,549.83 | 1.3% |
| 59 | 2 Story | See Plans | 4,257.43 | 1.6% |
| 11 | 1 Story | See Plans | 2,182.82 | 0.8% |
| 41 | 1 Story | See Plans | 3,695.93 | 1.4% |
| 49 | 1 Story | See Plans | 2,190.96 | 0.8% |
| 55 | 2 Story | See Plans | 2,340.61 | 0.9% |
| 12 | 1 Story | See Plans | 2,198.06 | 0.8% |
| 24 | 2 Story | See Plans | 4,271.18 | 1.6% |
| 53 | 1 Story | See Plans | 2,198.12 | 0.8% |
| 25 | 2 Story | See Plans | 3,780.31 | 1.4% |
| 56 | 2 Story | See Plans | 2,545.83 | 1.0% |
| 30 | 2 Story | See Plans | 2,750.88 | 1.0% |
| 35 | 1 Story | See Plans | 3,700.57 | 1.4% |
| 50 | 1 Story | See Plans | 2,379.54 | 0.9% |
| 26 | 2 Story | See Plans | 4,268.39 | 1.6% |
| 27 | 2 Story | See Plans | 4,075.91 | 1.5% |
| 23 | 1 Story | See Plans | 3,937.10 | 1.5% |
| 29 | 2 Story | See Plans | 2,351.92 | 0.9% |
| 54 | 2 Story | See Plans | 2,699.79 | 1.0% |
| 22 | 2 Story | See Plans | 2,485.13 | 0.9% |
| 45 | 1 Story | See Plans | 2,181.99 | 0.8% |
| 52 | 2 Story | See Plans | 2,726.54 | 1.0% |
| 32 | 2 Story | See Plans | 4,404.04 | 1.7% |
| 15 | 1 Story | See Plans | 1,902.41 | 0.7% |
| 19 | 2 Story | See Plans | 2,284.79 | 0.9% |
| 51 | 2 Story | See Plans | 2,166.45 | 0.8% |
| 16 | 2 Story | See Plans | 2,395.42 | 0.9% |
| 18 | 1 Story | See Plans | 2,187.96 | 0.8% |

EXHIBIT A

00 08528PG0064

Hurstbourne Springs Condominiums

| | | | | |
|---------------|---------|-----------|-------------------|---------------|
| 21 | 1 Story | See Plans | 2,198.21 | 0.8% |
| 60 | 1 Story | See Plans | 3,743.50 | 1.4% |
| 13 | 1 Story | See Plans | 2,190.10 | 0.8% |
| 14 | 1 Story | See Plans | 2,188.28 | 0.8% |
| 20 | 1 Story | See Plans | 1,921.33 | 0.7% |
| 31 | 2 Story | See Plans | 2,382.78 | 0.9% |
| 38 | 1 Story | See Plans | 3,740.12 | 1.4% |
| 47 | 1 Story | See Plans | 1,930.32 | 0.7% |
| 28 | 2 Story | See Plans | 2,481.72 | 0.9% |
| 46 | 1 Story | See Plans | 2,166.08 | 0.8% |
| 61 | 2 Story | See Plans | 2,529.78 | 1.0% |
| 36 | 1 Story | See Plans | 3,661.71 | 1.4% |
| 17 | 2 Story | See Plans | 2,626.69 | 1.0% |
| TOTALS | | | 265,407.90 | 100.0% |

NOTE: Section 1 and Section 2 are part of the same condominium regime.

Recorded in Condo Book
 105 Page 62+63
 Part No. 1917

Document No.: DN2004202212
 Lodged By: SALYERS
 Recorded On: 11/23/2004 10:03:30
 Total Fees: 20.00
 Transfer fax: .00
 County Clerk: ROBBIE HOLSCLOW-JEFF CO KY
 Deputy Clerk: CARHAR

END OF DOCUMENT

106x51

106x51

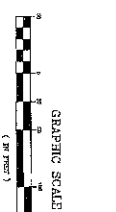


- GENERAL NOTES:**
- SEE SHEET 2 FOR OVERALL DIMENSIONS FOR BUILDINGS.
 - ALL STREET NAMES OR CORRIDORS ARE BY EGRESS OR AS SHOWN.
 - EACH CONDOMINIUM UNIT CONSISTS OF SPACES BOUNDED BY A VERTICAL HORIZONTAL PLANES AT THE 1.000' AND CEILING FINISHES ON AS SHOWN.

08853704131

PROJECT NO. 08853704131

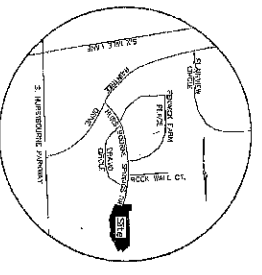
DATE: 08/16/2005



106x51

STATE OF KENTUCKY
REGISTERED PROFESSIONAL ENGINEER
LAND DESIGN & DEVELOPMENT, INC.
 3301 HURSTBOURNE SPRINGS DRIVE
 LOUISVILLE, KY 40298
 (502) 371-5288

STATE OF KENTUCKY
REGISTERED PROFESSIONAL SURVEYOR
LAND DESIGN & DEVELOPMENT, INC.
 3301 HURSTBOURNE SPRINGS DRIVE
 LOUISVILLE, KY 40298
 (502) 371-5288



JOB NO. 02100

SHEET 1 OF 2

SITE PLAN - BUILDING "37"

HURSTBOURNE SPRINGS RESIDENTIAL

DEVELOPER:
HS DEVELOPERS, LLC
 3301 HURSTBOURNE SPRINGS DRIVE
 LOUISVILLE, KENTUCKY
 (502) 371-5288

LD&D
LAND DESIGN & DEVELOPMENT, INC.
 3301 HURSTBOURNE SPRINGS DRIVE
 LOUISVILLE, KY 40298
 (502) 371-5288

PROJECT DATA

FILE NAME: 02100.dwg

DATE: 08/16/2005

CHECKED BY: D.J.

ENGINEER'S SEAL

SURVEYOR'S SEAL

| REVISIONS | | | |
|-----------|------|-------------|----|
| NO. | DATE | DESCRIPTION | BY |
| | | | |
| | | | |
| | | | |
| | | | |

106x51

**THIRTY-NINTH AMENDMENT TO MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Thirty-ninth Amendment is made and entered into as of January 7, 2005, by HS DEVELOPERS, LLC, a Kentucky limited liability company, Suite 202, 3240 Office Pointe Place, Louisville, Kentucky 40220 ("Developer").

RECITALS

A. Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "**Declaration**"), which submitted to a horizontal [condominium] property regime (the "**Regime**") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6839, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty-second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-

third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, by a Thirty-fifth Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, by a Thirty-sixth Amendment dated March 9, 2004, of record in Deed Book 8369, Page 759, by a Thirty-seventh Amendment dated September 23, 2004, of record in Deed Book 8492, Page 634, and by a Thirty-eighth Amendment dated November 22, 2004, of record in Deed Book 8528, Page 58, all in the office of the Clerk of Jefferson County, Kentucky.

B. By deed dated December 29, 1998, of record in Deed Book 7160, Page 88, in the office of the Clerk of Jefferson County, Kentucky, Fenwick Development Company, Inc. conveyed to Developer all of its interests in the land and the development rights of the Regime.

C. Pursuant to Section 2.4 of the Declaration, Developer reserved for itself and on behalf of any Unit owners and mortgagees in the Regime the right to expand the Regime by creating additional units.

NOW, THEREFORE, pursuant to its powers reserved in the Declaration, Developer hereby amends the Declaration to create certain additional Units as part of the Regime, as follows:

1. Simultaneously with the recording of this Thirty-ninth Amendment, there has been filed in the office of the Clerk of Jefferson County, Kentucky, at Apartment Ownership Book 106, Pages 51-52, a set of floor plans showing the layout, location, Unit numbers and dimensions of the Units and Limited Common Elements created by and submitted to the Regime by this Thirty-ninth Amendment; stating the name of the Regime; and bearing the verified statement of a registered professional engineer certifying that the plans fully and accurately depict the layout, location, unit number and dimensions of the existing Units as built. Those floor plans, recorded as set forth above, supplement and amend the initial floor plans of the Regime recorded in Apartment Ownership Book 53, Pages 37 to 39, the floor plans recorded with the First Amendment in Apartment Ownership Book 55, Pages 18-20, the floor plans recorded with the Second Amendment in Apartment Ownership Book 56, Pages 36-37, the floor plans recorded with the Third Amendment in Apartment Ownership Book 57, Pages 22-24, the floor plans recorded with the Fourth Amendment in Apartment Ownership Book 57, Pages 35-36, the floor plans recorded with the Fifth Amendment in Apartment Ownership Book 59, Pages 13 and 14, the floor plans recorded with the Sixth Amendment in Apartment Ownership Book 63, Page 41, the floor plans recorded with the Seventh Amendment in Apartment Ownership Book 71, Pages 9 and 10, the floor plans recorded with the Eighth Amendment in Apartment Ownership Book 73, Pages 13 and 14, the floor plans recorded with the Ninth Amendment in Apartment Ownership Book 75, Pages 8 and 9, the floor plans recorded with the Tenth Amendment in Apartment Ownership Book 75, Pages 37 and 38, the floor plans recorded with the Twelfth Amendment in Apartment Ownership Book 77, Pages 6 to 9, the floor plans recorded with the Thirteenth Amendment in Apartment Ownership Book 78, Pages 1 and 2, the floor plans recorded with the Fourteenth Amendment in Apartment Ownership Book 79, Page 3, the floor plans recorded with the Fifteenth Amendment in Apartment Ownership Book 79, Pages 19 and 20, the floor plans recorded with the Sixteenth Amendment in Apartment Ownership Book 79, Pages 40 and 41, the floor plans recorded with the Seventeenth Amendment in Apartment Ownership Book 80, Pages 9 and 10, the floor plans recorded with the Eighteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the

Nineteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Twentieth Amendment in Apartment Ownership Book 82, Page 12, the floor plans recorded with the Twenty-first Amendment in Apartment Ownership Book 82, Pages 49 and 50, the floor plans recorded with the Twenty-second Amendment in Apartment Ownership Book 84, Page 28, the floor plans recorded with the Twenty-third Amendment in Apartment Ownership Book 84, Pages 45 and 46, the floor plans recorded with the Twenty-fourth Amendment in Apartment Ownership Book 85, Pages 49 and 50, the floor plans recorded with the Twenty-fifth Amendment in Apartment Ownership Book 86, Pages 42 and 43, the floor plans recorded with the Twenty-sixth Amendment in Apartment Ownership Book 87, Pages 1 and 2, the floor plans recorded with the Twenty-seventh Amendment in Apartment Ownership Book 87, Pages 44 and 45, the floor plans recorded with the Twenty-eighth Amendment in Apartment Ownership Book 88, Pages 41 and 42, the floor plans recorded with the Twenty-ninth Amendment in Apartment Ownership Book 89, Pages 21 and 22, the floor plans recorded with the Thirtieth Amendment in Apartment Ownership Book 90, Pages 8 and 9, the floor plans recorded with the Thirty-first Amendment in Apartment Ownership Book 90, Pages 34 and 35, the floor plans recorded with the Thirty-second Amendment in Apartment Ownership Book 91, Pages 25 to 28 inclusive, the floor plans recorded with the Thirty-third Amendment in Apartment Ownership Book 95, Pages 9 to 13 inclusive, the floor plans recorded with the Thirty-fourth Amendment in Apartment Ownership Book 95, Pages 32 through 34 inclusive, the floor plans recorded with the Thirty-fifth Amendment in Apartment Ownership Book 96, Pages 32 through 36 inclusive, the floor plans recorded with the Thirty-sixth Amendment in Apartment Ownership Book 101, Pages 20 through 23 inclusive, the floor plans recorded with the Thirty-seventh Amendment in Apartment Ownership Book 104, Pages 33 and 34, and the floor plans recorded with the Thirty-sixth Amendment in Apartment Ownership Book 105, Pages 62 and 63, all in the office of the Clerk of Jefferson County, Kentucky.

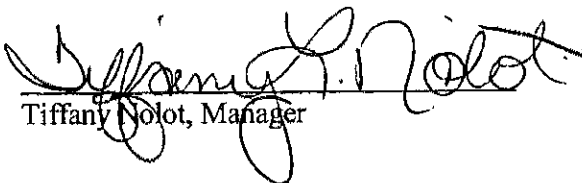
2. The new units created by and submitted to the Regime by this Thirty-ninth Amendment have appurtenant to each Unit that Unit's percentage of common interest in the Common Elements of the Regime, and Exhibit A to the Declaration is hereby supplemented, amended and restated by **Exhibit A** to this Thirty-ninth Amendment.

3. In all other respects, Developer ratifies and affirms all of the terms and provisions of the Declaration.

WITNESS the signature of Developer on the above date.

HS DEVELOPERS, LLC

By:


Tiffany Nolot, Manager

COMMONWEALTH OF KENTUCKY)
)SS
COUNTY OF JEFFERSON)

The foregoing instrument was acknowledged before me on January 7, 2005, by Tiffany Nolot, manager of HS Developers, LLC, a Kentucky limited liability company, on behalf of the company.



Shelley A. Giganti
Notary Public
Commission expires: June 3, 2007

This Instrument Prepared By:

[Signature]
David B. Buechler
Salyers & Buechler, P. S. C.
Suite 204, The 1000 Building
6200 Dutchmans Lane
Louisville, Kentucky 40205

EXHIBIT A

DB 08553PG0435

Hurstbourne Springs Condominiums

| Unit No. | Unit Type | Location | Unit Floor Area | Percentage of Common Interest |
|------------------|-----------|-----------|-----------------|----------------------------------|
| SECTION 1 | | | | |
| 2A | 1 Story | See Plans | 1,868.61 | 0.7% |
| 2B | 1 Story | See Plans | 1,869.94 | 0.7% |
| 3A | 1 Story | See Plans | 1,970.35 | 0.7% |
| 3B | 1 Story | See Plans | 1,975.00 | 0.7% |
| 4A | 2 Story | See Plans | 2,298.66 | 0.9% |
| 4B | 2 Story | See Plans | 2,324.95 | 0.9% |
| 5A | 1 Story | See Plans | 1,576.21 | 0.6% |
| 5B | 2 Story | See Plans | 1,754.02 | 0.7% |
| 1A | 1 Story | See Plans | 3,284.03 | 1.2% |
| 1B | 1 Story | See Plans | 3,277.84 | 1.2% |
| 7A | 2 Story | See Plans | 2,267.84 | 0.8% |
| 7B | 2 Story | See Plans | 2,291.32 | 0.9% |
| 11A | 2 Story | See Plans | 2,225.45 | 0.8% |
| 11B | 2 Story | See Plans | 2,301.31 | 0.9% |
| 23A | 2 Story | See Plans | 1,758.80 | 0.7% |
| 23 B | 2 Story | See Plans | 1,762.31 | 0.7% |
| 9A | 1 Story | See Plans | 1,567.81 | 0.6% |
| 9B | 1 Story | See Plans | 1,575.52 | 0.6% |
| 15A | 1 Story | See Plans | 3,258.77 | 1.2% |
| 15B | 2 Story | See Plans | 3,632.35 | 1.3% |
| 16A | 1 Story | See Plans | 3,469.51 | 1.3% |
| 16B | 1 Story | See Plans | 3,475.04 | 1.3% |
| 17A | 1 Story | See Plans | 1,871.66 | 0.7% |
| 17B | 1 Story | See Plans | 1,868.26 | 0.7% |
| 6A | 2 Story | See Plans | 2,906.52 | 1.1% |
| 6B | 1 Story | See Plans | 2,696.89 | 1.0% |
| 13A | 1 Story | See Plans | 3,474.58 | 1.3% |
| 13B | 1 Story | See Plans | 3,478.46 | 1.3% |
| 10 | 1 Story | See Plans | 2,214.30 | 0.8% |
| 19A | 2 Story | See Plans | 2,267.84 | 0.8% |
| 19B | 2 Story | See Plans | 2,291.32 | 0.9% |
| 12A | 2 Story | See Plans | 2,432.87 | 0.9% |
| 12B | 1 Story | See Plans | 3,078.52 | 1.1% |
| 20A | 2 Story | See Plans | 2,403.69 | 0.9% |
| 20B | 2 Story | See Plans | 2,401.21 | 0.9% |
| 21A | 2 Story | See Plans | 2,384.01 | 0.9% |
| 21B | 2 Story | See Plans | 2,384.37 | 0.9% |
| 22A | 1 Story | See Plans | 1,940.16 | 0.7% |
| 22B | 1 Story | See Plans | 1,933.70 | 0.7% |
| 8A | 1 Story | See Plans | 1,944.50 | 0.7% |
| 8B | 2 Story | See Plans | 2,391.21 | 0.9% |
| 14A | 2 Story | See Plans | 3,651.66 | 1.4% |
| 14B | 2 Story | See Plans | 3,374.80 | 1.3% |

Hurstbourne Springs Condominiums

| SECTION 2 | | | | |
|-----------|---------|-----------|----------|------|
| 1 | 2 Story | See Plans | 2,369.51 | 0.9% |
| 43 | 2 Story | See Plans | 2,346.35 | 0.9% |
| 5 | 2 Story | See Plans | 2,336.00 | 0.9% |
| 6 | 2 Story | See Plans | 2,328.53 | 0.9% |
| 62 | 1 Story | See Plans | 2,131.02 | 0.8% |
| 4 | 1 Story | See Plans | 2,123.11 | 0.8% |
| 7 | 2 Story | See Plans | 2,334.22 | 0.9% |
| 10 | 2 Story | See Plans | 2,331.25 | 0.9% |
| 63 | 2 Story | See Plans | 2,324.31 | 0.9% |
| 40 | 1 Story | See Plans | 3,419.25 | 1.3% |
| 44 | 2 Story | See Plans | 2,340.89 | 0.9% |
| 57 | 1 Story | See Plans | 2,390.61 | 0.9% |
| 3 | 2 Story | See Plans | 2,490.05 | 0.9% |
| 58 | 1 Story | See Plans | 3,864.43 | 1.4% |
| 2 | 1 Story | See Plans | 2,195.16 | 0.8% |
| 8 | 2 Story | See Plans | 2,346.76 | 0.9% |
| 9 | 2 Story | See Plans | 2,344.96 | 0.9% |
| 48 | 2 Story | See Plans | 2,344.99 | 0.9% |
| 39 | 1 Story | See Plans | 3,549.83 | 1.3% |
| 59 | 2 Story | See Plans | 4,257.43 | 1.6% |
| 11 | 1 Story | See Plans | 2,182.82 | 0.8% |
| 41 | 1 Story | See Plans | 3,695.93 | 1.4% |
| 49 | 1 Story | See Plans | 2,190.96 | 0.8% |
| 55 | 2 Story | See Plans | 2,340.61 | 0.9% |
| 12 | 1 Story | See Plans | 2,198.06 | 0.8% |
| 24 | 2 Story | See Plans | 4,271.18 | 1.6% |
| 53 | 1 Story | See Plans | 2,198.12 | 0.8% |
| 25 | 2 Story | See Plans | 3,780.31 | 1.4% |
| 56 | 2 Story | See Plans | 2,545.63 | 0.9% |
| 30 | 2 Story | See Plans | 2,750.88 | 1.0% |
| 35 | 1 Story | See Plans | 3,700.57 | 1.4% |
| 50 | 1 Story | See Plans | 2,379.54 | 0.9% |
| 26 | 2 Story | See Plans | 4,268.39 | 1.6% |
| 27 | 2 Story | See Plans | 4,075.91 | 1.5% |
| 23 | 1 Story | See Plans | 3,937.10 | 1.5% |
| 29 | 2 Story | See Plans | 2,351.92 | 0.9% |
| 54 | 2 Story | See Plans | 2,699.79 | 1.0% |
| 22 | 2 Story | See Plans | 2,485.13 | 0.9% |
| 45 | 1 Story | See Plans | 2,181.99 | 0.8% |
| 52 | 2 Story | See Plans | 2,726.54 | 1.0% |
| 32 | 2 Story | See Plans | 4,404.04 | 1.6% |
| 15 | 1 Story | See Plans | 1,902.41 | 0.7% |
| 19 | 2 Story | See Plans | 2,284.79 | 0.8% |
| 51 | 2 Story | See Plans | 2,166.45 | 0.8% |
| 16 | 2 Story | See Plans | 2,395.42 | 0.9% |
| 18 | 1 Story | See Plans | 2,187.96 | 0.8% |

EXHIBIT A

00 08553PG0437

Hurstbourne Springs Condominums

| | | | | |
|---------------|---------|-----------|-------------------|---------------|
| 21 | 1 Story | See Plans | 2,198.21 | 0.8% |
| 60 | 1 Story | See Plans | 3,743.50 | 1.4% |
| 13 | 1 Story | See Plans | 2,190.10 | 0.8% |
| 14 | 1 Story | See Plans | 2,188.28 | 0.8% |
| 20 | 1 Story | See Plans | 1,921.33 | 0.7% |
| 31 | 2 Story | See Plans | 2,382.78 | 0.9% |
| 38 | 1 Story | See Plans | 3,740.12 | 1.4% |
| 47 | 1 Story | See Plans | 1,930.32 | 0.7% |
| 28 | 2 Story | See Plans | 2,481.72 | 0.9% |
| 46 | 1 Story | See Plans | 2,166.08 | 0.8% |
| 61 | 2 Story | See Plans | 2,529.78 | 0.9% |
| 36 | 1 Story | See Plans | 3,661.71 | 1.4% |
| 17 | 2 Story | See Plans | 2,626.69 | 1.0% |
| 37 | 1 Story | See Plans | 3,681.11 | 1.4% |
| | | | | |
| | | | | |
| TOTALS | | | <u>269,089.01</u> | <u>100.0%</u> |
| | | | | |

NOTE: Section 1 and Section 2 are part of the same condominium regime.

Document No.: DM2005004087
 Lodged By: SALYERS
 Recorded On: 8/10/2005 11:59:39
 Total Fees: 20.00
 Transfer Tax: .00
 County Clerk: BOBBIE HOLSCLOW-JEFF CO KY
 Deputy Clerk: YOLLOGE

Recorded in Plat Book
 No. 106 Page 5152
 Part No. 1952

END OF DOCUMENT

**FORTIETH AMENDMENT TO MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Fortieth Amendment is made and entered into as of March 28, 2006, by HS DEVELOPERS, LLC, a Kentucky limited liability company, 200 South Fifth Street, Suite 200N, Louisville, Kentucky 40202 ("**Developer**").

RECITALS

A. Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "**Declaration**"), which submitted to a horizontal [condominium] property regime (the "**Regime**") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6839, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty-second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-third

third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, by a Thirty-fifth Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, by a Thirty-sixth Amendment dated March 9, 2004, of record in Deed Book 8369, Page 759, by a Thirty-seventh Amendment dated September 23, 2004, of record in Deed Book 8492, Page 634, by a Thirty-eighth Amendment dated November 22, 2004, of record in Deed Book 8528, Page 58, and by a Thirty-ninth Amendment dated January 7, 2005, of record in Deed Book 8553, Page 431, all in the office of the Clerk of Jefferson County, Kentucky.

B. By deed dated December 29, 1998, of record in Deed Book 7160, Page 88, in the office of the Clerk of Jefferson County, Kentucky, Fenwick Development Company, Inc. conveyed to Developer all of its interests in the land and the development rights of the Regime.

C. Pursuant to Section 2.4 of the Declaration, Developer reserved for itself and on behalf of any Unit owners and mortgagees in the Regime the right to expand the Regime by creating additional units.

NOW, THEREFORE, pursuant to its powers reserved in the Declaration, Developer hereby amends the Declaration to create certain additional Units as part of the Regime, as follows:

1. Simultaneously with the recording of this Fortieth Amendment, there has been filed in the office of the Clerk of Jefferson County, Kentucky, at Condominium (Apartment Ownership) Book 114, Pages 7 to 9 inclusive, a set of floor plans showing the layout, location, Unit numbers and dimensions of the Units and Limited Common Elements created by and submitted to the Regime by this Fortieth Amendment; stating the name of the Regime; and bearing the verified statement of a registered professional engineer certifying that the plans fully and accurately depict the layout, location, unit number and dimensions of the existing Units as built. Those floor plans, recorded as set forth above, supplement and amend the initial floor plans of the Regime recorded in Apartment Ownership Book 53, Pages 37 to 39, the floor plans recorded with the First Amendment in Apartment Ownership Book 55, Pages 18-20, the floor plans recorded with the Second Amendment in Apartment Ownership Book 56, Pages 36-37, the floor plans recorded with the Third Amendment in Apartment Ownership Book 57, Pages 22-24, the floor plans recorded with the Fourth Amendment in Apartment Ownership Book 57, Pages 35-36, the floor plans recorded with the Fifth Amendment in Apartment Ownership Book 59, Pages 13 and 14, the floor plans recorded with the Sixth Amendment in Apartment Ownership Book 63, Page 41, the floor plans recorded with the Seventh Amendment in Apartment Ownership Book 71, Pages 9 and 10, the floor plans recorded with the Eighth Amendment in Apartment Ownership Book 73, Pages 13 and 14, the floor plans recorded with the Ninth Amendment in Apartment Ownership Book 75, Pages 8 and 9, the floor plans recorded with the Tenth Amendment in Apartment Ownership Book 75, Pages 37 and 38, the floor plans recorded with the Twelfth Amendment in Apartment Ownership Book 77, Pages 6 to 9, the floor plans recorded with the Thirteenth Amendment in Apartment Ownership Book 78, Pages 1 and 2, the floor plans recorded with the Fourteenth Amendment in Apartment Ownership Book 79, Page 3, the floor plans recorded with the Fifteenth Amendment in Apartment Ownership Book 79, Pages 19 and 20, the floor plans recorded with the Sixteenth Amendment in Apartment Ownership Book 79, Pages 40 and 41, the floor plans recorded with the Seventeenth Amendment in Apartment Ownership Book 80, Pages 9 and 10, the floor

plans recorded with the Eighteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Nineteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Twentieth Amendment in Apartment Ownership Book 82, Page 12, the floor plans recorded with the Twenty-first Amendment in Apartment Ownership Book 82, Pages 49 and 50, the floor plans recorded with the Twenty-second Amendment in Apartment Ownership Book 84, Page 28, the floor plans recorded with the Twenty-third Amendment in Apartment Ownership Book 84, Pages 45 and 46, the floor plans recorded with the Twenty-fourth Amendment in Apartment Ownership Book 85, Pages 49 and 50, the floor plans recorded with the Twenty-fifth Amendment in Apartment Ownership Book 86, Pages 42 and 43, the floor plans recorded with the Twenty-sixth Amendment in Apartment Ownership Book 87, Pages 1 and 2, the floor plans recorded with the Twenty-seventh Amendment in Apartment Ownership Book 87, Pages 44 and 45, the floor plans recorded with the Twenty-eighth Amendment in Apartment Ownership Book 88, Pages 41 and 42, the floor plans recorded with the Twenty-ninth Amendment in Apartment Ownership Book 89, Pages 21 and 22, the floor plans recorded with the Thirtieth Amendment in Apartment Ownership Book 90, Pages 8 and 9, the floor plans recorded with the Thirty-first Amendment in Apartment Ownership Book 90, Pages 34 and 35, the floor plans recorded with the Thirty-second Amendment in Apartment Ownership Book 91, Pages 25 to 28 inclusive, the floor plans recorded with the Thirty-third Amendment in Apartment Ownership Book 95, Pages 9 to 13 inclusive, the floor plans recorded with the Thirty-fourth Amendment in Apartment Ownership Book 95, Pages 32 through 34 inclusive, the floor plans recorded with the Thirty-fifth Amendment in Apartment Ownership Book 96, Pages 32 through 36 inclusive, the floor plans recorded with the Thirty-sixth Amendment in Apartment Ownership Book 101, Pages 20 through 23 inclusive, the floor plans recorded with the Thirty-seventh Amendment in Apartment Ownership Book 104, Pages 33 and 34, the floor plans recorded with the Thirty-eighth Amendment in Apartment Ownership Book 105, Pages 62 and 63, and the floor plans recorded with the Thirty-ninth Amendment in Apartment Ownership Book 106, Pages 51 and 52, all in the office of the Clerk of Jefferson County, Kentucky.

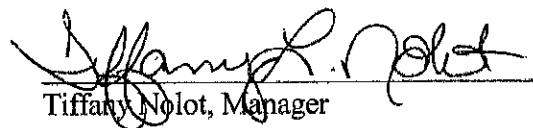
2. The new units created by and submitted to the Regime by this Fortieth Amendment have appurtenant to each Unit that Unit's percentage of common interest in the Common Elements of the Regime, and Exhibit A to the Declaration is hereby supplemented, amended and restated by **Exhibit A** to this Fortieth Amendment.

3. In all other respects, Developer ratifies and affirms all of the terms and provisions of the Declaration.

WITNESS the signature of Developer on the above date.

HS DEVELOPERS, LLC

By:


Tiffany Nolot, Manager

Hurstbourne Springs Condominiums

| Unit No. | Unit Type | Location | Unit Floor Area | Percentage of Common Interest |
|------------------|-----------|-----------|-----------------|----------------------------------|
| SECTION 1 | | | | |
| 2A | 1 Story | See Plans | 1,868.61 | 0.7% |
| 2B | 1 Story | See Plans | 1,869.94 | 0.7% |
| 3A | 1 Story | See Plans | 1,970.35 | 0.7% |
| 3B | 1 Story | See Plans | 1,975.00 | 0.7% |
| 4A | 2 Story | See Plans | 2,298.66 | 0.8% |
| 4B | 2 Story | See Plans | 2,324.95 | 0.8% |
| 5A | 1 Story | See Plans | 1,576.21 | 0.6% |
| 5B | 2 Story | See Plans | 1,754.02 | 0.6% |
| 1A | 1 Story | See Plans | 3,284.03 | 1.2% |
| 1B | 1 Story | See Plans | 3,277.84 | 1.2% |
| 7A | 2 Story | See Plans | 2,267.84 | 0.8% |
| 7B | 2 Story | See Plans | 2,291.32 | 0.8% |
| 11A | 2 Story | See Plans | 2,225.45 | 0.8% |
| 11B | 2 Story | See Plans | 2,301.31 | 0.8% |
| 23A | 2 Story | See Plans | 1,758.80 | 0.6% |
| 23 B | 2 Story | See Plans | 1,762.31 | 0.6% |
| 9A | 1 Story | See Plans | 1,567.81 | 0.6% |
| 9B | 1 Story | See Plans | 1,575.52 | 0.6% |
| 15A | 1 Story | See Plans | 3,258.77 | 1.2% |
| 15B | 2 Story | See Plans | 3,632.35 | 1.3% |
| 16A | 1 Story | See Plans | 3,469.51 | 1.3% |
| 16B | 1 Story | See Plans | 3,475.04 | 1.3% |
| 17A | 1 Story | See Plans | 1,871.66 | 0.7% |
| 17B | 1 Story | See Plans | 1,868.26 | 0.7% |
| 6A | 2 Story | See Plans | 2,906.52 | 1.1% |
| 6B | 1 Story | See Plans | 2,696.89 | 1.0% |
| 13A | 1 Story | See Plans | 3,474.58 | 1.3% |
| 13B | 1 Story | See Plans | 3,478.46 | 1.3% |
| 10 | 1 Story | See Plans | 2,214.30 | 0.8% |
| 19A | 2 Story | See Plans | 2,267.84 | 0.8% |
| 19B | 2 Story | See Plans | 2,291.32 | 0.8% |
| 12A | 2 Story | See Plans | 2,432.87 | 0.9% |
| 12B | 1 Story | See Plans | 3,078.52 | 1.1% |
| 20A | 2 Story | See Plans | 2,403.69 | 0.9% |
| 20B | 2 Story | See Plans | 2,401.21 | 0.9% |
| 21A | 2 Story | See Plans | 2,384.01 | 0.9% |
| 21B | 2 Story | See Plans | 2,384.37 | 0.9% |
| 22A | 1 Story | See Plans | 1,940.16 | 0.7% |
| 22B | 1 Story | See Plans | 1,933.70 | 0.7% |
| 8A | 1 Story | See Plans | 1,944.50 | 0.7% |
| 8B | 2 Story | See Plans | 2,391.21 | 0.9% |
| 14A | 2 Story | See Plans | 3,651.66 | 1.3% |
| 14B | 2 Story | See Plans | 3,374.80 | 1.2% |
| SECTION 2 | | | | |

Hurstbourne Springs Condominiums

| | | | | |
|----|---------|-----------|----------|------|
| 1 | 2 Story | See Plans | 2,369.51 | 0.9% |
| 43 | 2 Story | See Plans | 2,346.35 | 0.8% |
| 5 | 2 Story | See Plans | 2,336.00 | 0.8% |
| 6 | 2 Story | See Plans | 2,328.53 | 0.8% |
| 62 | 1 Story | See Plans | 2,131.02 | 0.8% |
| 4 | 1 Story | See Plans | 2,123.11 | 0.8% |
| 7 | 2 Story | See Plans | 2,334.22 | 0.8% |
| 10 | 2 Story | See Plans | 2,331.25 | 0.8% |
| 63 | 2 Story | See Plans | 2,324.31 | 0.8% |
| 40 | 1 Story | See Plans | 3,419.25 | 1.2% |
| 44 | 2 Story | See Plans | 2,340.89 | 0.8% |
| 57 | 1 Story | See Plans | 2,390.61 | 0.9% |
| 3 | 2 Story | See Plans | 2,490.05 | 0.9% |
| 58 | 1 Story | See Plans | 3,864.43 | 1.4% |
| 2 | 1 Story | See Plans | 2,195.16 | 0.8% |
| 8 | 2 Story | See Plans | 2,346.76 | 0.8% |
| 9 | 2 Story | See Plans | 2,344.96 | 0.8% |
| 48 | 2 Story | See Plans | 2,344.99 | 0.8% |
| 39 | 1 Story | See Plans | 3,549.83 | 1.3% |
| 59 | 2 Story | See Plans | 4,257.43 | 1.5% |
| 11 | 1 Story | See Plans | 2,182.82 | 0.8% |
| 41 | 1 Story | See Plans | 3,695.93 | 1.3% |
| 49 | 1 Story | See Plans | 2,190.96 | 0.8% |
| 55 | 2 Story | See Plans | 2,340.61 | 0.8% |
| 12 | 1 Story | See Plans | 2,198.06 | 0.8% |
| 24 | 2 Story | See Plans | 4,271.18 | 1.5% |
| 53 | 1 Story | See Plans | 2,198.12 | 0.8% |
| 25 | 2 Story | See Plans | 3,780.31 | 1.4% |
| 56 | 2 Story | See Plans | 2,545.63 | 0.9% |
| 30 | 2 Story | See Plans | 2,750.88 | 1.0% |
| 35 | 1 Story | See Plans | 3,700.57 | 1.3% |
| 50 | 1 Story | See Plans | 2,379.54 | 0.9% |
| 26 | 2 Story | See Plans | 4,268.39 | 1.5% |
| 27 | 2 Story | See Plans | 4,075.91 | 1.5% |
| 23 | 1 Story | See Plans | 3,937.10 | 1.4% |
| 29 | 2 Story | See Plans | 2,351.92 | 0.8% |
| 54 | 2 Story | See Plans | 2,699.79 | 1.0% |
| 22 | 2 Story | See Plans | 2,485.13 | 0.9% |
| 45 | 1 Story | See Plans | 2,181.99 | 0.8% |
| 52 | 2 Story | See Plans | 2,726.54 | 1.0% |
| 32 | 2 Story | See Plans | 4,404.04 | 1.6% |
| 15 | 1 Story | See Plans | 1,902.41 | 0.7% |
| 19 | 2 Story | See Plans | 2,284.79 | 0.8% |
| 51 | 2 Story | See Plans | 2,166.45 | 0.8% |
| 16 | 2 Story | See Plans | 2,395.42 | 0.9% |
| 18 | 1 Story | See Plans | 2,187.96 | 0.8% |
| 21 | 1 Story | See Plans | 2,198.21 | 0.8% |
| 60 | 1 Story | See Plans | 3,743.50 | 1.4% |

Hurstbourne Springs Condominiums

| | | | | |
|---------------|---------|-----------|-------------------|---------------|
| 13 | 1 Story | See Plans | 2,190.10 | 0.8% |
| 14 | 1 Story | See Plans | 2,188.28 | 0.8% |
| 20 | 1 Story | See Plans | 1,921.33 | 0.7% |
| 31 | 2 Story | See Plans | 2,382.78 | 0.9% |
| 38 | 1 Story | See Plans | 3,740.12 | 1.4% |
| 47 | 1 Story | See Plans | 1,930.32 | 0.7% |
| 28 | 2 Story | See Plans | 2,481.72 | 0.9% |
| 46 | 1 Story | See Plans | 2,166.08 | 0.8% |
| 61 | 2 Story | See Plans | 2,529.78 | 0.9% |
| 36 | 1 Story | See Plans | 3,661.71 | 1.3% |
| 17 | 2 Story | See Plans | 2,626.69 | 0.9% |
| 37 | 1 Story | See Plans | 3,681.11 | 1.3% |
| 33 | 1 Story | See Plans | 3,824.04 | 1.4% |
| 34 | 1 Story | See Plans | 3,812.39 | 1.4% |
| TOTALS | | | <u>276,725.44</u> | <u>100.0%</u> |

NOTE: Section 1 and Section 2 are part of the same condominium regime.

Document No.: DN2886848773
 Lodged By: SALYERS
 Recorded On: 03/29/2006 02:05:53
 Total Fees: 20.00
 Transfer Tax: .00
 County Clerk: BOBBIE HOLSCLOW-JEFF CO KY
 Deputy Clerk: LATNIL

Recorded in Condo Book
 No. 114 Page 7-9
 Part No. 2009

**NOTICE OF COMPLETED PROJECT
AND
CORRECTED AND FINAL
FORTY-FIRST AMENDMENT TO MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Forty-first Amendment is made and entered into on May 15, 2009, by HS DEVELOPERS, LLC, a Kentucky limited liability company, 200 South Fifth Street, Suite 200N, Louisville, Kentucky 40202 ("Developer").

RECITALS

A. Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "**Declaration**"), which submitted to a horizontal [condominium] property regime (the "**Regime**") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6839, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty-second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth

Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, by a Thirty-fifth Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, by a Thirty-sixth Amendment dated March 9, 2004, of record in Deed Book 8369, Page 759, by a Thirty-seventh Amendment dated September 23, 2004, of record in Deed Book 8492, Page 634, by a Thirty-eighth Amendment dated November 22, 2004, of record in Deed Book 8528, Page 58, by a Thirty-ninth Amendment dated January 7, 2005, of record in Deed Book 8553, Page 431, and by a Fortieth Amendment dated March 28, 2006, of record in Deed Book 8804, Page 555, all in the office of the Clerk of Jefferson County, Kentucky.

B. By deed dated December 29, 1998, of record in Deed Book 7160, Page 88, in the office of the Clerk of Jefferson County, Kentucky, Fenwick Development Company, Inc. conveyed to Developer all of its interests in the land and the development rights of the Regime.

C. Pursuant to Section 2.4 of the Declaration, Developer reserved for itself and on behalf of any Unit owners and mortgagees in the Regime the right to expand the Regime by creating additional units.

D. Pursuant to a Forty-first Amendment of record in Deed Book 8971, Page 508, Developer created and made part of the Regime the last Units that are to be made part of the Regime pursuant to Section 2.4 of the Declaration, and Developer records this Notice and Corrected and Final Forty-first Amendment to indicate that Developer will not create and make part of the Regime any additional Units pursuant to Section 2.4.

NOW, THEREFORE, pursuant to the Recitals, Developer hereby declares that no more Units will be created as part of the Regime pursuant to Section 2.4 of the Declaration and that Exhibit A attached hereto is the final Exhibit A for the Regime and that the plans for the Regime are the following, all of which are the same as referred to in the Forty-first Amendment.

The floor plans recorded with the Declaration in Apartment Ownership Book 53, Pages 37 to 39, the floor plans recorded with the First Amendment in Apartment Ownership Book 55, Pages 18-20, the floor plans recorded with the Second Amendment in Apartment Ownership Book 56, Pages 36-37, the floor plans recorded with the Third Amendment in Apartment Ownership Book 57, Pages 22-24, the floor plans recorded with the Fourth Amendment in Apartment Ownership Book 57, Pages 35-36, the floor plans recorded with the Fifth Amendment in Apartment Ownership Book 59, Pages 13 and 14, the floor plans recorded with the Sixth Amendment in Apartment Ownership Book 63, Page 41, the floor plans recorded with the Seventh Amendment in Apartment Ownership Book 71, Pages 9 and 10, the floor plans recorded with the Eighth Amendment in Apartment Ownership Book 73, Pages 13 and 14, the floor plans recorded with the Ninth Amendment in Apartment Ownership Book 75, Pages 8 and 9, the floor plans recorded with the Tenth Amendment in Apartment Ownership Book 75, Pages 37

and 38, the floor plans recorded with the Twelfth Amendment in Apartment Ownership Book 77, Pages 6 to 9, the floor plans recorded with the Thirteenth Amendment in Apartment Ownership Book 78, Pages 1 and 2, the floor plans recorded with the Fourteenth Amendment in Apartment Ownership Book 79, Page 3, the floor plans recorded with the Fifteenth Amendment in Apartment Ownership Book 79, Pages 19 and 20, the floor plans recorded with the Sixteenth Amendment in Apartment Ownership Book 79, Pages 40 and 41, the floor plans recorded with the Seventeenth Amendment in Apartment Ownership Book 80, Pages 9 and 10, the floor plans recorded with the Eighteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Nineteenth Amendment in Apartment Ownership Book 81, Pages 50, the floor plans recorded with the Twentieth Amendment in Apartment Ownership Book 82, Page 12, the floor plans recorded with the Twenty-first Amendment in Apartment Ownership Book 82, Pages 49 and 50, the floor plans recorded with the Twenty-second Amendment in Apartment Ownership Book 84, Page 28, the floor plans recorded with the Twenty-third Amendment in Apartment Ownership Book 84, Pages 45 and 46, the floor plans recorded with the Twenty-fourth Amendment in Apartment Ownership Book 85, Pages 49 and 50, the floor plans recorded with the Twenty-fifth Amendment in Apartment Ownership Book 86, Pages 42 and 43, the floor plans recorded with the Twenty-sixth Amendment in Apartment Ownership Book 87, Pages 1 and 2, the floor plans recorded with the Twenty-seventh Amendment in Apartment Ownership Book 87, Pages 44 and 45, the floor plans recorded with the Twenty-eighth Amendment in Apartment Ownership Book 88, Pages 41 and 42, the floor plans recorded with the Twenty-ninth Amendment in Apartment Ownership Book 89, Pages 21 and 22, the floor plans recorded with the Thirtieth Amendment in Apartment Ownership Book 90, Pages 8 and 9, the floor plans recorded with the Thirty-first Amendment in Apartment Ownership Book 90, Pages 34 and 35, the floor plans recorded with the Thirty-second Amendment in Apartment Ownership Book 91, Pages 25 to 28 inclusive, the floor plans recorded with the Thirty-third Amendment in Apartment Ownership Book 95, Pages 9 to 13 inclusive, the floor plans recorded with the Thirty-fourth Amendment in Apartment Ownership Book 95, Pages 32 through 34 inclusive, the floor plans recorded with the Thirty-fifth Amendment in Apartment Ownership Book 96, Pages 32 through 36 inclusive, the floor plans recorded with the Thirty-sixth Amendment in Apartment Ownership Book 101, Pages 20 through 23 inclusive, the floor plans recorded with the Thirty-seventh Amendment in Apartment Ownership Book 104, Pages 33 and 34, the floor plans recorded with the Thirty-eighth Amendment in Apartment Ownership Book 105, Pages 62 and 63, the floor plans recorded with the Thirty-ninth Amendment in Apartment Ownership Book 106, Pages 51 and 52, the floor plans recorded with the Fortieth Amendment in Condominium (Apartment Ownership) Book 114, Pages 7 to 9 inclusive, and the floor plans recorded with the Forty-first Amendment in Condominium (Apartment Ownership) Book 115, Pages 54 to 55 inclusive, all in the office of the Clerk of Jefferson County, Kentucky.

WITNESS the signature of Developer on the above date.

EXHIBIT A

Hurstbourne Springs Condominiums

| Unit No. | Unit Type | Location | Unit Floor Area | Percentage of Common Interest |
|------------------|-----------|-----------|-----------------|----------------------------------|
| SECTION 1 | | | | |
| 2A | 1 Story | See Plans | 1,868.61 | 0.7% |
| 2B | 1 Story | See Plans | 1,869.94 | 0.7% |
| 3A | 1 Story | See Plans | 1,970.35 | 0.7% |
| 3B | 1 Story | See Plans | 1,975.00 | 0.7% |
| 4A | 2 Story | See Plans | 2,298.66 | 0.8% |
| 4B | 2 Story | See Plans | 2,324.95 | 0.8% |
| 5A | 1 Story | See Plans | 1,576.21 | 0.6% |
| 5B | 2 Story | See Plans | 1,754.02 | 0.6% |
| 1A | 1 Story | See Plans | 3,284.03 | 1.2% |
| 1B | 1 Story | See Plans | 3,277.84 | 1.2% |
| 7A | 2 Story | See Plans | 2,267.84 | 0.8% |
| 7B | 2 Story | See Plans | 2,291.32 | 0.8% |
| 11A | 2 Story | See Plans | 2,225.45 | 0.8% |
| 11B | 2 Story | See Plans | 2,301.31 | 0.8% |
| 23A | 2 Story | See Plans | 1,758.80 | 0.6% |
| 23 B | 2 Story | See Plans | 1,762.31 | 0.6% |
| 9A | 1 Story | See Plans | 1,567.81 | 0.6% |
| 9B | 1 Story | See Plans | 1,575.52 | 0.6% |
| 15A | 1 Story | See Plans | 3,258.77 | 1.2% |
| 15B | 2 Story | See Plans | 3,632.35 | 1.3% |
| 16A | 1 Story | See Plans | 3,469.51 | 1.2% |
| 16B | 1 Story | See Plans | 3,475.04 | 1.2% |
| 17A | 1 Story | See Plans | 1,871.66 | 0.7% |
| 17B | 1 Story | See Plans | 1,868.26 | 0.7% |
| 6A | 2 Story | See Plans | 2,906.52 | 1.0% |
| 6B | 1 Story | See Plans | 2,696.89 | 1.0% |
| 13A | 1 Story | See Plans | 3,474.58 | 1.2% |
| 13B | 1 Story | See Plans | 3,478.46 | 1.2% |
| 10 | 1 Story | See Plans | 2,214.30 | 0.8% |
| 19A | 2 Story | See Plans | 2,267.84 | 0.8% |
| 19B | 2 Story | See Plans | 2,291.32 | 0.8% |
| 12A | 2 Story | See Plans | 2,432.87 | 0.9% |
| 12B | 1 Story | See Plans | 3,078.52 | 1.1% |
| 20A | 2 Story | See Plans | 2,403.69 | 0.9% |
| 20B | 2 Story | See Plans | 2,401.21 | 0.9% |
| 21A | 2 Story | See Plans | 2,384.01 | 0.9% |
| 21B | 2 Story | See Plans | 2,384.37 | 0.9% |
| 22A | 1 Story | See Plans | 1,940.16 | 0.7% |
| 22B | 1 Story | See Plans | 1,933.70 | 0.7% |
| 8A | 1 Story | See Plans | 1,944.50 | 0.7% |
| 8B | 2 Story | See Plans | 2,391.21 | 0.9% |
| 14A | 2 Story | See Plans | 3,651.66 | 1.3% |
| 14B | 2 Story | See Plans | 3,374.80 | 1.2% |
| SECTION 2 | | | | |

EXHIBIT A

Hurstbourne Springs Condominiums

| | | | | |
|----|---------|-----------|----------|------|
| 1 | 2 Story | See Plans | 2,369.51 | 0.8% |
| 43 | 2 Story | See Plans | 2,346.35 | 0.8% |
| 5 | 2 Story | See Plans | 2,336.00 | 0.8% |
| 6 | 2 Story | See Plans | 2,328.53 | 0.8% |
| 62 | 1 Story | See Plans | 2,131.02 | 0.8% |
| 4 | 1 Story | See Plans | 2,123.11 | 0.8% |
| 7 | 2 Story | See Plans | 2,334.22 | 0.8% |
| 10 | 2 Story | See Plans | 2,331.25 | 0.8% |
| 63 | 2 Story | See Plans | 2,324.31 | 0.8% |
| 40 | 1 Story | See Plans | 3,419.25 | 1.2% |
| 44 | 2 Story | See Plans | 2,340.89 | 0.8% |
| 57 | 1 Story | See Plans | 2,390.61 | 0.9% |
| 3 | 2 Story | See Plans | 2,490.05 | 0.9% |
| 58 | 1 Story | See Plans | 3,864.43 | 1.4% |
| 2 | 1 Story | See Plans | 2,195.16 | 0.8% |
| 8 | 2 Story | See Plans | 2,346.76 | 0.8% |
| 9 | 2 Story | See Plans | 2,344.96 | 0.8% |
| 48 | 2 Story | See Plans | 2,344.99 | 0.8% |
| 39 | 1 Story | See Plans | 3,549.83 | 1.3% |
| 59 | 2 Story | See Plans | 4,257.43 | 1.5% |
| 11 | 1 Story | See Plans | 2,182.82 | 0.8% |
| 41 | 1 Story | See Plans | 3,695.93 | 1.3% |
| 49 | 1 Story | See Plans | 2,190.96 | 0.8% |
| 55 | 2 Story | See Plans | 2,340.61 | 0.8% |
| 12 | 1 Story | See Plans | 2,198.06 | 0.8% |
| 24 | 2 Story | See Plans | 4,271.18 | 1.5% |
| 53 | 1 Story | See Plans | 2,198.12 | 0.8% |
| 25 | 2 Story | See Plans | 3,780.31 | 1.3% |
| 56 | 2 Story | See Plans | 2,545.63 | 0.9% |
| 30 | 2 Story | See Plans | 2,750.88 | 1.0% |
| 35 | 1 Story | See Plans | 3,700.57 | 1.3% |
| 50 | 1 Story | See Plans | 2,379.54 | 0.8% |
| 26 | 2 Story | See Plans | 4,268.39 | 1.5% |
| 27 | 2 Story | See Plans | 4,075.91 | 1.5% |
| 23 | 1 Story | See Plans | 3,937.10 | 1.4% |
| 29 | 2 Story | See Plans | 2,351.92 | 0.8% |
| 54 | 2 Story | See Plans | 2,699.79 | 1.0% |
| 22 | 2 Story | See Plans | 2,485.13 | 0.9% |
| 45 | 1 Story | See Plans | 2,181.99 | 0.8% |
| 52 | 2 Story | See Plans | 2,726.54 | 1.0% |
| 32 | 2 Story | See Plans | 4,404.04 | 1.6% |
| 15 | 1 Story | See Plans | 1,902.41 | 0.7% |
| 19 | 2 Story | See Plans | 2,284.79 | 0.8% |
| 51 | 2 Story | See Plans | 2,166.45 | 0.8% |
| 16 | 2 Story | See Plans | 2,395.42 | 0.9% |
| 18 | 1 Story | See Plans | 2,187.96 | 0.8% |
| 21 | 1 Story | See Plans | 2,198.21 | 0.8% |
| 60 | 1 Story | See Plans | 3,743.50 | 1.3% |

EXHIBIT A

Hurstbourne Springs Condominiums

| | | | | |
|---------------|---------|-----------|-------------------|---------------|
| 13 | 1 Story | See Plans | 2,190.10 | 0.8% |
| 14 | 1 Story | See Plans | 2,188.28 | 0.8% |
| 20 | 1 Story | See Plans | 1,921.33 | 0.7% |
| 31 | 2 Story | See Plans | 2,382.78 | 0.9% |
| 38 | 1 Story | See Plans | 3,740.12 | 1.3% |
| 47 | 1 Story | See Plans | 1,930.32 | 0.7% |
| 28 | 2 Story | See Plans | 2,481.72 | 0.9% |
| 46 | 1 Story | See Plans | 2,166.08 | 0.8% |
| 61 | 2 Story | See Plans | 2,529.78 | 0.9% |
| 36 | 1 Story | See Plans | 3,661.71 | 1.3% |
| 17 | 2 Story | See Plans | 2,626.69 | 0.9% |
| 37 | 1 Story | See Plans | 3,681.11 | 1.3% |
| 33 | 1 Story | See Plans | 3,824.04 | 1.4% |
| 34 | 1 Story | See Plans | 3,812.39 | 1.4% |
| 42 | 1 Story | See Plans | 3,445.29 | 1.2% |
| | | | | |
| | | | | |
| TOTALS | | | 280,170.73 | 100.0% |
| | | | | |

NOTE: Section 1 and Section 2 are part of the same condominium regime.

Document No.: DN2009070900
 Lodged By: SALYERS
 Recorded On: 05/19/2009 12:39:24
 Total Fees: 25.00
 Transfer Tax: .00
 County Clerk: BOBBIE HOLSLAW-JEFF CO KY
 Deputy Clerk: TERHIG

END OF DOCUMENT

**FORTY-SECOND AMENDMENT TO THE MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Forty-Second Amendment is made and entered into as of September __, 2006. The undersigned, the President and Secretary of Hurstbourne Springs Condominiums, Inc., hereby certify that, pursuant to Section 11.2 of the Master Deed, a majority of the unit owners approved the following Forty-Second Amendment to the Master Deed and the Master Deed is so amended as follows:

RECITALS

Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "Declaration"), which submitted to a horizontal [condominium] property regime (the "Regime") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6839, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, by a Thirty-fifth

Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, by a Thirty-sixth Amendment dated March 9, 2004, of record in Deed Book 8369, Page 759, by a Thirty-seventh Amendment dated September 23, 2004, of record in Deed Book 8492, Page 634, by a Thirty-eighth Amendment dated November 22, 2004, of record in Deed Book 8528, Page 58, by a Thirty-ninth Amendment dated January 7, 2005, of record in Deed Book 8553, Page 431, by a Fortieth Amendment dated March 28, 2006, of record in Deed Book 8804, Page 555, and by a Forty-First Amendment dated _____, of record in Deed Book _____, Page _____, all in the office of the Clerk of Jefferson County, Kentucky.

NOW, THEREFORE, Article V, Section 5.3 of the Master Deed is hereby amended to read as follows:

Effective the date of this Amendment, no owner of a unit may rent or lease same unless

1. (a) The owner held legal title to the unit on or before the date of this amendment and the unit was being used for rental purposes on the effective date of this amendment;
- (b) The unit is leased to a member of the owner's immediate family (parents, grandparents, children and grandchildren);
- (c) The owner or owner's spouse is transferred by his or her employer to a location more than 100 miles from the property of Hurstbourne Springs Condominiums, Jefferson County, Kentucky;
- (d) The owner moved to a nursing home or extended care facility; or
- (e) The owner dies and there is no surviving spouse who resided with the deceased at the time of death.

Upon the occurrence of c, d, or e above, a unit may be leased or rented for a total period of time not to exceed one (1) year and a lease or rental agreement entered into upon the occurrence of a, b, c, d or e shall be subject to the following restrictions:

- i. A fully executed copy of any proposed lease shall be delivered to the Board ten (10) days before the term is to begin. If a unit owner fails to inform the Board of a unit's being rented or if the tenant violates any of the provisions of the Master Deed, By-Laws or Rules of the Condominiums, then the Board may, after having attempted to in good faith resolve the matter with the unit owner, evict the tenant in the name of the unit owner and recover the costs and legal fees of that eviction from the unit owner.

- ii. Any such lease or rental agreement shall be subject to the Declaration of Covenants, Conditions and Restrictions ("the restrictions") for Hurstbourne Springs Condominiums, as amended.

2. Except as set forth above to the contrary all terms and conditions of the restrictions shall remain in full force and effect.

HURSTBOURNE SPRINGS CONDOMINIUMS

BY: William V. Campbell
AS: President

BY: Drew L McKenney
AS: Secretary

STATE OF KENTUCKY)
) SS.:
COUNTY OF JEFFERSON)

Subscribed, sworn and acknowledged before me this 18th day of December, ²⁰⁰⁷2006
by William Campbell, as President of Hurstbourne Springs Condominiums.
Notary Public, State at Large, KY
My Commission expires: My commission expires Oct. 14, 2009.

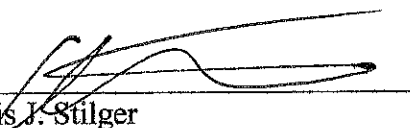
Amber E. Ballew
NOTARY PUBLIC, STATE AT LARGE
KENTUCKY

STATE OF KENTUCKY)
) SS.:
COUNTY OF JEFFERSON)

Subscribed, sworn and acknowledged before me this 18th day of December, ²⁰⁰⁷2006
by Drew McKenney, as Secretary of Hurstbourne Springs Condominiums.
Notary Public, State at Large, KY
My Commission expires: My commission expires Oct. 14, 2009.

Amber E. Ballew
NOTARY PUBLIC, STATE AT LARGE
KENTUCKY

THIS DOCUMENT PREPARED BY:



Dennis J. Stilger
Attorney at Law
6000 Brownsboro Park Boulevard
Suite H
Louisville, KY 40207
893-8557

END OF DOCUMENT

Document No.: 200607201700
Lodged By: STILGER
Recorded On: 12/21/2007 10:41:05
Total Fees: 25.00
Transfer Tax: .00
County Clerk: BOBBIE HOLDSLOW-JEFF CO KY
Deputy Clerk: CARNAR

**FORTY-THIRD AMENDMENT TO THE MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Forty-Third Amendment is made and entered into as of _____, 2007. The undersigned, the President and Secretary of Hurstbourne Springs Condominiums, Inc., hereby certify that, pursuant to Section 11.2 of the Master Deed, a majority of the unit owners approved the following Forty-Third Amendment to the Master Deed and the Master Deed is so amended as follows:

RECITALS

Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "Declaration"), which submitted to a horizontal [condominium] property regime (the "Regime") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6839, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty-second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, by a Thirty-fifth

Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, by a Thirty-sixth Amendment dated March 9, 2004, of record in Deed Book 8369, Page 759, by a Thirty-seventh Amendment dated September 23, 2004, of record in Deed Book 8492, Page 634, by a Thirty-eighth Amendment dated November 22, 2004, of record in Deed Book 8528, Page 58, by a Thirty-ninth Amendment dated January 7, 2005, of record in Deed Book 8553, Page 431, by a Fortieth Amendment dated March 28, 2006, of record in Deed Book 8804, Page 555, and by a Forty-First Amendment dated January 17, 2007, of record in Deed Book 8971, Page 508, and Forty-Second Amendment dated _____, of record in _____, Page _____, all in the office of the Clerk of Jefferson County, Kentucky.

NOW, THEREFORE, Article VIII of the Master Deed is hereby amended to include the following Section 8.12:

Effective the date of this Amendment, the following Article VIII, Section 8.12 is hereby adopted:

Section 8.12 Submission of insurance certificates to the Board. Property owners are required to submit certificates of insurance to the Board or management on an annual basis.

Except as set forth above, all terms and conditions of the Master Deed and Amendments shall remain in full force and effect.

HURSTBOURNE SPRINGS CONDOMINIUMS

BY: William V Campbell

AS: President

BY: Drew L McKinney

AS: Secretary

STATE OF KENTUCKY)

) SS.:

COUNTY OF JEFFERSON)

Subscribed, sworn and acknowledged before me this 18th day of December, 2007

**FORTY-FOURTH AMENDMENT TO THE MASTER DEED
AND DECLARATION OF CONDOMINIUM PROPERTY REGIME
HURSTBOURNE SPRINGS CONDOMINIUMS**

This Forty-Fourth Amendment is made and entered into as of July 28, 2008. The undersigned, the President and Secretary of Hurstbourne Springs Condominiums, Inc., hereby certify that, pursuant to Section 11.2 of the Master Deed, a majority of the unit owners approved the following Forty-Forth Amendment to the Master Deed and the Master Deed is so amended as follows:

RECITALS

Fenwick Development Company, Inc. placed to record a Master Deed and Declaration of Condominium Property Regime of Hurstbourne Springs Condominiums, dated November 10, 1995, of record in Deed Book 6664, Page 698, in the office of the Clerk of Jefferson County, Kentucky (the "Declaration"), which submitted to a horizontal [condominium] property regime (the "Regime") certain real property described in the Declaration, with that Declaration having been amended by a First Amendment dated April 16, 1996, of record in Deed Book 6724, Page 474, by a Second Amendment dated July 25, 1996, of record in Deed Book 6766, Page 220, by a Third Amendment dated August 30, 1996, of record in Deed Book 6782, Page 54, by a Fourth Amendment dated September 16, 1996, of record in Deed Book 6787, Page 901, by a Fifth Amendment dated January 3, 1997, of record in Deed Book 6839, Page 365, by a Sixth Amendment of record in Deed Book 6978, Page 832, by a Seventh Amendment dated March 31, 1999, of record in Deed Book 7218, Page 469, by an Eighth Amendment dated August 16, 1999, of record in Deed Book 7303, Page 924, by a Ninth Amendment dated December 2, 1999, of record in Deed Book 7364, Page 629, by a Tenth Amendment dated January 24, 2000, of record in Deed Book 7391, Page 346, by an Eleventh Amendment dated March 1, 2000, of record in Deed Book 7420, Page 426, by a Twelfth Amendment dated April 20, 2000, of record in Deed Book 7434, Page 323, by a Thirteenth Amendment dated July 14, 2000, of record in Deed Book 7479, Page 705, by a Fourteenth Amendment dated October 9, 2000, of record in Deed Book 7526, Page 142, by a Fifteenth Amendment dated October 24, 2000, of record in Deed Book 7534, Page 131, by a Sixteenth Amendment dated November 12, 2000, of record in Deed Book 7545, Page 844, by a Seventeenth Amendment dated December 14, 2000, of record in Deed Book 7559, Page 717, by an Eighteenth Amendment dated April 19, 2001, of record in Deed Book 7630, Page 750, by a Nineteenth Amendment dated May 16, 2001, of record in Deed Book 7648, Page 107, by a Twentieth Amendment dated June 1, 2001, of record in Deed Book 7657, Page 989, by a Twenty-first Amendment dated July 17, 2001, of record in Deed Book 7686, Page 52, by a Twenty second Amendment dated October 19, 2001, of record in Deed Book 7749, Page 747, by a Twenty-third Amendment dated October 26, 2001, of record in Deed Book 7758, Page 636, by a Twenty-fourth Amendment dated January 17, 2002, of record in Deed Book 7804, Page 944, by a Twenty-fifth Amendment dated March 21, 2002, of record in Deed Book 7846, Page 627, by a Twenty-sixth Amendment dated April 2, 2002, of record in Deed Book 7854, Page 14, by a Twenty-seventh Amendment dated May 22, 2002, of record in Deed Book 7884, Page 503, by a Twenty-eighth Amendment dated June 26, 2002, of record in Deed Book 7907, Page 967, by a Twenty-ninth Amendment dated August 16, 2002, of record in Deed Book 7943, Page 406, by a Thirtieth Amendment dated September 18, 2002, of record in Deed Book 7963, Page 432, by a Thirty-first Amendment dated September 30, 2002, of record in Deed Book 7972, Page 478, by a Thirty-second Amendment dated October 28, 2002, of record in Deed Book 7990, Page 231, by a Thirty-third Amendment dated May 6, 2003, of record in Deed Book 8131, Page 180, by a Thirty-fourth Amendment dated May 23, 2003, of record in Deed Book 8148, Page 336, by a Thirty-fifth

Amendment dated July 17, 2003, of record in Deed Book 8191, Page 181, by a Thirty-sixth Amendment dated March 9, 2004, of record in Deed Book 8369, Page 759, by a Thirty-seventh Amendment dated September 23, 2004, of record in Deed Book 8492, Page 634, by a Thirty-eighth Amendment dated November 22, 2004, of record in Deed Book 8528, Page 58, by a Thirty-ninth Amendment dated January 7, 2005, of record in Deed Book 8553, Page 431, and by a Fortieth Amendment dated March 28, 2006, of record in Deed Book 8804, Page 555, Forty First dated January 17, 2007 of record in Deed Book 8971 page 508, Forty Second dated December 18, 2007 of record in Deed Book 9155 page 447, Forty Third dated December 18, 2007 of record in Deed Book 9155 page 444 all in the office of the Clerk of Jefferson County, Kentucky.

NOW, THEREFORE, Article VIII, Section 8.1(b) of the Master Deed is hereby amended to read as follows:

8.1 (b) All buildings, improvements, personal property and other COMMON ELEMENTS of the project including but not limited to the interior unfinished surface of all interior walls, whether load bearing or not, except finished basement walls which are specifically excluded, shall be insured against fire and other perils covered by a standard extended coverage endorsement, in an amount not less than one hundred percent (100%) of the replacement value thereof to and including the drywall. The policy shall be what is sometimes called a "Bare Wall Policy." All wall treatments and other improvements including but not limited to paint, cabinets, appliances, light and plumbing fixtures, and furnishings shall be covered under each unit owner's individual homeowner's policy. The Council may elect to carry insurance to cover such other perils as from time to time shall be customarily covered with respect to buildings and improvements similar in construction, location and use. The Council's insurance will not cover appliances, cabinets, fixtures, floor coverings, patios, sun rooms, decks, screened porches or fences or any other unit owner's additions or improvements or any finished basement or furnishings contained therein. The Association is responsible for replacing doors and windows in the event of a fire or any other major casualty. The replacement doors and windows will be of standard grade as to be determined by the Board of the Association.

NOW, THEREFORE, Article VIII, Section 8.7 of the Master Deed is hereby amended to read as follows:

8.7 Responsibility of Unit Owner. The Council shall not be responsible for procurement or maintenance of any insurance covering the Unit, the contents or the interior finishes of any Unit nor the liability of any Unit Owner for injuries therein not caused by or connected with the Council's operation, maintenance or use of the Regime. Each Unit Owner shall obtain insurance coverage at his own expense upon his Unit, his Unit's furnishings and personal property; and, in addition, shall obtain

comprehensive personal liability insurance covering liability for damage to persons or property of others located within such Unit Owner's Unit, or in another Unit in the project or upon the Common Areas, resulting, from the negligence of the insured Unit Owner, in such amounts as shall from time to time be determined by the Council. The Association is responsible for replacing doors and windows in the event of a fire or any other major casualty. The replacement doors and windows will be of standard grade as to be determined by the Board of the Association.

NOW, THEREFORE, the following language is added to the end of Article I, Section 1.4 of the Master Deed is hereby amended to read as follows:

1.4 "Unit" or "Condominium Unit" means the enclosed space consisting of one or more rooms as measured from interior unfinished surfaces, having direct access to the Common Elements. The location and extent of each Unit are as shown on the plans of the Regime recorded with this Declaration. Notwithstanding that some of the following might be located in the Common Elements or Limited Common Elements, the plumbing, heating, and air conditioning equipment (including all ducts and pipes), electrical wiring and equipment, hot water heater, telephone lines, cable television lines, window panes, doors (including storm and screen doors, if any), windows, halls, stairways and other equipment located within or connected to a Unit for the sole purpose of serving that Unit exclusively, are a part of the Unit; the maintenance, repair and replacement of same being the responsibility of the Unit owner.

The Association is responsible for replacing doors and windows in the event of a fire or any other major casualty. The replacement doors and windows will be of standard grade as to be determined by the Board of the Association. The Unit Owner will be responsible for the cost of any Unit Owner's requested upgrade.

In all other respects, all of the terms and provisions of the Declaration are ratified and affirmed.

HURSTBOURNE SPRINGS CONDOMINIUMS

BY: William Campbell President

BY: Matthew M. Austin Secretary

STATE OF KENTUCKY)
) SS.:
COUNTY OF JEFFERSON)

Subscribed, sworn and acknowledged before me this 28th day of July, 2008 by William Campbell, as President of Hurstbourne Springs Condominiums.

