

NINTH AMENDMENT TO DECLARATION OF MASTER DEED
(PHASE X)

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, 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, as amended by Sixth Amendment to Declaration of Master Deed (Phase VII) recorded at Deed Book 7123, Page 426 of the Jefferson County, Kentucky Clerk records, as amended by Seventh Amendment to Declaration of Master Deed (Phase VIII) recorded at Deed Book 7167, Page 316 of the Jefferson County, Kentucky Clerk records, and as amended by Eighth Amendment to Declaration of Master Deed (Phase IX) recorded at Deed Book 7324, Page 212 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), A.O.B. Book 66, Pages 46-49 (Phase VI), A.O.B. Book 68, Pages 5-8 (Phase VII), A.O.B. Book 70, Pages 1-4 (Phase VIII), and A.O.B. Book 74, Pages 9-12 (Phase IX) 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-35 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 all of the property presently described as Parcel 10 in Exhibit B to the Declaration into a new tract which will be known as "Phase X"; and

D. That Declarant desires to submit Phase X 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 X, together with all improvements constructed thereon, a part of the Condominium Property.

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 X 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-36 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 two hundred sixty-eight (268) 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-36 through C-39 to show the location, together with the particulars of the buildings situated on Phase X 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 X. 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 X described in Exhibit A attached hereto. Phase X 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 deleting all references to Exhibit B and all references to the Additional Property.

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. 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 23 day of November, 1999.

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 23 day of November, 1999 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.
1400 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

November 18, 1999

LEGAL DESCRIPTION

Tract 10

Worthington Glen Condominiums

Being a portion of the tract of land conveyed to Hills Communities, Inc. as recorded in Deed Book 6810, Page 581 and Deed Book 7166, Page 80 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 LS 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, 260.01 feet to a pin; thence South 09°30'59" West, 20.00 feet to a pin; thence North 80°29'01" West, 120.00 feet to a pin; thence North 50°44'19" West, 40.31 feet to a pin; thence leaving the North line of Hills the following courses: North 02°32'44" West, 327.82 feet to the true point of beginning: thence North 14°25'29" West, 324.39 feet to a pin in the South right-of-way line of Interstate 71; thence with the South right-of-way line of Interstate 71 with an arc of a curve to the left having a radius of 11624.16 feet and a chord of North 61°09'51" East, 287.54 feet to a 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 40.58 feet to a point in creek; thence South 75°34'31" West, 485.68 feet to the true point of beginning and containing 4.155 acres, according to a survey by Steven L. Burch, PLS #3022, with Sabak, Wilson & Lingo, Inc. on August 23, 1999 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 and deed dated January 8, 1999 which is of record in Deed Book 7166, Page 80 in the office of the County Court Clerk of Jefferson County, Kentucky.

Steven L. Burch, PLS #3022
November 18, 1999

EXHIBIT CPERCENTAGE 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	.4191%
5305-102	Taft	1393	1450	.4191%
5305-103	Adams	1083	1150	.3324%
5305-104	Adams	1083	1150	.3324%
5305-201	Lexington	1519	1600	.4624%
5305-202	Lexington	1519	1600	.4624%
5305-203	Adams	1083	1150	.3324%
5305-204	Adams	1083	1150	.3324%
5303-101	Adams	1083	1150	.3324%
5303-102	Adams	1083	1150	.3324%
5303-103	Adams	1083	1150	.3324%
5303-104	Adams	1083	1150	.3324%

<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>
5303-201	Adams	1083	1150	.3324%
5303-202	Adams	1083	1150	.3324%
5303-203	Adams	1083	1150	.3324%
5303-204	Adams	1083	1150	.3324%
5301-101	Adams	1083	1150	.3324%
5301-102	Adams	1083	1150	.3324%
5301-103	Taft	1393	1450	.4191%
5301-104	Taft	1393	1450	.4191%
5301-201	Adams	1083	1150	.3324%
5301-202	Adams	1083	1150	.3324%
5301-203	Lexington	1519	1600	.4624%
5301-204	Lexington	1519	1600	.4624%
10302-101	Taft	1393	1450	.4191%
10302-102	Taft	1393	1450	.4191%
10302-103	Adams	1083	1150	.3324%
10302-104	Adams	1083	1150	.3324%
10302-201	Lexington	1519	1600	.4624%
10302-202	Lexington	1519	1600	.4624%
10302-203	Adams	1083	1150	.3324%
10302-204	Adams	1083	1150	.3324%
10304-101	Adams	1083	1150	.3324%
10304-102	Adams	1083	1150	.3324%
10304-103	Adams	1083	1150	.3324%
10304-104	Adams	1083	1150	.3324%
10304-201	Adams	1083	1150	.3324%
10304-202	Adams	1083	1150	.3324%
10304-203	Adams	1083	1150	.3324%
10304-204	Adams	1083	1150	.3324%
10306-101	Adams	1083	1150	.3324%
10306-102	Adams	1083	1150	.3324%
10306-103	Taft	1393	1450	.4191%
10306-104	Taft	1393	1450	.4191%
10306-201	Adams	1083	1150	.3324%
10306-202	Adams	1083	1150	.3324%
10306-203	Lexington	1519	1600	.4624%

<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>
10306-204	Lexington	1519	1600	.4624%
10301-101	Taft	1393	1450	.4191%
10301-102	Taft	1393	1450	.4191%
10301-103	Adams	1083	1150	.3324%
10301-104	Adams	1083	1150	.3324%
10301-201	Lexington	1519	1600	.4624%
10301-202	Lexington	1519	1600	.4624%
10301-203	Adams	1083	1150	.3324%
10301-204	Adams	1083	1150	.3324%
10303-101	Adams	1083	1150	.3324%
10303-102	Adams	1083	1150	.3324%
10303-103	Adams	1083	1150	.3324%
10303-104	Adams	1083	1150	.3324%
10303-201	Adams	1083	1150	.3324%
10303-202	Adams	1083	1150	.3324%
10303-203	Adams	1083	1150	.3324%
10303-204	Adams	1083	1150	.3324%
10303-301	Adams	1083	1150	.3324%
10303-302	Adams	1083	1150	.3324%
10303-303	Adams	1083	1150	.3324%
10303-304	Adams	1083	1150	.3324%
10305-101	Taft	1393	1450	.4191%
10305-102	Taft	1393	1450	.4191%
10305-103	Taft	1393	1450	.4191%
10305-104	Taft	1393	1450	.4191%
10305-201	Taft	1393	1450	.4191%
10305-202	Taft	1393	1450	.4191%
10305-203	Lexington	1519	1600	.4624%
10305-204	Lexington	1519	1600	.4624%
10304-101	Taft	1393	1450	.4191%
10304-102	Taft	1393	1450	.4191%
10304-103	Taft	1393	1450	.4191%
10304-104	Taft	1393	1450	.4191%
10304-201	Lexington	1519	1600	.4624%
10304-202	Lexington	1519	1600	.4624%

<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>
10304-203	Taft	1393	1450	.4191%
10304-204	Taft	1393	1450	.4191 %
10302-101	Adams	1083	1150	.3324%
10302-102	Adams	1083	1150	.3324%
10302-103	Adams	1083	1150	.3324%
10302-104	Adams	1083	1150	.3324%
10302-201	Adams	1083	1150	.3324%
10302-202	Adams	1083	1150	.3324%
10302-203	Adams	1083	1150	.3324%
10302-204	Adams	1083	1150	.3324%
10302-301	Adams	1083	1150	.3324%
10302-302	Adams	1083	1150	.3324%
10302-303	Adams	1083	1150	.3324%
10302-304	Adams	1083	1150	.3324%
10300-101	Taft	1393	1450	.4191%
10300-102	Taft	1393	1450	.4191%
10300-103	Taft	1393	1450	.4191%
10300-104	Taft	1393	1450	.4191%
10300-201	Taft	1393	1450	.4191%
10300-202	Taft	1393	1450	.4191%
10300-203	Lexington	1519	1600	.4624%
10300-204	Lexington	1519	1600	.4624%
10401-101	Taft	1393	1450	.4191%
10401-102	Taft	1393	1450	.4191%
10401-103	Adams	1083	1150	.3324%
10401-104	Adams	1083	1150	.3324%
10401-201	Lexington	1519	1600	.4624%
10401-202	Lexington	1519	1600	.4624%
10401-203	Adams	1083	1150	.3324%
10401-204	Adams	1083	1150	.3324%
10403-101	Adams	1083	1150	.3324%
10403-102	Adams	1083	1150	.3324%
10403-103	Adams	1083	1150	.3324%
10403-104	Adams	1083	1150	.3324%
10403-201	Adams	1083	1150	.3324%
10403-202	Adams	1083	1150	.3324%

<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>
10403-203	Adams	1083	1150	.3324%
10403-204	Adams	1083	1150	.3324%
10403-301	Adams	1083	1150	.3324%
10403-302	Adams	1083	1150	.3324%
10403-303	Adams	1083	1150	.3324%
10403-304	Adams	1083	1150	.3324%
10405-101	Taft	1393	1450	.4191%
10405-102	Taft	1393	1450	.4191%
10405-103	Taft	1393	1450	.4191%
10405-104	Taft	1393	1450	.4191%
10405-201	Taft	1393	1450	.4191%
10405-202	Taft	1393	1450	.4191%
10405-203	Lexington	1519	1600	.4624%
10405-204	Lexington	1519	1600	.4624%
10404-101	Taft	1393	1450	.4191%
10404-102	Taft	1393	1450	.4191%
10404-103	Adams	1083	1150	.3324%
10404-104	Adams	1083	1150	.3324%
10404-201	Lexington	1519	1600	.4624%
10404-202	Lexington	1519	1600	.4624%
10404-203	Adams	1083	1150	.3324%
10404-204	Adams	1083	1150	.3324%
10402-101	Adams	1083	1150	.3324%
10402-102	Adams	1083	1150	.3324%
10402-103	Adams	1083	1150	.3324%
10402-104	Adams	1083	1150	.3324%
10402-201	Adams	1083	1150	.3324%
10402-202	Adams	1083	1150	.3324%
10402-203	Adams	1083	1150	.3324%
10402-204	Adams	1083	1150	.3324%
10402-301	Adams	1083	1150	.3324%
10402-302	Adams	1083	1150	.3324%
10402-303	Adams	1083	1150	.3324%
10402-304	Adams	1083	1150	.3324%
10400-101	Taft	1393	1450	.4191%
10400-102	Taft	1393	1450	.4191%

<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>
10400-103	Taft	1393	1450	.4191%
10400-104	Taft	1393	1450	.4191%
10400-201	Taft	1393	1450	.4191%
10400-202	Taft	1393	1450	.4191%
10400-203	Lexington	1519	1600	.4624%
10400-204	Lexington	1519	1600	.4624%
10501-101	Taft	1393	1450	.4191%
10501-102	Taft	1393	1450	.4191%
10501-103	Adams	1083	1150	.3324%
10501-104	Adams	1083	1150	.3324%
10501-201	Lexington	1519	1600	.4624%
10501-202	Lexington	1519	1600	.4624%
10501-203	Adams	1083	1150	.3324%
10501-204	Adams	1083	1150	.3324%
10503-101	Adams	1083	1150	.3324%
10503-102	Adams	1083	1150	.3324%
10503-103	Adams	1083	1150	.3324%
10503-104	Adams	1083	1150	.3324%
10503-201	Adams	1083	1150	.3324%
10503-202	Adams	1083	1150	.3324%
10503-203	Adams	1083	1150	.3324%
10503-204	Adams	1083	1150	.3324%
10503-301	Adams	1083	1150	.3324%
10503-302	Adams	1083	1150	.3324%
10503-303	Adams	1083	1150	.3324%
10503-304	Adams	1083	1150	.3324%
10505-101	Taft	1393	1450	.4191%
10505-102	Taft	1393	1450	.4191%
10505-103	Taft	1393	1450	.4191%
10505-104	Taft	1393	1450	.4191%
10505-201	Taft	1393	1450	.4191%
10505-202	Taft	1393	1450	.4191%
10505-203	Lexington	1519	1600	.4624%
10505-204	Lexington	1519	1600	.4624%
10504-101	Taft	1393	1450	.4191%
10504-102	Taft	1393	1450	.4191%

<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>
10504-103	Adams	1083	1150	.3324%
10504-104	Adams	1083	1150	.3324%
10504-201	Lexington	1519	1600	.4624%
10504-202	Lexington	1519	1600	.4624%
10504-203	Adams	1083	1150	.3324%
10504-204	Adams	1083	1150	.3324%
10502-101	Adams	1083	1150	.3324%
10502-102	Adams	1083	1150	.3324%
10502-103	Adams	1083	1150	.3324%
10502-104	Adams	1083	1150	.3324%
10502-201	Adams	1083	1150	.3324%
10502-202	Adams	1083	1150	.3324%
10502-203	Adams	1083	1150	.3324%
10502-204	Adams	1083	1150	.3324%
10502-301	Adams	1083	1150	.3324%
10502-302	Adams	1083	1150	.3324%
10502-303	Adams	1083	1150	.3324%
10502-304	Adams	1083	1150	.3324%
10500-101	Taft	1393	1450	.4191%
10500-102	Taft	1393	1450	.4191%
10500-103	Taft	1393	1450	.4191%
10500-104	Taft	1393	1450	.4191%
10500-201	Taft	1393	1450	.4191%
10500-202	Taft	1393	1450	.4191%
10500-203	Lexington	1519	1600	.4624%
10500-204	Lexington	1519	1600	.4624%
5305-101	Taft	1393	1450	.4191%
5305-102	Taft	1393	1450	.4191%
5305-103	Adams	1083	1150	.3324%
5305-104	Adams	1083	1150	.3324%
5305-201	Lexington	1519	1600	.4624%
5305-202	Lexington	1519	1600	.4624%
5305-203	Adams	1083	1150	.3324%
5305-204	Adams	1083	1150	.3324%
5303-101	Adams	1083	1150	.3324%
5303-102	Adams	1083	1150	.3324%

<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>
5303-103	Adams	1083	1150	.3324%
5303-104	Adams	1083	1150	.3324%
5303-201	Adams	1083	1150	.3324%
5303-202	Adams	1083	1150	.3324%
5303-203	Adams	1083	1150	.3324%
5303-204	Adams	1083	1150	.3324%
5303-301	Adams	1083	1150	.3324%
5303-302	Adams	1083	1150	.3324%
5303-303	Adams	1083	1150	.3324%
5303-304	Adams	1083	1150	.3324%
5301-101	Taft	1393	1450	.4191%
5301-102	Taft	1393	1450	.4191%
5301-103	Taft	1393	1450	.4191%
5301-104	Taft	1393	1450	.4191%
5301-201	Taft	1393	1450	.4191%
5301-202	Taft	1393	1450	.4191%
5301-203	Lexington	1519	1600	.4624%
5301-204	Lexington	1519	1600	.4624%
5309-101	Adams	1083	1150	.3324%
5309-102	Adams	1083	1150	.3324%
5309-103	Adams	1083	1150	.3324%
5309-104	Adams	1083	1150	.3324%
5309-201	Luxor	1180	1300	.3757%
5309-202	Luxor	1180	1300	.3757%
5309-203	Adams	1083	1150	.3324%
5309-204	Adams	1083	1150	.3324%
5309-301	Luxor	1180	1300	.3757%
5309-302	Luxor	1180	1300	.3757%
5309-303	Adams	1083	1150	.3324%
5309-304	Adams	1083	1150	.3324%
5307-101	Adams	1083	1150	.3324%
5307-102	Adams	1083	1150	.3324%
5307-103	Adams	1083	1150	.3324%
5307-104	Adams	1083	1150	.3324%
5307-201	Adams	1083	1150	.3324%
5307-202	Adams	1083	1150	.3324%
5307-203	Luxor	1180	1300	.3757%

<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>
5307-204	Luxor	1180	1300	.3757%
5307-301	Adams	1083	1150	.3318%
5307-302	Adams	1083	1150	.3318%
5307-303	Luxor	1180	1300	.3750%
5307-304	Luxor	1180	<u>1300</u>	<u>.3750%</u>
		Total:	346,000	100%

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

CONSENT OF MORTGAGEE

The Fifth Third Bank, an Ohio banking corporation and the holder of a mortgage deed to the premises recorded in the Official Records of Jefferson County, Kentucky on October 20, 1997 at Book 4485, Page 857 hereby consents to the execution and delivery of the foregoing Ninth Amendment to Declaration of Master Deed, with exhibits thereto (the "Declaration"), and to the filing thereof, in the office of the County Clerk of Jefferson County, Kentucky, and further subjects the above-described mortgage to the provisions of the foregoing Declaration with attached exhibits.

IN WITNESS WHEREOF, The Fifth Third Bank, by its authorized officer, has caused the execution of this Consent this 29 day of NOVEMBER, 1999.

Signed and acknowledged
in the presence of:

THE FIFTH THIRD BANK

Donna M. Betsch
Printed: DONNA M BETSCH
Brian L. Rogg
Print: BRIAN L ROGG

By: [Signature]
Name: DOUGLAS J BURGESS
Title: VICE PRESIDENT

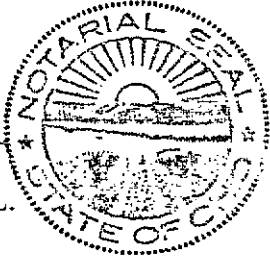
STATE OF OHIO)
 : ss:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 29 day of NOVEMBER 1999, by DOUGLAS J BURGESS, VICE PRESIDENT of The Fifth Third Bank, an Ohio banking corporation, on behalf of the corporation.

[Signature]
Notary Public

This instrument prepared by:

Jody T. Klekamp
Jody T. Klekamp, Esq.
KEATING, MUETHING & KLEKAMP, P.L.L.
1400 Provident Tower
One East Fourth Street
Cincinnati, Ohio 45202
(513) 579-6400



BRIAN L. ROGG
Notary Public, State of Ohio
My Commission Expires Feb. 15, 2002

CONDOMINIUM
OR
APT. OWNERSHIP.
BOOK 75 PAGE 12-15
FILE NO. 1189

Document No.: DN1999197114
Lodged By: worthington glenn condos
Recorded On: 12/09/1999 12:29:54
Total Fees: 54.00
Transfer Tax: .00
County Clerk: Bobbie Holsclaw-JEFF CO KY
Deputy Clerk: PENWIM

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 Ninth 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 23 day of November, 1999.

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 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 23 day of November, 1999, 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 J. Klekamp
Jody J. Klekamp, Esq.
KEATING, MUETHING & KLEKAMP, P.L.L.
1900 Provident Tower
One East Fourth Street
Cincinnati, Ohio 45202
(513) 579-6400

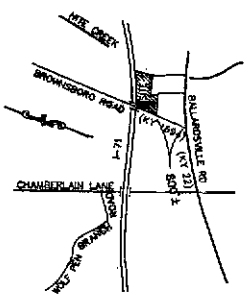


AMY L. HOWARD
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES JUNE 18, 2001

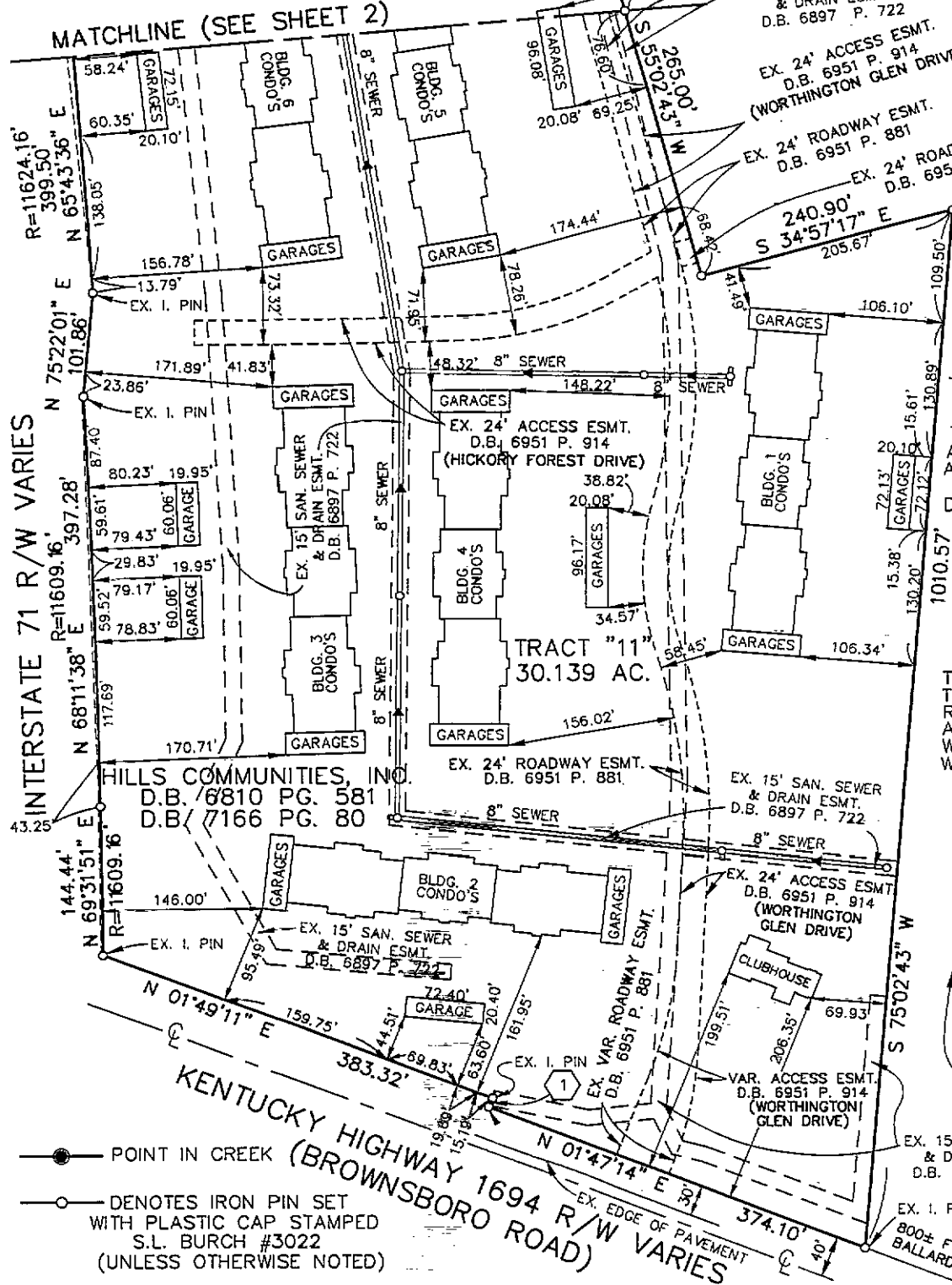
NOTES:

THIS PLAT IS SUBJECT TO ALL EASEMENTS OF RECORD. BEARING DATUM FOR THIS PLAT IS BASED ON KENTUCKY STATE PLANE COORDINATE SYSTEM, NORTH ZONE.(S 75°02'43" W) PORTIONS OF TRACTS 10 & 11 ARE LOCATED IN THE 100-YEAR FLOOD AREA. THIS DETERMINATION HAS BEEN MADE FROM A REVIEW OF FLOOD MAP 210120 0020 D, DATED FEB. 2, 1994. SEE SHEET 3 & 4 FOR BUILDING DETAILS.

HILLS REAL ESTATE GROUP L.P. D.B. 6936 PG. 766



LOCATION MAP NO SCALE



NOTES: ACCESS ESM'T MUST CONFORM TO ORDINANCE 17, SERIES 1997 JEFFERSON FISCAL COURT THERE SHALL BE NO DIRECT ACCESS TO KY HWY 1694 FROM ANY LOT ON THIS PLAT EXCEPT AS SHOWN ON AN APPROVED DEVELOPMENT PLAN ON FILE AT THE PLANNING COMMISSION. SUBJECT TO BINDING ELEMENTS AND CONDITIONS AS SET FORTH IN DOCKET NO. 9-57-93, ON FILE AT THE PLANNING COMMISSION.

THIS IS A CLASS "A" SURVEY. THE UNADJUSTED PRECISION RATIO OF 1:21,605 AND WAS ADJUSTED FOR CLOSURE. FIELD WORK FOR THE BOUNDARY WAS CONDUCTED IN SEPT 1997

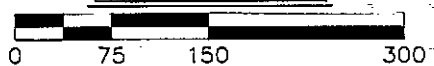
INTERSTATE 71 R/W VARIES

HILLS COMMUNITIES, INC. D.B. 6810 PG. 581 D.B. 7166 PG. 80

THE DEERFIELD CO. D.B. 6801 PG. 342

- POINT IN CREEK
DENOTES IRON PIN SET WITH PLASTIC CAP STAMPED S.L. BURCH #3022 (UNLESS OTHERWISE NOTED)

GRAPHIC SCALE



LAND SURVEYOR'S CERTIFICATE I hereby certify that the survey for this plat was made under my supervision and that the angular and linear measurements shown thereon are correct to the best of my knowledge and belief. This survey and plat meets or exceeds the minimum standards of governing authorities.

Steven L. Burch 11/18/99 Land Surveyor License No. 3022 Date

SABAK, WILSON & LINGO INC. Engineers, Landscape Architects & Planners 315 West Market Street Louisville, Kentucky 40202

CERTIFICATE OF APPROVAL Approved this 8th day of Dec, 1999 Invalid if not recorded before this date: 12/8/00 LOUISVILLE AND JEFFERSON COUNTY PLANNING COMMISSION By: David M. Hunsfeld Approval subject to attached Certificates. Special requirement(s): N/A DOCKET NO. 300-99 MINOR SUBDIVISION PLAT OWNERS: HILLS COMMUNITIES, INC. D.B. 6810 PG. 581 & D.B. 7166 P. 80 7420 MONTGOMERY ROAD CINCINNATI, OHIO 45236 TAX BLOCK 3027, LOT K2

LOCATION: INTERSECTION OF I-71 AND BROWNSBORO ROAD. DATE: 10/06/99 SCALE: 1"=150' DWG. NAME: 1991MP11 JOB NO.: 1991-MP11

MINOR PLAT
 APPROVAL
 JEFFERSON COUNTY
 DEPT. OF PUBLIC WORKS
 BY: *[Signature]*
 DATE: 12/2/99

METROPOLITAN SEWER DISTRICT REVIEW

This plat has been reviewed for storm drainage and sanitary sewer related considerations and Metropolitan Sewer District has no objection to this plat. However, this review does not constitute any form of construction approval for work on this site.

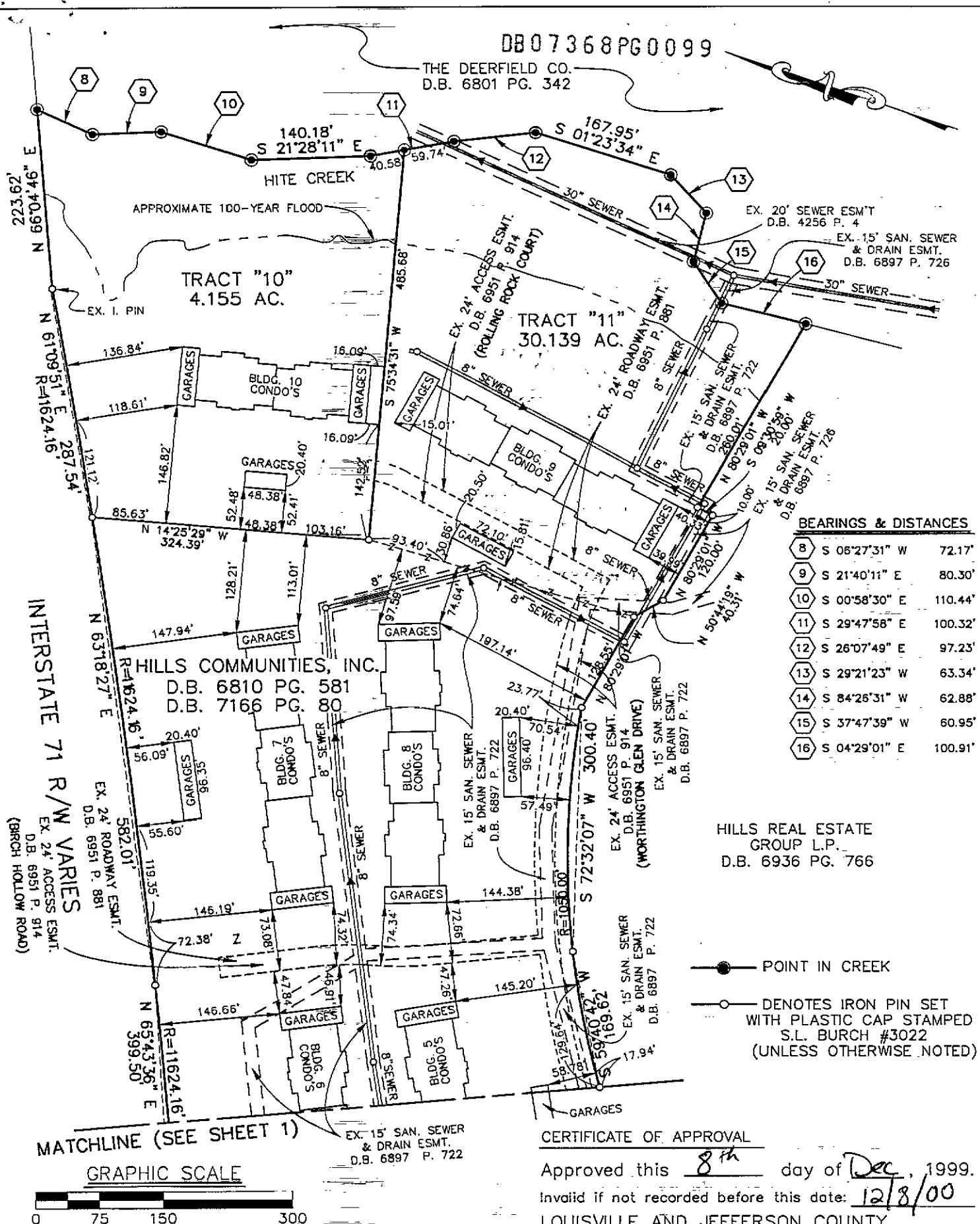
EX SAN SEWER Avail C
 Storm Drainage Review
[Signature]
 Sewer Review

Date
12/2/99
 Date

PLAT APPROVAL	
No present objections as submitted. Must comply with Jefferson County Ordinance #28 subject to construction review and approval.	
DATE:	12/2/99
BY:	STEVE DELLIS
RD DISTRICT:	WORTHINGTON
COMMENTS:	

DB07368PG0099

THE DEERFIELD CO.
D.B. 6801 PG. 342



BEARINGS & DISTANCES

8	S 06°27'31" W	72.17'
9	S 21°40'11" E	80.30'
10	S 00°58'30" E	110.44'
11	S 29°47'58" E	100.32'
12	S 26°07'49" E	97.23'
13	S 29°21'23" W	63.34'
14	S 84°26'31" W	62.88'
15	S 37°47'39" W	60.95'
16	S 04°29'01" E	100.91'

HILLS REAL ESTATE
GROUP L.P.
D.B. 6936 PG. 766

- POINT IN CREEK
- DENOTES IRON PIN SET WITH PLASTIC CAP STAMPED S.L. BURCH #3022 (UNLESS OTHERWISE NOTED)

CERTIFICATE OF APPROVAL

Approved this 8th day of Dec, 1999.
Invalid if not recorded before this date: 12/8/00

LOUISVILLE AND JEFFERSON COUNTY
PLANNING COMMISSION

By: David M. Hufeld
Approval subject to attached Certificates.
Special requirement(s): N/A

DOCKET NO. 300-99

MINOR SUBDIVISION PLAT

OWNERS: HILLS COMMUNITIES, INC.
D.B. 6810 PG. 581 & D.B. 7166 P. 80
7420 MONTGOMERY ROAD
CINCINNATI, OHIO 45236
TAX BLOCK 3027, LOT K2

LOCATION: INTERSECTION OF 1-71 AND
BROWNSBORO ROAD.

DATE: 10/06/99 SCALE: 1"=150'
DWG. NAME: 1991MP11 JOB NO.: 1991-MP11

LAND SURVEYOR'S CERTIFICATE

I hereby certify that the survey for this plat was made under my supervision and that the angular and linear measurements shown thereon are correct to the best of my knowledge and belief. This survey and plat meets or exceeds the minimum standards of governing authorities.

STATE OF KENTUCKY
STEVEN L. BURCH
3022
LICENSED PROFESSIONAL
LAND SURVEYOR

Steven L. Burch 11/18/99
Land Surveyor License No. 3022 Date

SABAK, WILSON & LINGO INC.
Engineers, Landscape Architects & Planners
315 West Market Street
Louisville, Kentucky 40202

MINOR PLAT
 APPROVAL
 JEFFERSON COUNTY
 DEPT. OF PUBLIC WORKS
 BY: [Signature]
 DATE: 12/2/99

METROPOLITAN

This plat has been reviewed for sewer related considerations and Metropolitan Sewer District has no objection to this plat. However, this review does not constitute any form of construction approval for work on this site.

Ex SAN Sewer Adg. L

Storm Drainage Review

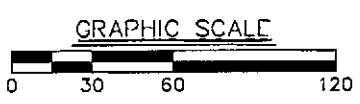
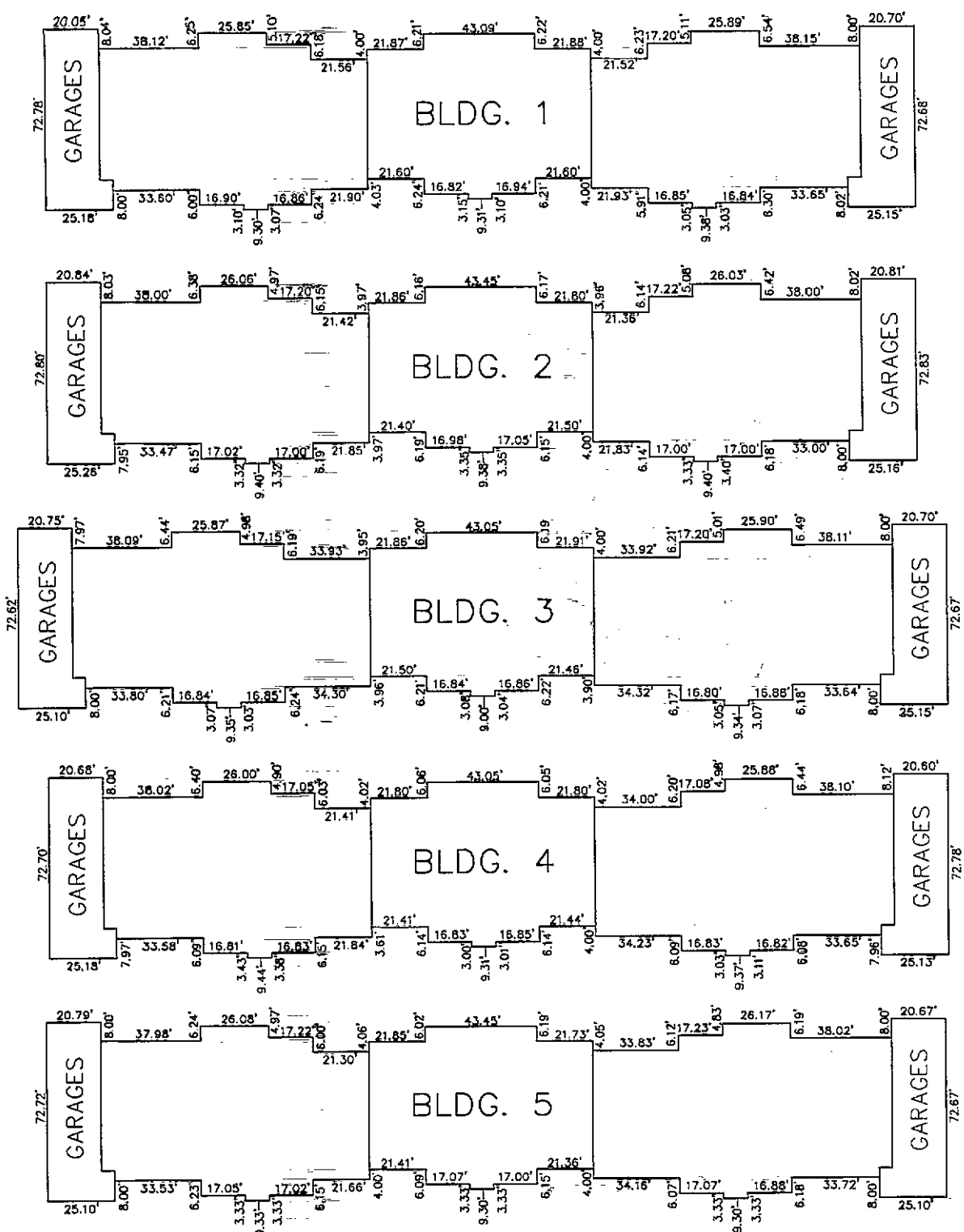
[Signature]
Sanitary Sewer Review

Date

12/2/99
Date

PLAT APPROVAL	
No present objections as submitted. Must comply with Jefferson County Ordinance #25 subject to	
occurrence of review and approval.	
DATE:	<u>12/2/99</u>
BY:	<u>STEVE DELLUS</u>
DISTRICT:	<u>WORTHINGTON</u>
REMARKS:	

DB07368PG0101



STATE OF KENTUCKY
 STEVEN L. BURCH
 3022
 LICENSED PROFESSIONAL
 LAND SURVEYOR

LAND SURVEYOR'S CERTIFICATE
 I hereby certify that the survey for this plat was made under my supervision and that the angular and linear measurements shown thereon are correct to the best of my knowledge and belief. This survey and plat meets or exceeds the minimum standards of governing authorities.

Steven L. Burch
 Land Surveyor License No. 3022 Date 11/18/99

SABAK, WILSON & LINGO INC.
 Engineers, Landscape Architects & Planners
 315 West Market Street
 Louisville, Kentucky 40202

CERTIFICATE OF APPROVAL
 Approved this 8th day of Dec 1999.
 Invalid if not recorded before this date: 12/8/00

LOUISVILLE AND JEFFERSON COUNTY
 PLANNING COMMISSION
 By: *David McWhorter*
 Approval subject to attached Certificates.
 Special requirement(s): N/A

DOCKET NO. 300-99
 MINOR SUBDIVISION PLAT
 OWNERS: HILLS COMMUNITIES, INC.
 D.B. 6810 PG. 581 & D.B. 7166 P. 80
 7420 MONTGOMERY ROAD
 CINCINNATI, OHIO 45236
 TAX BLOCK 3027, LOT K2

LOCATION: INTERSECTION OF 1-71 AND
 BROWNSBORO ROAD.
 DATE: 10/06/99 SCALE: 1"=60'
 DWG. NAME: 1991MP11 JOB NO.: 1991-MP11

MINOR PLAT
 APPROVAL
 JEFFERSON COUNTY
 DEPT. OF PUBLIC WORKS
 BY: [Signature]
 DATE: 12/2/99

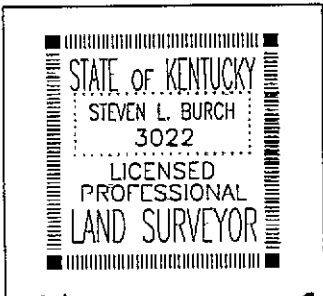
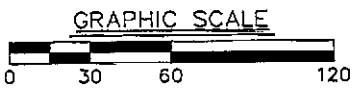
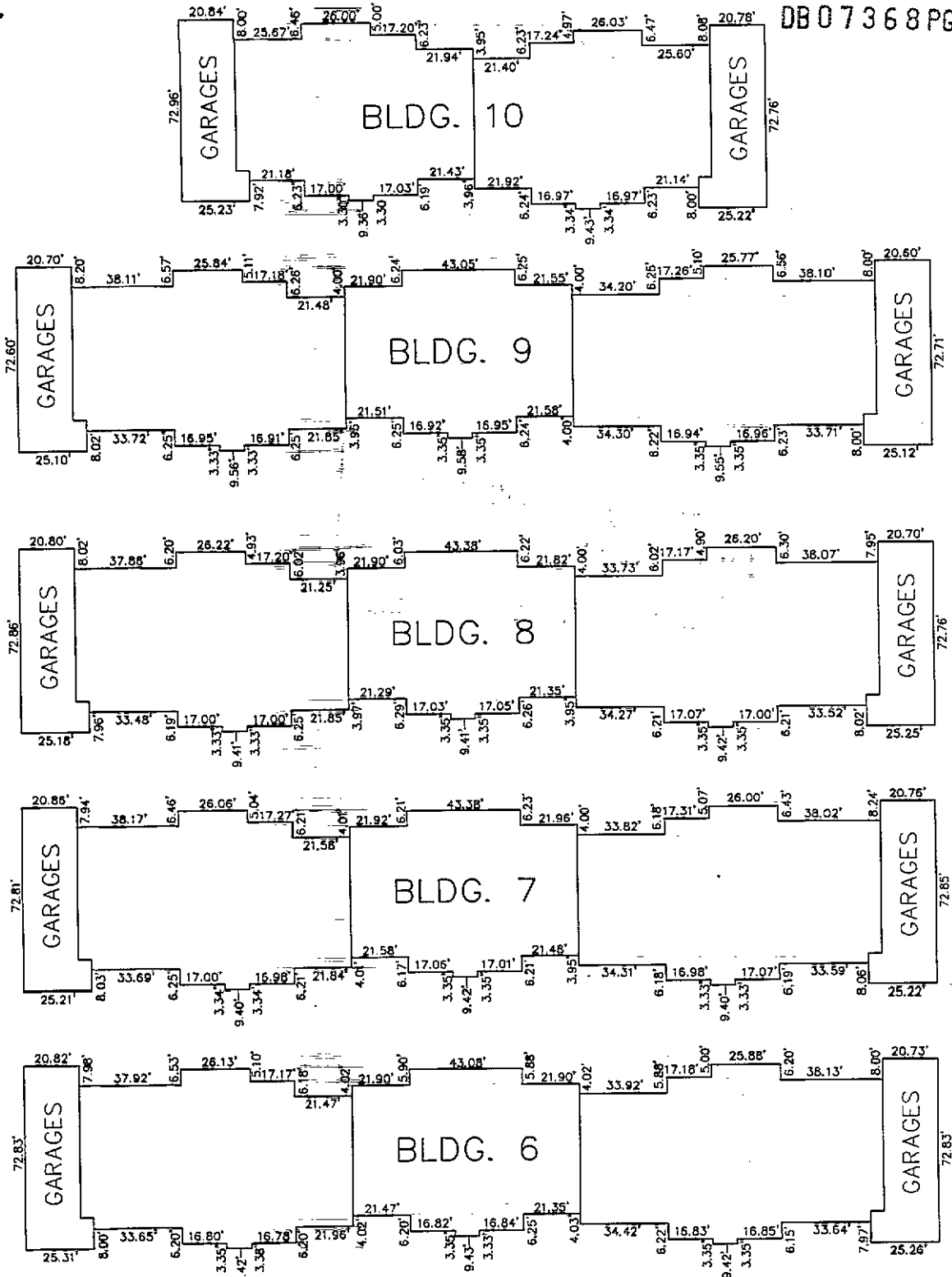
METROPOLITAN

This plat has been reviewed by the Metropolitan Sewer District
 sewer related construction. The Metropolitan Sewer District
 has no objection to the proposed work. This review does not
 constitute any form of approval for work on this
 site.

Ed San Sewer Avail
 Storm Drainage Review
[Signature]
 Sanitary Sewer Review

Date
12/2/99
 Date

PLAT APPROVAL	
No present objections as submitted. Must comply with Jefferson County Ordinance #28 subject to construction review and approval.	
DATE:	<u>12/2/99</u>
BY:	<u>STEVE WELLS</u>
PIRE DISTRICT:	<u>WORTHINGTON</u>
COMMENTS:	



LAND SURVEYOR'S CERTIFICATE

I hereby certify that the survey for this plat was made under my supervision and that the angular and linear measurements shown thereon are correct to the best of my knowledge and belief. This survey and plat meets or exceeds the minimum standards of governing authorities.

Steven L. Burch
 Land Surveyor License No. 3022 Date 11/18/99

SABAK, WILSON & LINGO INC.
 Engineers, Landscape Architects & Planners
 315 West Market Street
 Louisville, Kentucky 40202

CERTIFICATE OF APPROVAL

Approved this 8th day of Dec, 1999.
 Invalid if not recorded before this date: 12/8/00

LOUISVILLE AND JEFFERSON COUNTY
 PLANNING COMMISSION

By: *[Signature]*
 Approval subject to attached Certificates.
 Special requirement(s): N/A

DOCKET NO. 300-99

MINOR SUBDIVISION PLAT

OWNERS: HILLS COMMUNITIES, INC.
 D.B. 6810 PG. 581 & D.B. 7166 P. 80
 7420 MONTGOMERY ROAD
 CINCINNATI, OHIO 45236
 TAX BLOCK 3027, LOT K2

LOCATION: INTERSECTION OF 1-71 AND
 BROWNSBORO ROAD.

DATE: 10/06/99 SCALE: 1"=60'
 DWG. NAME: 1991MP11 JOB NO.: 1991-MP11

MINOR PLAT APPROVAL JEFFERSON COUNTY DEPT. OF PUBLIC WORKS	
BY:	<i>[Signature]</i>
DATE:	<i>12/2/99</i>

METROPOLITAN SEWER DISTRICT REVIEW

This plat has been reviewed for storm drainage and sanitary sewer related considerations and Metropolitan Sewer District has no objection to the plat. However, this review does not constitute any form of construction approval for work on this site.

Ex. Sewer Avail. _____ Date _____

[Signature] _____ Date 12/2/99

_____ Date _____

PLAT APPROVAL	
No present objections as submitted. Must comply with Jefferson County Ordinance #28 subject to construction review and approval.	
DATE:	<i>12/2/99</i>
BY:	<i>[Signature]</i>
WIRE DISTRICT:	<i>WORTHINGTON</i>
COMMENTS:	<i>[Signature]</i>

