

SIXTH AMENDMENT TO DECLARATION OF MASTER DEED
(PHASE SEVEN)

FOR

WORTHINGTON GLEN CONDOMINIUM

KNOW ALL MEN BY THESE PRESENTS:

A. That Hills Communities, Inc., an Ohio corporation, is the Declarant in the Declaration of Master Deed for Worthington Glen Condominium (Phase I), recorded in Deed Book 6952, Page 1 and re-recorded in Deed Book 6953, Page 602 of the Jefferson County, Kentucky Clerk records, as amended by First Amendment to Declaration of Master Deed (Phase II) recorded at Deed Book 6971, Page 666, and re-recorded in Deed Book 7014, Page 130 of the Jefferson County, Kentucky Clerk records, as amended by Second Amendment to Declaration of Master Deed (Phase III) recorded at Deed Book 7001, Page 920 of the Jefferson County, Kentucky Clerk records, as amended by Third Amendment to Declaration of Master Deed (Phase IV) recorded at Deed Book 7018, Page 127 of the Jefferson County, Kentucky Clerk records, as amended by Fourth Amendment to Declaration of Master Deed (Phase V) recorded at Deed Book 7036, Page 546 of the Jefferson County, Kentucky Clerk records, and as amended by Fifth Amendment to Declaration of Master Deed (Phase VI) recorded at Deed Book 7082, Page 245 of the Jefferson County, Kentucky Clerk records (collectively the "Declaration"), the Floor Plans for which are recorded in A.O.B. Book 62, Pages 29-32 and partially re-recorded in A.O.B. Book 64, Page 45, File #982 (Phase I), A.O.B. Book 63, Pages 22-24 (Phase II), A.O.B. Book 64, Pages 28-31 (Phase III), A.O.B. Book 65, Pages 1-4 (Phase IV), A.O.B. Book 65, Pages 41-44 (Phase V), and A.O.B. Book 66, Page 46-49 (Phase VI), all of the Jefferson County, Kentucky Clerk records (collectively the "Drawings"); and

B. That Declarant, in Article 2 of the Declaration, has reserved the right to amend the Declaration and the Drawings attached as Exhibits C-1 through C-23 and all other exhibits attached thereto and made a part thereof in all ways necessary to submit additional property pursuant to the provisions of KRS 381.805 to 381.910; and

C. That Declarant desires to submit part of the property presently described as Parcel 7 in Exhibit B to the Declaration into a new tract which will be known as "Phase Seven"; and

D. That Declarant desires to submit Phase Seven described in Exhibit A attached hereto and made a part hereof, together with all improvements constructed thereon, to the provisions of the Declaration and of KRS 381.805 to 381.910, and to make Phase Seven, together with all improvements constructed thereon, a part of the Condominium Property; and

E. That Declarant desires to attach, in addition to a legal description for Phase Seven in Exhibit A hereto, a legal description for a Parcel 8 which is described in Exhibit B attached hereto and made a part hereof, for which Parcel 8 Declarant reserves all of the rights described in Article 2 of the Declaration.

NOW, THEREFORE, Declarant hereby declares as follows:

1. All terms used in this Amendment which are defined in the Declaration shall have the same meanings as given to them in the Declaration, except as otherwise hereinafter stated.

2. Declarant owns the property described as Phase Seven in Exhibit A hereto, together with all buildings, structures, improvements and other permanent fixtures of whatsoever kind situated thereon, and all easements, rights and appurtenances belonging or pertaining thereto, and together with all articles of personal property located thereon. This property, together with all buildings, structures, improvements and other permanent fixtures of whatsoever kind situated thereon with all easements, rights and appurtenances belonging thereto and with all articles of personal property located thereon, is hereby submitted to the provisions of KRS 381.805 to 381.910 and to the provisions of the Declaration as amended hereby, and is included in and made part of the Condominium Property, subject to the easements described in Exhibit C-24 attached hereto and made a part hereof, and all other easements, restrictions, covenants and conditions of record.

3. Declarant further hereby amends the Declaration by deleting the third sentence of the first paragraph of Section 2.1 thereof and by inserting in place thereof the following:

"The Condominium Property consists of one hundred eighty-eight (188) residential Units and the Recreational Facilities."

4. Declarant further hereby amends the Declaration by adding thereto the floor plans attached hereto and marked as Exhibits C-24 through C-27 to show the location, together with the particulars of the buildings situated on Phase Seven as described in Exhibit A hereto; the layout, location, unit numbers and dimensions of the Units; and the Common Areas and Limited Common Areas located on Phase Seven. These floor plans were prepared by and bear the certified statement of Steven L. Burch, P.S., registered surveyor and Robert S. Wempe, P.E., registered engineer, as required by Section 381.835(5) of the Kentucky Revised Statute.

5. Declarant further hereby amends the Declaration by adding to the legal description captioned "Exhibit A, Parcel 1" attached to the Declaration, the legal description of Phase Seven described in Exhibit A attached hereto. Phase Seven shall be deemed and shall be a part of "Parcel 1" of the Condominium Property as such phrase is used in the Declaration.

6. Declarant further hereby amends the Declaration by revising the legal description set forth in Exhibit B attached to the Declaration to the description attached as Exhibit B hereto and described as Parcel 8.

7. Declarant further hereby amends the Declaration by deleting therefrom Exhibit C attached to the Declaration and substituting in its place a new Exhibit C which is attached hereto.

8. Declarant hereby reserves all rights held by it pursuant to Article 2 of the Declaration with respect to what is described in Exhibit B to the original Declaration for all or any part of what is now described as Parcel 8 in Exhibit B hereto.

9. All provisions of the Declaration and of all exhibits thereto not affected by the foregoing Amendment shall remain in full force and effect.

IN WITNESS WHEREOF, Hills Communities, Inc., an Ohio corporation, by its duly authorized officer has consented to all of the foregoing and have caused this instrument to be executed this 6 day of October, 1998.

Signed and Acknowledged
in the Presence of:

HILLS COMMUNITIES, INC., an Ohio
corporation

Marsha K. Beckham
Print: Marsha K. Beckham

By: Stephen Guttman Pres.
Name: Stephen Guttman
Title: President

Amy L. Howard
Print: Amy L. Howard

STATE OF OHIO)
) ss:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 6 day of October, 1998 by Stephen Guttman, President of HILLS COMMUNITIES, INC., an Ohio corporation, on behalf of the corporation.

Amy L. Howard
Notary Public

This Instrument Prepared By:

Jody T. Klekamp
Jody T. Klekamp, Esq.
Keating, Muething & Klekamp, P.L.L.
1800 Provident Tower
One East Fourth Street
Cincinnati, Ohio 45202
(513) 579-6400



AMY L. HOWARD
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES JUNE 18, 2001



SABAK, WILSON & LINGO, INC.

ENGINEERS, LANDSCAPE ARCHITECTS & PLANNERS

315 WEST MARKET STREET • LOUISVILLE, KENTUCKY 40202
PHONE 502-584-6271 • FAX 502-584-6292

September 15, 1998

Phase 7

LEGAL DESCRIPTION

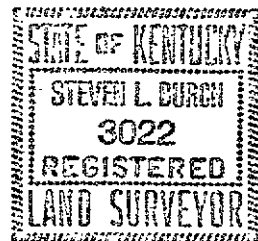
Tract 7

Worthington Glen Condominiums

Being a portion of the tract of land conveyed to Hills Communities, Inc. as recorded in Deed Book 6810, Page 581 in the office of the County Court Clerk of Jefferson County, Kentucky, and more particularly described as follows:

Unless stated otherwise, any monument referred to herein as a "pin" is a #5 rebar with a yellow plastic cap stamped "S. L. Burch 3022". All Bearings are referred to from Kentucky State Plane Coordinate System North Zone.

Beginning at the northwest corner of a tract conveyed to Hills Real Estate Group L.P. as recorded in Deed Book 6936, Page 766 in the aforementioned clerk's office; thence with the north line of Hills North 55°02'43" East, 265.00 feet to a point; thence with the arc of a curve to a right having a radius of 1050.00 feet and a chord of North 59°40'42" East, 169.62 feet to the true point of beginning; thence leaving the north line of Hills Real Estate Group LP North 25°02'03" West, 169.74 feet to a pin; thence with the arc of a curve to the right having a radius of 360.00 feet and a chord of North 19°47'13" West, 65.84 feet to a pin; thence with the arc of a curve to the left having a radius of 336.00 feet and a chord of North 15°51'18" West, 15.42 feet to a pin; thence North 65°37'09" East, 530.73 feet to a pin; thence South 14°25'29" East, 55.00 feet to a pin; thence South 02°32'44" East, 327.82 feet to a pin in the north line of a tract conveyed to Hills Real Estate Group L.P. aforementioned; thence with the north line of Hills North 80°29'01" West, 128.55 feet to a pin; thence with the arc of a curve to the left having a radius of 1050.00 feet and a chord of South 72°32'07" West, 300.40 feet to the true point of beginning and containing 3.166 acres, according to a survey by Steven L. Burch, PLS #3022, with Sabak, Wilson & Lingo, Inc. on September 15, 1998 and being a part of the same property conveyed to Hills Communities, Inc. by deed dated November 6, 1996 which is of record in Deed Book 6810, Page 581 in the office of the County Court Clerk of Jefferson County, Kentucky.



Steven L. Burch

Steven L. Burch, PLS #3022
September 15, 1998



SABAK, WILSON & LINGO, INC.

ENGINEERS, LANDSCAPE ARCHITECTS & PLANNERS

315 WEST MARKET STREET • LOUISVILLE, KENTUCKY 40202

PHONE 502-584-6271 • FAX 502-584-6292



September 15, 1998

LEGAL DESCRIPTION

Tract 8

Worthington Glen Condominiums

Being a portion of the tract of land conveyed to Hills Communities, Inc. as recorded in Deed Book 6810, Page 581 in the office of the County Court Clerk of Jefferson County, Kentucky, and more particularly described as follows:

Unless stated otherwise, any monument referred to herein as a "pin" is a #5 rebar with a yellow plastic cap stamped "S. L. Burch 3022". All bearings stated herein are referred to from Kentucky State Plane Coordinate System North Zone.

Beginning at the northeast corner of a tract conveyed to Hills Real Estate Group L.P. as recorded in Deed Book 6936, Page 766 in the aforementioned clerk's office; thence with the north line of Hills North 80°29'01" West, 415.01 feet to a pin; thence leaving the north line of Hills the following courses:

North 02°32'44" West, 327.82 feet to a pin;

North 14°25'29" West, 55.00 feet to a pin;

South 65°37'09" West, 530.73 feet to a pin; thence with the arc of a curve to the left having a radius of 336.00 feet and a chord of North 21°47'36" West, 54.17 feet to a point; thence North 26°25'00" West, 187.87 feet to a point in the south right-of-way line of Interstate 71; thence with I-71 with the arc of a curve to the left having a radius of 11624.16 feet and a chord of North 62°35'56" East, 869.41 feet to an existing pin; thence North 66°04'46" East, 223.62 feet to a point in creek; thence leaving aforementioned right-of-way line South 06°27'31" West, 72.17 feet to a point in creek; thence South 21°40'11" East, 80.30 feet to a point in creek; thence South 00°58'30" East, 110.44 feet to a point in creek; thence South 21°28'11" East, 140.18 feet to a point in creek; thence South 29°47'58" East, 100.32 feet to a point in creek; thence South 26°07'49" East, 97.23 feet to a point in creek; thence South 01°23'34" East, 167.95 feet to a point in creek; thence South 29°21'23" West, 63.34 feet to a point in creek; thence South 84°26'31" West, 62.88 feet to a point in creek; thence South 37°47'39" West, 60.95 feet to a point in creek; thence South 04°29'01" East, 100.91 feet to the point of beginning containing 12.205 acres, according to a survey by Steven L. Burch, PLS #3022, with Sabak, Wilson & Lingo, Inc. on September 15, 1998 and being a part of the same property conveyed to Hills Communities, Inc. by deed dated November 6, 1996 which is of record in Deed Book 6810, Page 581 in the office of the County Court Clerk of Jefferson County, Kentucky.

Steven L. Burch

Steven L. Burch, PLS #3022

September 15, 1998

EXHIBIT C

PERCENTAGE OWNERSHIP INTEREST
IN COMMON AREAS AND FACILITIES

WORTHINGTON GLEN CONDOMINIUM

For purposes of calculating the percentage of interest in Common Areas, the following range of square footage listed in the left column shall be deemed equal to the corresponding deemed square footage in the right column.

<u>Range of Square Footage*</u>	<u>Deemed Square Footage For Purposes of Percentage Ownership in Common Areas</u>
200-280	100
1000-1150	1150
1151-1300	1300
1301-1450	1450
1451-1600	1600

* The range of square footage includes square footage of the interior of the Unit and excludes the square footage of any deck, patio, basement, or storage area located in the Common Area. The Actual Square Footage may vary between the architectural drawings and the as-built drawings.

To calculate the percentage of interest, divide the respective Unit's Deemed Square Footage by the aggregate amount of Deemed Square Footage for all Units.

<u>Unit Number</u>	<u>Unit Type</u>	<u>Actual Square Footage</u>	<u>Deemed Square Footage</u>	<u>Percentage Interest in Common Areas*</u>
5305-101	Taft	1393	1450	0.593%
5305-102	Taft	1393	1450	0.593%
5305-103	Adams	1083	1150	0.471%
5305-104	Adams	1083	1150	0.471%
5305-201	Lexington	1519	1600	0.655%
5305-202	Lexington	1519	1600	0.655%
5305-203	Adams	1083	1150	0.471%
5305-204	Adams	1083	1150	0.471%
5303-101	Adams	1083	1150	0.471%
5303-102	Adams	1083	1150	0.471%
5303-103	Adams	1083	1150	0.471%
5303-104	Adams	1083	1150	0.471%
5303-201	Adams	1083	1150	0.471%
5303-202	Adams	1083	1150	0.471%

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<u>Unit Number</u>	<u>Unit Type</u>	<u>Actual Square Footage</u>	<u>Deemed Square Footage</u>	<u>Percentage Interest in Common Areas*</u>
5303-203	Adams	1083	1150	0.471%
5303-204	Adams	1083	1150	0.471%
5301-101	Adams	1083	1150	0.471%
5301-102	Adams	1083	1150	0.471%
5301-103	Taft	1393	1450	0.593%
5301-104	Taft	1393	1450	0.593%
5301-201	Adams	1083	1150	0.471%
5301-202	Adams	1083	1150	0.471%
5301-203	Lexington	1519	1600	0.655%
5301-204	Lexington	1519	1600	0.655%
10302-101	Taft	1393	1450	0.593%
10302-102	Taft	1393	1450	0.593%
10302-103	Adams	1083	1150	0.471%
10302-104	Adams	1083	1150	0.471%
10302-201	Lexington	1519	1600	0.655%
10302-202	Lexington	1519	1600	0.655%
10302-203	Adams	1083	1150	0.471%
10302-204	Adams	1083	1150	0.471%
10304-101	Adams	1083	1150	0.471%
10304-102	Adams	1083	1150	0.471%
10304-103	Adams	1083	1150	0.471%
10304-104	Adams	1083	1150	0.471%
10304-201	Adams	1083	1150	0.471%
10304-202	Adams	1083	1150	0.471%
10304-203	Adams	1083	1150	0.471%
10304-204	Adams	1083	1150	0.471%
10306-101	Adams	1083	1150	0.471%
10306-102	Adams	1083	1150	0.471%
10306-103	Taft	1393	1450	0.593%
10306-104	Taft	1393	1450	0.593%
10306-201	Adams	1083	1150	0.471%
10306-202	Adams	1083	1150	0.471%
10306-203	Lexington	1519	1600	0.655%
10306-204	Lexington	1519	1600	0.655%

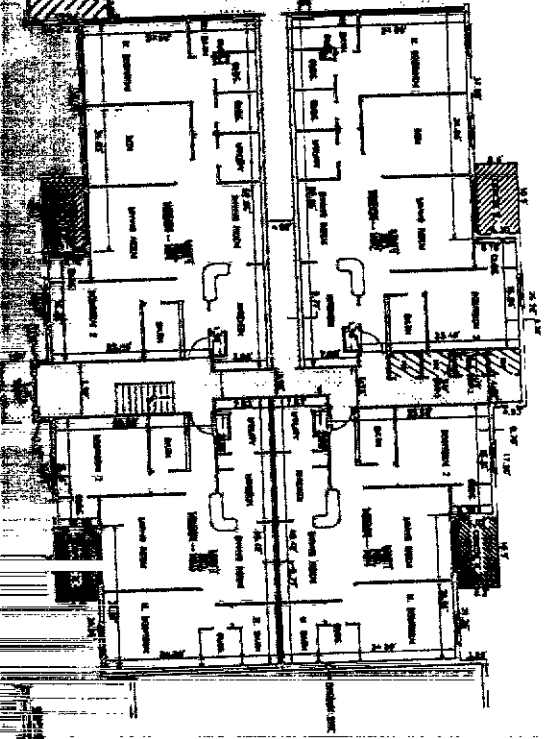
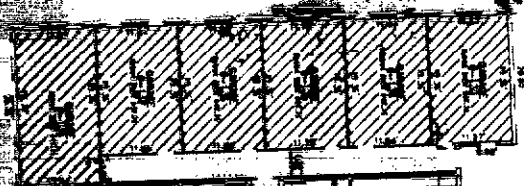
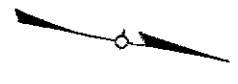
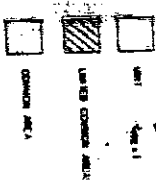
<u>Unit Number</u>	<u>Unit Type</u>	<u>Actual Square Footage</u>	<u>Deemed Square Footage</u>	<u>Percentage Interest in Common Areas*</u>
10301-101	Taft	1393	1450	0.593%
10301-102	Taft	1393	1450	0.593%
10301-103	Adams	1083	1150	0.471%
10301-104	Adams	1083	1150	0.471%
10301-201	Lexington	1519	1600	0.655%
10301-202	Lexington	1519	1600	0.655%
10301-203	Adams	1083	1150	0.471%
10301-204	Adams	1083	1150	0.471%
10303-101	Adams	1083	1150	0.471%
10303-102	Adams	1083	1150	0.471%
10303-103	Adams	1083	1150	0.471%
10303-104	Adams	1083	1150	0.471%
10303-201	Adams	1083	1150	0.471%
10303-202	Adams	1083	1150	0.471%
10303-203	Adams	1083	1150	0.471%
10303-204	Adams	1083	1150	0.471%
10303-301	Adams	1083	1150	0.471%
10303-302	Adams	1083	1150	0.471%
10303-303	Adams	1083	1150	0.471%
10303-304	Adams	1083	1150	0.471%
10305-101	Taft	1393	1450	0.593%
10305-102	Taft	1393	1450	0.593%
10305-103	Taft	1393	1450	0.593%
10305-104	Taft	1393	1450	0.593%
10305-201	Taft	1393	1450	0.593%
10305-202	Taft	1393	1450	0.593%
10305-203	Lexington	1519	1600	0.655%
10305-204	Lexington	1519	1600	0.655%
10304-101	Taft	1393	1450	0.593%
10304-102	Taft	1393	1450	0.593%
10304-103	Taft	1393	1450	0.593%
10304-104	Taft	1393	1450	0.593%
10304-201	Lexington	1519	1600	0.655%
10304-202	Lexington	1519	1600	0.655%
10304-203	Taft	1393	1450	0.593%
10304-204	Taft	1393	1450	0.593%

<u>Unit Number</u>	<u>Unit Type</u>	<u>Actual Square Footage</u>	<u>Deemed Square Footage</u>	<u>Percentage Interest in Common Areas*</u>
10302-101	Adams	1083	1150	0.471%
10302-102	Adams	1083	1150	0.471%
10302-103	Adams	1083	1150	0.471%
10302-104	Adams	1083	1150	0.471%
10302-201	Adams	1083	1150	0.471%
10302-202	Adams	1083	1150	0.471%
10302-203	Adams	1083	1150	0.471%
10302-204	Adams	1083	1150	0.471%
10302-301	Adams	1083	1150	0.471%
10302-302	Adams	1083	1150	0.471%
10302-303	Adams	1083	1150	0.471%
10302-304	Adams	1083	1150	0.471%
10300-101	Taft	1393	1450	0.593%
10300-102	Taft	1393	1450	0.593%
10300-103	Taft	1393	1450	0.593%
10300-104	Taft	1393	1450	0.593%
10300-201	Taft	1393	1450	0.593%
10300-202	Taft	1393	1450	0.593%
10300-203	Lexington	1519	1600	0.655%
10300-204	Lexington	1519	1600	0.655%
10401-101	Taft	1393	1450	0.593%
10401-102	Taft	1393	1450	0.593%
10401-103	Adams	1083	1150	0.471%
10401-104	Adams	1083	1150	0.471%
10401-201	Lexington	1519	1600	0.655%
10401-202	Lexington	1519	1600	0.655%
10401-203	Adams	1083	1150	0.471%
10401-204	Adams	1083	1150	0.471%
10403-101	Adams	1083	1150	0.471%
10403-102	Adams	1083	1150	0.471%
10403-103	Adams	1083	1150	0.471%
10403-104	Adams	1083	1150	0.471%
10403-201	Adams	1083	1150	0.471%
10403-202	Adams	1083	1150	0.471%
10403-203	Adams	1083	1150	0.471%
10403-204	Adams	1083	1150	0.471%
10403-301	Adams	1083	1150	0.471%
10403-302	Adams	1083	1150	0.471%
10403-303	Adams	1083	1150	0.471%
10403-304	Adams	1083	1150	0.471%

<u>Unit Number</u>	<u>Unit Type</u>	<u>Actual Square Footage</u>	<u>Deemed Square Footage</u>	<u>Percentage Interest in Common Areas*</u>
10405-101	Taft	1393	1450	0.593%
10405-102	Taft	1393	1450	0.593%
10405-103	Taft	1393	1450	0.593%
10405-104	Taft	1393	1450	0.593%
10405-201	Taft	1393	1450	0.593%
10405-202	Taft	1393	1450	0.593%
10405-203	Lexington	1519	1600	0.655%
10405-204	Lexington	1519	1600	0.655%
10404-101	Taft	1393	1450	0.593%
10404-102	Taft	1393	1450	0.593%
10404-103	Adams	1083	1150	0.471%
10404-104	Adams	1083	1150	0.471%
10404-201	Lexington	1519	1600	0.655%
10404-202	Lexington	1519	1600	0.655%
10404-203	Adams	1083	1150	0.471%
10404-204	Adams	1083	1150	0.471%
10402-101	Adams	1083	1150	0.471%
10402-102	Adams	1083	1150	0.471%
10402-103	Adams	1083	1150	0.471%
10402-104	Adams	1083	1150	0.471%
10402-201	Adams	1083	1150	0.471%
10402-202	Adams	1083	1150	0.471%
10402-203	Adams	1083	1150	0.471%
10402-204	Adams	1083	1150	0.471%
10402-301	Adams	1083	1150	0.471%
10402-302	Adams	1083	1150	0.471%
10402-303	Adams	1083	1150	0.471%
10402-304	Adams	1083	1150	0.471%
10400-101	Taft	1393	1450	0.593%
10400-102	Taft	1393	1450	0.593%
10400-103	Taft	1393	1450	0.593%
10400-104	Taft	1393	1450	0.593%
10400-201	Taft	1393	1450	0.593%
10400-202	Taft	1393	1450	0.593%
10400-203	Lexington	1519	1600	0.655%
10400-204	Lexington	1519	1600	0.655%
10501-101	Taft	1393	1450	0.593%
10501-102	Taft	1393	1450	0.593%
10501-103	Adams	1083	1150	0.471%
10501-104	Adams	1083	1150	0.471%

<u>Unit Number</u>	<u>Unit Type</u>	<u>Actual Square Footage</u>	<u>Deemed Square Footage</u>	<u>Percentage Interest in Common Areas*</u>
10501-201	Lexington	1519	1600	0.655%
10501-202	Lexington	1519	1600	0.655%
10501-203	Adams	1083	1150	0.471%
10501-204	Adams	1083	1150	0.471%
10503-101	Adams	1083	1150	0.471%
10503-102	Adams	1083	1150	0.471%
10503-103	Adams	1083	1150	0.471%
10503-104	Adams	1083	1150	0.471%
10503-201	Adams	1083	1150	0.471%
10503-202	Adams	1083	1150	0.471%
10503-203	Adams	1083	1150	0.471%
10503-204	Adams	1083	1150	0.471%
10503-301	Adams	1083	1150	0.471%
10503-302	Adams	1083	1150	0.471%
10503-303	Adams	1083	1150	0.471%
10503-304	Adams	1083	1150	0.471%
10505-101	Taft	1393	1450	0.593%
10505-102	Taft	1393	1450	0.593%
10505-103	Taft	1393	1450	0.593%
10505-104	Taft	1393	1450	0.593%
10505-201	Taft	1393	1450	0.593%
10505-202	Taft	1393	1450	0.593%
10505-203	Lexington	1519	1600	0.633%
10505-204	Lexington	1519	<u>1600</u>	<u>0.633%</u>
		Total:	244,400	100%

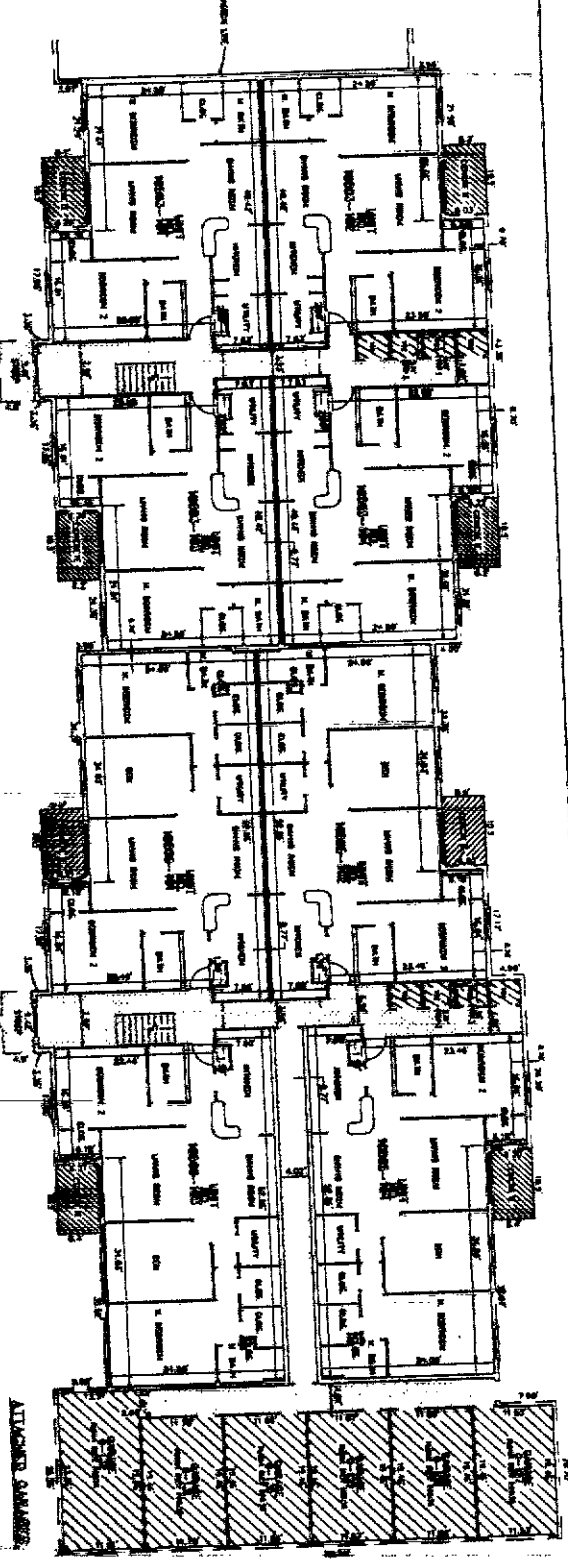
*As additional Units are added to the Condominium, the various Unit's percentage of interest in Common Areas above will decrease accordingly.



BUILDING 10003
NORTHERN POINT DRIVE

FIRST FLOOR

BUILDING 10003
NORTHERN POINT DRIVE



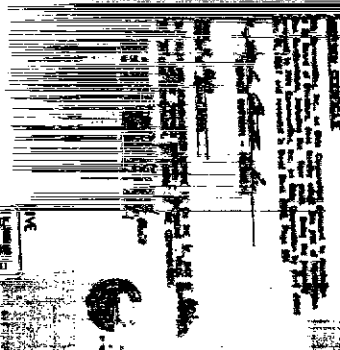
ATTACHED GARAGES

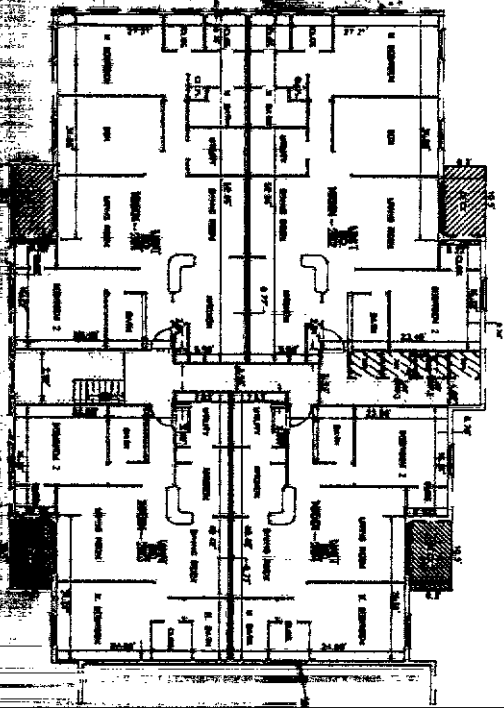


ATTACHED GARAGES

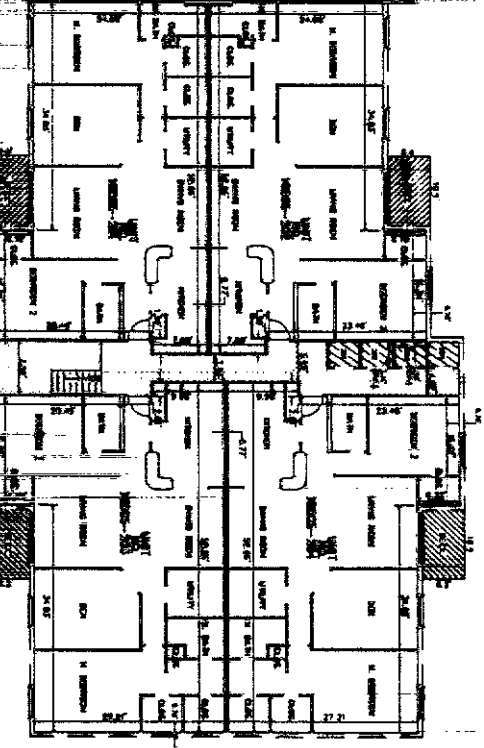
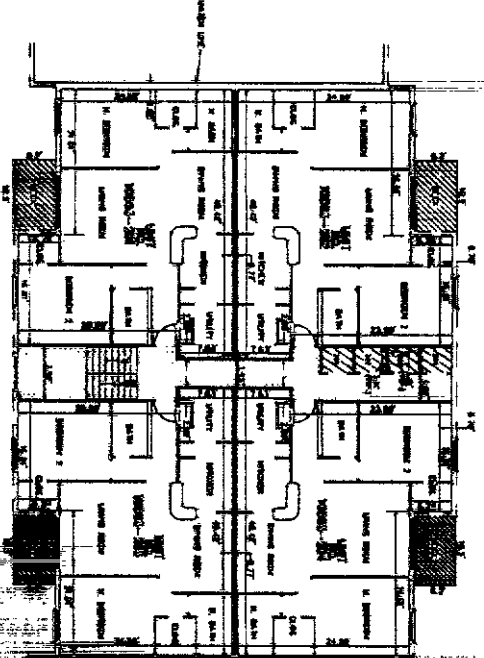
PLAN NUMBER: 10003-0001 & 0002

NO.	DESCRIPTION	DATE
1	ISSUED FOR PERMITS	10/1/78
2	ISSUED FOR PERMITS	10/1/78
3	ISSUED FOR PERMITS	10/1/78
4	ISSUED FOR PERMITS	10/1/78
5	ISSUED FOR PERMITS	10/1/78
6	ISSUED FOR PERMITS	10/1/78
7	ISSUED FOR PERMITS	10/1/78
8	ISSUED FOR PERMITS	10/1/78
9	ISSUED FOR PERMITS	10/1/78
10	ISSUED FOR PERMITS	10/1/78
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49	ISSUED FOR PERMITS	10/1/78
50	ISSUED FOR PERMITS	10/1/78



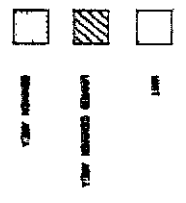


BUILDING 1000S
THROTTERS POINT DRIVE



BUILDING 1000S
THROTTERS POINT DRIVE

ROOM NO.	ROOM NAME	AREA (SQ. FT.)	TYPE
101	OFFICE	100	OFFICE
102	OFFICE	100	OFFICE
103	OFFICE	100	OFFICE
104	OFFICE	100	OFFICE
105	OFFICE	100	OFFICE
106	OFFICE	100	OFFICE
107	OFFICE	100	OFFICE
108	OFFICE	100	OFFICE
109	OFFICE	100	OFFICE
110	OFFICE	100	OFFICE
111	OFFICE	100	OFFICE
112	OFFICE	100	OFFICE
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198	OFFICE	100	OFFICE
199	OFFICE	100	OFFICE
200	OFFICE	100	OFFICE



FOR CHECKOUT

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Hills Financial Group, A Limited Partnership, an Ohio limited partnership, and the holder of a mortgage deed to the premises recorded at Book 4484, Page 824 of the Jefferson County, Kentucky Clerk's Records, hereby consents to the execution and delivery of the foregoing Sixth Amendment to Declaration of Master Deed, with exhibits thereto (the "Declaration"), and to the filing thereof, in the office of the County Clerk's Office of Jefferson County, Kentucky, and further subjects the above-described mortgage to the provisions of the foregoing Declaration with attached exhibits.

IN WITNESS WHEREOF, Hills Financial Group, A Limited Partnership, by its authorized officer, has caused the execution of this Consent this 6 day of October, 1998.

Signed and acknowledged
in the presence of:

HILLS FINANCIAL GROUP, A LIMITED
PARTNERSHIP, an Ohio limited partnership

BY: Hills Developers, Inc., an Ohio
corporation, General Partner

Marsha K. Beckham
Print: Marsha K. Beckham

By: Stephen Guttman
Name: Stephen Guttman
Title: President

Amy L. Howard
Print: Amy L. Howard

STATE OF OHIO)
: ss:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 6 day of October, 1998, by Stephen Guttman President of Hills Developers, Inc., an Ohio corporation, as General Partner of Hills Financial Group, A Limited Partnership, an Ohio limited partnership, on behalf of the corporation and partnership.

Amy L. Howard
Notary Public

This instrument prepared by:

Jody T. Klekamp
Jody T. Klekamp, Esq.
KEATING, MUETHING & KLEKAMP, P.L.L.
1800 Provident Tower
One East Fourth Street
Cincinnati, Ohio 45202
(513) 579-6400



AMY L. HOWARD
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES JUNE 18, 2001

WORTHINGTON GLEN CONDOMINIUM
(Phase Seven)

SIXTH AMENDMENT TO DECLARATION OF MASTER DEED

I hereby certify that copies of the within Sixth Amendment to Declaration of Master Deed for Worthington Glen Condominium have been filed in the Office of the County Auditor, Jefferson County, Kentucky.

JEFFERSON COUNTY, KENTUCKY AUDITOR

By Deanne Robinson
Deputy

Date: 10-15-1998 1998

This Instrument Prepared By:

Jody J. Klekamp
Jody T. Klekamp, Esq.
Keating, Muething & Klekamp, P.L.L.
1800 Provident Tower
One East Fourth Street
Cincinnati, Ohio 45202
(513) 579-6400

END OF DOCUMENT

CONDOMINIUM
OR
APT. OWNERSHIP
BOOK 68 PAGE 5-8
FILE NO. 1040

Document No.: DN1998165402
Lodged By: PITT & FRANK
Recorded On: 10/15/1998 01:00:04
Total Fees: 42.00
Transfer Tax: .00
County Clerk: Rebecca Jackson
Deputy Clerk: EVEROB

JMK