

AMENDMENT I
TO THE DECLARATION OF CONDOMINIUM
OF
HIGHLAND WOODS CONDOMINIUM HOMES

The undersigned (the "Declarant") hereby amends the Declaration of Condominium of Highland Woods Condominium Homes ("The Declaration") recorded with the Register of Deeds of Dane County, Wisconsin on the _____ day of _____ 1984, in Volume _____ of Records, beginning at Page _____, as Document No. _____ by amending and substituting selected provisions thereof with the following:

A. Section "4. NAME AND ADDRESS" shall be amended in its entirety and shall read as follows:

The name of the Condominium is "Highland Woods Condominium Homes." Phase I thereof has as its address the following (all in Madison, Wisconsin 53705):

- Unit 1a: 102 Glen Thistle Road
- Unit 2c: 104 Glen Thistle Road
- Unit 3d: 106 Glen Thistle Road
- Unit 4d: 101 Glen Thistle Road
- Unit 5c: 103 Glen Thistle Road
- Unit 6b: 105 Glen Thistle Road
- Unit 7d: 107 Glen Thistle Road

B. Paragraph "5. DESCRIPTIONS OF BUILDINGS AND UNITS," subparagraph A shall be amended in its entirety by the following:

Phase I of the Condominium shall consist of six (6) buildings which contain seven (7) living Units and attached garages or carports. The Condominium may be expanded to a maximum of fifty-five (55) Units and attached garages, detached garages or carports.

C. Paragraph "5. DESCRIPTIONS OF BUILDINGS AND UNITS," subparagraph E, shall be amended in its entirety as follows:

As of the effective date hereof, the Units of Phase I of the condominium are designed as follows:

- Unit 1a
- Unit 2c
- Unit 3d
- Unit 4d
- Unit 5c
- Unit 6b
- Unit 7d

800

D. Paragraph "16. INSURANCE," subparagraph A shall be amended as follows:


The Association shall obtain and maintain insurance for the Unit and Special Unit Elements, covering the perils of fire, extended coverage, vandalism and malicious mischief, on a repair and replacement cost basis, of an amount not less than the full replacement value of the insured property. The Association, Unit Owners and Mortgagees shall be named as insureds as their interests appear. For the purposes of this provision and the Declaration "Mortgagee" shall mean the holder of any recorded mortgage encumbering one or more Units or a Land Contract Seller.

E. Paragraph "21. COMMON EXPENSES," subparagraph B of the Declaration shall be amended in its entirety as follows:

Common Expenses shall be allocated among the units in the proportions specified in paragraph 12 above. No Unit Owner may exempt himself or herself from liability for contribution towards the Common Expenses by waiver of the use or enjoyment of any of the Common Elements or by the abandonment of his or her Unit except as provided above.

IN WITNESS WHEREOF, the Declarant has caused this document to be signed this 31st day of May, 1984.

OLD MIDDLETON VENTURE
a general partnership consisting
of the following persons:



Charles I. Trainer, Partner

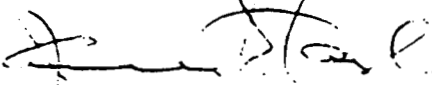


Thomas G. Beach, Partner



David G. Walsh, Partner

Carley Capital Group, a
partnership as a partner of
Old Middleton Venture



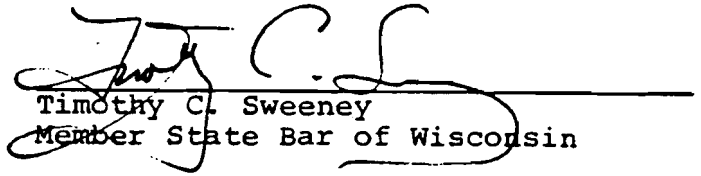
James E. Carley, President



David Carley, Partner

AUTHENTICATION

Signatures of Charles I. Trainer, Thomas G. Beach, David G. Walsh, James E. Carley and David Carley, authenticated this 31st day of May, 1984.


Timothy C. Sweeney
Member State Bar of Wisconsin

This document drafted by and
to be returned to:

Attorney Timothy C. Sweeney
WALSH, WALSH, SWEENEY & WHITNEY, S.C.
P.O. Box 1269
Madison, WI 53701

Robert R. Yankala
Register of Deeds

REGISTER'S OFFICE
DANE COUNTY, WIS. S
RECORDED ON
84 OCT 12 17:58

AMENDMENT II

1874825

TO THE DECLARATION OF CONDOMINIUMOFHIGHLAND WOODS CONDOMINIUM HOMES

The undersigned (the "Declarant") hereby amends the Declaration of Condominium of Highland Woods Condominium Homes and any Amendments thereto ("The Declaration") recorded in the Office of the Register of Deeds of Dane County, Wisconsin in Volume 6170 of Records, beginning at Page 10, as Document No. 1854427, as amended. The purpose of this Amendment II is to expand the Condominium pursuant to Article II of the original Declaration and §703.26 of the Wisconsin Statutes.

1. EXPANDABLE CONDOMINIUM

A. The Declarant hereby expands this Condominium to include additional lands as further described herein;

B. The approximate locations of improvements that may be located on the additional land are shown on the attached Exhibit A. However, Declarant reserves the right to change the location of such improvements if required to achieve the best development in the opinion of the Declarant;

C. The improvements to be placed on the additional land shall contain no more than forty-eight (48) additional residential Condominium Units, or a maximum of fifty-five (55) total Units in the Condominium;

D. The improvements to be placed on the additional land shall be compatible with the improvements located within the rest of the Condominium and will be of the same or similar quality of construction and materials, and the architectural style will be substantially identical to that of the improvements located within the balance of the Condominium;

E. Other improvements to be placed on the additional land shall be limited to parking, roadways, recreational and service facilities;

F. The Units to be created in the improvements on the additional land will be substantially identical to the Units in the project. However, the Declarant reserves the right to change the size, design and mix of the Units in order to meet requirements of the market;

G. Driveways to the individual Units and a five foot (5') perimeter of yard surrounding each Unit are hereby designated as Limited Common Elements. All portions of the Condominium not shown as Units, Special Unit Elements or Limited Common Elements shall be Common Elements of the Condominium;

H. The additional property, buildings, and Units shall be referred to and described herein collectively as "Phase II".

2. DESCRIPTION OF LAND

The additional land subject to the Declaration and this Amendment is owned by the Declarant, and Phase II is more fully described in Exhibit B attached hereto.

3. NAME AND ADDRESS

The name of the condominium is "Highland Woods Condominium Homes", and the Unit designations and addresses of the Units located within Phase II are as follows (all in Madison, Wisconsin 53705):

<u>Unit No.</u>	<u>Address</u>
8e:	109 Glen Thistle Road
9d:	111 Glen Thistle Road
10b:	115 Glen Thistle Road
11c:	117 Glen Thistle Road
12a:	118 Glen Thistle Road
13c:	120 Glen Thistle Road
14c:	119 Glen Thistle Road
15b:	122 Glen Thistle Road
16b:	124 Glen Thistle Road
17a:	229 Glen Hollow Road
18b:	227 Glen Hollow Road
19b:	225 Glen Hollow Road
20a:	302 Glen Thistle Court
21d:	304 Glen Thistle Court
22c:	306 Glen Thistle Court
23d:	308 Glen Thistle Court
24e:	310 Glen Thistle Court
25f:	320 Glen Thistle Court
26a:	322 Glen Thistle Court
27c:	321 Glen Thistle Court
28f:	319 Glen Thistle Court
29a:	317 Glen Thistle Court
30d:	315 Glen Thistle Court
31b:	313 Glen Thistle Court
32b:	311 Glen Thistle Court
33a:	309 Glen Thistle Court
34a:	307 Glen Thistle Court
35b:	305 Glen Thistle Court
36b:	303 Glen Thistle Court

<u>Unit No.</u>	<u>Address</u>
37d:	301 Glen Thistle Court
38d:	230 Glen Hollow Road
39b:	228 Glen Hollow Road
40b:	226 Glen Hollow Road
41c:	214 Glen Hollow Road
42d:	212 Glen Hollow Road
43a:	223 Glen Hollow Road
44b:	221 Glen Hollow Road
45b:	219 Glen Hollow Road
46d:	217 Glen Hollow Road
47d:	215 Glen Hollow Road
48b:	211 Glen Hollow Road
49d:	201 Glen Hollow Road
50c:	210 Glen Hollow Road
51e:	208 Glen Hollow Road
52d:	206 Glen Hollow Road
53d:	204 Glen Hollow Road
54d:	202 Glen Hollow Road
55s:	113 Glen Thistle Road

4. DESCRIPTION OF BUILDINGS AND UNITS

A. Phase II of the Condominium shall consist of thirty-three (33) Buildings which contain forty-eight (48) living Units and attached garages or carports;

B. A Condominium Plat showing the location of the improvements on the land for Phase II is attached to this Amendment as Exhibit A. A set of floor plans of the buildings for Phase II, showing the location, Attached or Detached Unit, identification numbers and dimensions of each Attached or Detached Unit, is attached to this Amendment as Exhibit C;

C. Declarant reserves the right to change the size, design, and mix of the Units to in order to meet requirements of the market;

D. As of the effective date hereof, the Units of Phase II of the Condominium are designated as per Section 3 above and Exhibit A attached to this Amendment.

5. PERCENTAGE INTEREST IN COMMON ELEMENTS

A. Each Unit and the Unit Owner has such undivided percentage interest in Common Elements and facilities as equal to the ratio of said Unit's square footage to the total square footage of all the Units. "Square footage" shall be defined pursuant to Paragraph 12 of the original Declaration. To accomodate this expansion of the Condominium, the percentage of undivided interest in the common areas and facilities pertinent to any Unit shall be changed and amended with the expansion of the total square footage of all the units as set forth in Addendum I;

B. The percentage interest in the Common Elements, the liabilities for common expenses and the rights to common surpluses, shall be as set forth in Addendum I.

6. VOTES OF UNIT OWNERS

The number of votes appurtenant to each Unit shall be the same as provided in Section 8 of the Declaration. Voting is on the basis of one (1) vote per living Unit.

7. EXPANDED CONDOMINIUM

The additional property described herein as Phase II is subject to the Declaration and Amendment I thereto. Unless otherwise provided herein, all provisions of the Declaration shall apply to Phase II, and are incorporated herein by references if set forth in their entirety.

IN WITNESS WHEREOF, the Declarant has caused this document to be signed this 5th day of April, 1985.

OLD MIDDLETON VENTURE, a general partnership consisting of the following persons:



Charles I. Trainer, Partner

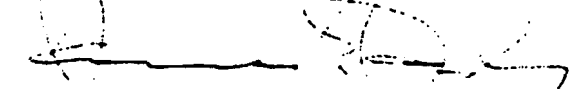


Thomas G. Beach, Partner



David G. Walsh, Partner

CARLEY CAPITAL GROUP, a partnership, as a partner of Old Middleton Venture:



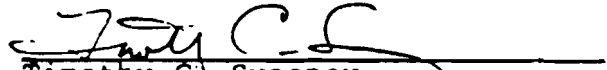
James E. Carley, President



David Carley, Partner

AUTHENTICATION

Signatures of Charles I. Trainer, Thomas G. Beach, David G. Walsh, James E. Carley and David Carley, authenticated this 5th day of April, 1985.



Timothy C. Sweeney
Member State Bar of Wisconsin

This document was drafted by
and should be returned to:

Attorney Timothy C. Sweeney
WALSH, WALSH, SWEENEY & WHITNEY, S.C.
2 E. Gilman, Suite 300
P.O. Box 1269
Madison, WI 53701

AMENDMENT II / ADDENDUM I / PERCENTAGE INTEREST

UNIT #	PERCENTAGE	UNIT #	PERCENTAGE
1A	1.83	29A	1.77
2C	2.13	30D	1.83
3D	2.05	31B	1.50
4D	2.70	32B	1.50
5C	1.50	33A	1.77
6B	1.83	34A	1.77
7D	1.83	35B	1.50
8E	1.96	36B	1.50
9D	1.85	37D	1.83
10B	1.50	38D	1.83
11C	2.05	39B	1.50
12A	2.13	40B	1.50
13C	2.05	41C	2.01
14C	1.90	42D	1.83
15B	1.50	43A	1.77
16B	1.50	44B	1.50
17A	1.77	45B	1.50
18B	1.50	46D	1.83
19B	1.50	47D	1.83
20A	1.77	48B	1.50
21D	1.83	49D	1.85
22C	2.01	50C	2.01
23D	1.83	51E	1.96
24E	1.96	52D	1.83
25F	1.98	53D	1.85
26A	1.77	54D	1.85
27C	1.90	55S	3.04
28F	1.98		

AMENDMENT III
TO THE DECLARATION OF CONDOMINIUM
OF
HIGHLAND WOODS CONDOMINIUM HOMES

VOL 9804 PAGE 8

The undersigned (the "Declarant") hereby amends the Declaration of Condominium of Highland Woods Condominium Homes and any Amendments thereto ("The Declaration") recorded in the Office of the Register of Deeds of Dane County, Wisconsin in Volume 6170 of Records, beginning at Page 10, as Document No. 1854427, as amended. The purpose of this Amendment is to amend the numbering, lettering, location and percentages of ownership interest of Units in Highland Woods Condominium Homes to correspond with the development plan and the custom built Units in Highland Woods Condominium Homes, and to comply with Chapter 703 of the Wisconsin Statutes. The Declaration is hereby amended as follows (all references are to the sections as contained in the original Declaration of Condominium and amends said sections as contained in the original Declaration or amendments thereto):

A. Section "4. NAME AND ADDRESS" shall be amended in its entirety and shall read as follows:

The name of the Condominium is "Highland Woods Condominium Homes." The Unit designations and addresses of the Units located within Highland Woods Condominium Homes shall be as follows (all in Madison, Wisconsin 53705):

<u>Unit #</u>	<u>Address</u>
1	102 Glen Thistle Road
2	104 Glen Thistle Road
3	106 Glen Thistle Road
4	101 Glen Thistle Road
5	103 Glen Thistle Road
6	105 Glen Thistle Road
7	107 Glen Thistle Road
8	109 Glen Thistle Road
9	316 Glen Thistle Court
10	115 Glen Thistle Road
11	117 Glen Thistle Road
12	118 Glen Thistle Road
13	120 Glen Thistle Road
14	119 Glen Thistle Road
15	122 Glen Thistle Road
16	124 Glen Thistle Road
17	229 Glen Hollow Road
18	227 Glen Hollow Road
19	225 Glen Hollow Road
20	302 Glen Thistle Court
21	304 Glen Thistle Court
22	306 Glen Thistle Court

23	308 Glen Thistle Court
24	310 Glen Thistle Court
25	312 Glen Thistle Court
26	314 Glen Thistle Court
27	321 Glen Thistle Court
28	319 Glen Thistle Court
29	317 Glen Thistle Court
30	315 Glen Thistle Court
31	313 Glen Thistle Court
32	311 Glen Thistle Court
33	309 Glen Thistle Court
34	307 Glen Thistle Court
35	305 Glen Thistle Court
36	303 Glen Thistle Court
37	301 Glen Thistle Court
38	230 Glen Hollow Road
39	228 Glen Hollow Road
40	226 Glen Hollow Road
41	214 Glen Hollow Road
42	212 Glen Hollow Road
43	223 Glen Hollow Road
44	221 Glen Hollow Road
45	219 Glen Hollow Road
46	217 Glen Hollow Road
47	215 Glen Hollow Road
48	211 Glen Hollow Road
49	201 Glen Hollow Road
50	210 Glen Hollow Road
51	208 Glen Hollow Road
52	206 Glen Hollow Road
53	204 Glen Hollow Road
54	202 Glen Hollow Road
55	113 Glen Thistle Road

B. Paragraph "5. DESCRIPTIONS OF BUILDINGS AND UNITS," shall be amended in its entirety as follows:

A. Phase I of the Condominium shall consist of six (6) Buildings which contain seven (7) living Units and attached garages or carports. The Condominium may be expanded to a maximum of fifty-five (55) Units and attached garages, detached garages or carports.

B. Phase II of the Condominium shall consist of thirty-three (33) Buildings which contain forty-eight (48) living Units and attached garages or carports.

C. As used herein, "Building" shall mean a structure containing one or more Units that has been or shall hereafter be constructed on the land. As designated herein, an individual Building containing only one (1) Unit in the Condominium shall be referred to herein as "Detached Unit." An individual living Unit in a Building containing more than one (1) Unit in the Condominium

shall be referred to herein as "Attached Unit." By expansion or amendment hereto, a Building may be divided into Units equal in number to the number of individual living Units in the Building, pursuant to Wisconsin Statutes, Section 703.13(7).

D. A Condominium Plat showing the location of the improvements on the land for Phase I is attached to the original Declaration and Amendment I as Exhibits C. A set of floor plans of the Buildings for Phase I, showing the location, Attached or Detached Unit identification numbers and dimensions of each Attached or Detached Unit, is attached to the original Declaration as Exhibit D. A Condominium Plat showing the location of the improvements on the land for Phase II is attached to this Amendment III as Exhibit A. A set of floor plans of the Buildings for Phase II, showing the location, Attached or Detached Unit, identification numbers and dimensions of each Attached or Detached Unit, is attached to Amendment II as Exhibit C, and attached to this Amendment III as Exhibit B.

E. All references to "Unit" or "living unit" shall include both Attached and Detached Units, as defined in the original Declaration, unless otherwise specifically provided.

F. Declarant reserves the right to change the size, design, mix, numbering, lettering, location and percentage of ownership interest of the Units in order to meet the requirements of the market.

G. As of the effective date hereof, the Units of the Condominium are designated as per Section A above and Exhibit A attached to this Amendment, and in addition:

1. The following Units shall be designated as "A" Units:

1, 12, 17, 20, 25, 26, 29, 43

2. The following Units shall be designated as "B" Units:

6, 9, 10, 15, 16, 18, 19, 24, 27, 31,
32, 35, 36, 39, 40, 44, 45, 48

3. The following Units shall be designated as "C" Units:

2, 5, 13, 14, 22, 28, 41, 50, 52

4. The following Units shall be designated as "D" Units:

3, 4, 7, 8, 11, 21, 23, 30, 33, 38,
42, 46, 47, 49, 53, 54

5. The following Units shall be designated as "E" Units:

51

6. The following Units shall be designated as "G" Units:

34, 37

7. The following Units shall be designated as "S" Units:

55

C. Section "12. PERCENTAGE INTEREST IN COMMON ELEMENTS" and Section "21. COMMON EXPENSES" shall be supplemented as follows:

The percentage interest in Common Elements and facilities, the liabilities for Common Expenses and the rights to common surpluses, shall be set forth in Addendum 1 of this Amendment III.

D. As of the effective date hereof, all owners of Units in Highland Woods Condominium Homes (other than Declarant) have executed Durable Powers of Attorney granting to Timothy C. Sweeney, as Attorney-in-Fact, the authority to execute on behalf of said owners any documents (including, but not limited to, Amendments to the Highland Woods Condominium Homes Declaration and Plat) which said Attorney-in-Fact deems necessary to keep and maintain Highland Woods Condominium Homes legal documentation in compliance with Wisconsin Statutory requirements, including, but not limited to, changing the numbering, lettering, location and percentage of ownership interest of Units in Highland Woods Condominium Homes. This Amendment III is being executed by said Attorney-in-Fact on behalf of said owners only to the extent that the signatures of said owners may be required, if at all. The originals of said Durable Powers of Attorney are on file in the offices of Preferred Title Service, Inc., 117 East Wilson Street, Madison, Wisconsin and may be inspected at said offices during normal business hours upon reasonable notice.

IN WITNESS WHEREOF, the Declarant has caused this document to be signed this 2nd day of April, 1987.


OLD MIDDLETON VENTURE,
a general partnership consisting
of the following persons:



Charles I. Trainer, Partner

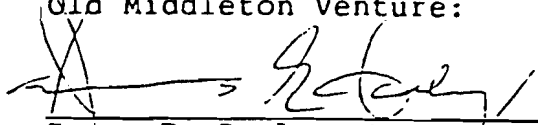


Thomas G. Beach, Partner

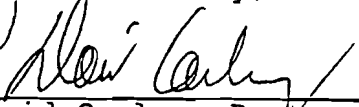


David G. Walsh, Partner

CARLEY CAPITAL GROUP, a
partnership as a partner of
Old Middleton Venture:




James E. Carley, Partner



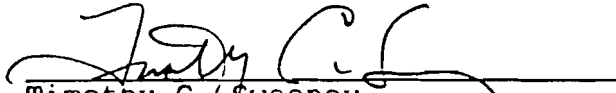
David Carley, Partner

APPROVED:



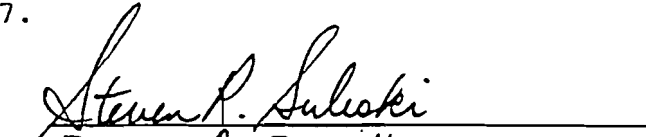
Timothy G. Sweeney
Attorney-in-Fact for all
owners (other than Declarant)

Signatures of Charles I. Trainer, Thomas G. Beach, David G. Walsh, James E. Carley, David Carley, authenticated this 2nd day of April, 1987.



Timothy C. Sweeney
Member State Bar of Wisconsin

Signature of Timothy C. Sweeney, as Attorney-in-Fact for all owners (other than Declarant) authenticated this 2nd day of April, 1987.



STEVEN R. SULESKI
Member State Bar of Wisconsin

THIS DOCUMENT WAS DRAFTED BY
AND SHOULD BE RETURNED TO:

Attorney Timothy C. Sweeney
Foley & Lardner
1 S. Pinckney Street, Suite 700
P.O. Box 1497
Madison, WI 53701-1497

AMENDMENT III

Addendum 1

Percentage Interest

VOL 9804 PAGE 18

UNIT	ADDRESS	SQ. FEET	PERCENT INTEREST
1	102 GT	2106	1.844%
2	104 GT	2554	2.237%
3	106 GT	1820	1.594%
4	101 GT	1820	1.594%
5	103 GT	2053	1.798%
6	105 GT	1445	1.265%
7	107 GT	1820	1.594%
8	109 GT	1988	1.741%
9	316 GTC	2070	1.813%
10	115 GT	1878	1.645%
11	117 GT	2020	1.769%
12	118 GT	2144	1.878%
13	120 GT	2585	2.264%
14	119 GT	2554	2.237%
15	122 GT	1878	1.645%
16	124 GT	1678	1.645%
17	229 GH	2556	2.238%
18	227 GH	1780	1.559%
19	225 GH	1780	1.559%
20	302 GTC	2106	1.844%
21	304 GTC	2200	1.927%
22	306 GTC	1917	1.679%
23	308 GTC	2200	1.927%
24	310 GTC	1658	1.452%
25	312 GTC	2276	1.993%
26	314 GTC	2276	1.993%
27	321 GTC	2261	1.980%
28	319 GTC	2582	2.261%

UNIT	ADDRESS	SQ. FEET	PERCENT INTEREST
29	317 GTC	2300	2.014%
30	315 GTC	2541	2.225%
31	313 GTC	2037	1.784%
32	311 GTC	2037	1.784%
33	309 GTC	2619	2.293%
34	307 GTC	2009	1.759%
35	305 GTC	2258	1.977%
36	303 GTC	1986	1.739%
37	301 GTC	1964	1.720%
38	230 GH	2541	2.225%
39	228 GH	1878	1.645%
40	226 GH	1929	1.689%
41	214 GH	1756	1.538%
42	212 GH	1825	1.598%
43	223 GH	1992	1.744%
44	221 GH	1780	1.559%
45	219 GH	1780	1.559%
46	217 GH	2282	1.998%
47	215 GH	2282	1.998%
48	211 GH	1780	1.559%
49	201 GH	1825	1.598%
50	210 GH	1756	1.538%
51	208 GH	1825	1.593%
52	206 GH	2357	2.064%
53	204 GH	1825	1.598%
54	202 GH	1825	1.598%
55	113 GT	3000	2.627%

114194 100.000%

GT = Glen Thistle Road
 GTC = Glen Thistle Court
 GH = Glen Hollow Road

REGISTER OF DEEDS
 DALE COUNTY, MISSISSIPPI
 RECORDED ON
 APR 9 9 18 AM '07
 CAROL R. BAIRD
 REGISTER OF DEEDS

AMENDMENT IV
TO THE DECLARATION OF CONDOMINIUM
OF
HIGHLAND WOODS CONDOMINIUM HOMES

The undersigned (the "Declarant") hereby amends the Declaration of Condominium of Highland Woods Condominium Homes and any Amendments thereto ("The Declaration") recorded in the Office of the Register of Deeds of Dane County, Wisconsin in Volume 6170 of Records, beginning at Page 10, as Document No. 1854427, as amended. The purpose of this Amendment is to amend the lettering, location, and percentages of ownership interest of Units in Highland Woods Condominium Homes to correspond with the development plan and the custom built Units in Highland Woods Condominium Homes, and to comply with Chapter 703 of the Wisconsin Statutes. The Declaration is hereby amended as follows (all references are to the sections as contained in the original Declaration of Condominium and amends said sections as contained in the original Declaration or amendments thereto):

A. Paragraph "5. DESCRIPTIONS OF BUILDINGS AND UNITS," shall be amended in part as follows:

1. A Condominium Plat showing the location of the improvements on the land for Phase II is attached to this Amendment as Exhibit A. A set of floor plans of Units 12, 43, 44 and 49 in Phase II, showing the location, Attached or Detached Unit, identification number(s) and dimensions of said Unit(s), is attached to this Amendment IV as Exhibit B.

2. As of the effective date hereof, the designation of the following Units of the Condominium are amended as follows:

a. Units 43 and 44 shall be designated as "H" Units.

b. Unit 12 shall be designated as an "I" Unit.

c. Units 18 and 45, shall be designated as "D" Units.

d. Units 47 and 46 shall be designated as "B" Units.

e. Units 54 and 53 shall be designated as "C" Units.

B. Section "12. PERCENTAGE INTEREST IN COMMON ELEMENTS" and Section "21. COMMON EXPENSES" shall be supplemented as follows:

The percentage interest in Common Elements and facilities, the liabilities for Common Expenses and the rights to common surpluses, shall be set forth in Addendum 1 of this Amendment.

C. As of the effective date hereof, all owners of Units in Highland Woods Condominium Homes (other than Declarant) have executed Durable Powers of Attorney granting to Timothy C. Sweeney, as Attorney-in-Fact, the authority to execute on behalf of said owners any documents (including, but not limited to, Amendments to the Highland Woods Condominium Homes Declaration and Plat) which said Attorney-in-Fact deems necessary to keep in compliance with Wisconsin Statutory requirements, including, but not limited to, changing the numbering, lettering, location and percentage of ownership interest of Units in Highland Woods Condominium Homes. This Amendment is being executed by said Attorney-in-Fact on behalf of said owners only to the extent that the signatures of said owners may be required, if at all. The originals or copies of said Durable Powers of Attorney are on file in the offices of Preferred Title Service, Inc., 117 East Wilson Street, Madison, Wisconsin and may be inspected at said offices during normal business hours upon reasonable notice.

IN WITNESS WHEREOF, the Declarant has caused this document to be signed this 21st day of March, 1988.


OLD MIDDLETON VENTURE,
a general partnership consisting
of the following persons:



Charles I. Trainer, Partner

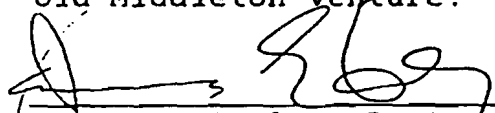


Thomas G. Beach, Partner



David G. Walsh, Partner

CARLEY CAPITAL GROUP, a
partnership as a partner of
Old Middleton Venture:




James E. Carley, Partner



David Carley, Partner

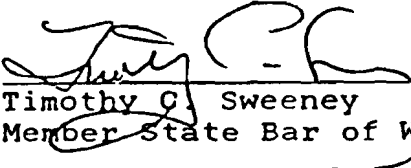
APPROVED:



Timothy C. Sweeney, as
Attorney-in-Fact for all
owners (other than Declarant)

AUTHENTICATION

Signatures of Charles I. Trainer, Thomas G. Beach, David G. Walsh, James E. Carley, David Carley, authenticated this 21st day of March, 1988.



Timothy C. Sweeney
Member State Bar of Wisconsin

Signature of Timothy C. Sweeney, as Attorney-in-Fact for all owners (other than Declarant) authenticated this 21st day of March, 1988.



Member State Bar of Wisconsin

THIS DOCUMENT WAS DRAFTED BY
AND SHOULD BE RETURNED TO:

Attorney Timothy C. Sweeney
Foley & Lardner
1 S. Pinckney Street, Suite 700
P.O. Box 1497
Madison, WI 53701-1497

HIGHLAND WOODS CONDOMINIUM ASSOCIATION
 PERCENTAGE INTEREST

ADDENDUM I
 AMENDMENT IV

UNIT	ADDRESS	SQ. FEET	PERCENT INTEREST
1	102 GT	2106	1.773%
2	104 GT	2554	2.150%
3	106 GT	1820	1.532%
4	101 GT	1820	1.532%
5	103 GT	2053	1.728%
6	105 GT	1445	1.217%
7	107 GT	1820	1.532%
8	109 GT	1988	1.674%
9	316 GTC	2070	1.743%
10	115 GT	1878	1.581%
11	117 GT	2020	1.701%
12	118 GT	2410	2.029%
13	120 GT	2585	2.176%
14	119 GT	2554	2.150%
15	122 GT	1878	1.581%
16	124 GT	1878	1.581%
17	229 GH	2556	2.152%
18	227 GH	2400	2.021%
19	225 GH	1920	1.667%
20	302 GTC	2106	1.773%
21	304 GTC	2200	1.852%
22	306 GTC	1917	1.614%
23	308 GTC	2200	1.852%
24	310 GTC	1658	1.396%
25	312 GTC	2276	1.916%
26	314 GTC	2276	1.916%
27	321 GTC	2261	1.904%
28	319 GTC	2582	2.174%

UNIT	ADDRESS	SQ. FEET	PERCENT INTEREST
29	317 GTC	2300	1.936%
30	315 GTC	2541	2.139%
31	313 GTC	2037	1.715%
32	311 GTC	2037	1.715%
33	309 GTC	2619	2.205%
34	307 GTC	2009	1.691%
35	305 GTC	2258	1.901%
36	303 GTC	1986	1.672%
37	301 GTC	1964	1.653%
38	230 GH	2541	2.139%
39	228 GH	1878	1.581%
40	226 GH	1929	1.624%
41	214 GH	1756	1.478%
42	212 GH	1825	1.536%
43	223 GH	2760	2.324%
44	221 GH	2760	2.324%
45	219 GH	2400	2.021%
46	217 GH	1980	1.667%
47	215 GH	2070	1.743%
48	211 GH	1980	1.667%
49	201 GH	2200	1.852%
50	210 GH	1756	1.478%
51	208 GH	1825	1.536%
52	206 GH	2357	1.984%
53	204 GH	2410	2.029%
54	202 GH	2310	1.945%
55	113 GT	3000	2.526%

 118779 100.000%
 =====

GT = Glen Thistle Road
 GTC = Glen Thistle Court
 GH = Glen Hollow Road

2133113

VOL 12648 PAGE 69

REGISTER'S OFFICE

MAR 31 8 03 AM '89

AMENDMENT V
TO THE DECLARATION OF CONDOMINIUM
OF
HIGHLAND WOODS CONDOMINIUM HOMES

The undersigned (the "Declarant") hereby amends the Declaration of Condominium of Highland Woods Condominium Homes and any Amendments thereto ("the Declaration") recorded in the Office of the Register of Deeds of Dane County, Wisconsin in Volume 6170 of Records, beginning at Page 10, as Document No. 1854427, as amended. The purpose of this Amendment is to amend the lettering, location, addresses, and percentages of ownership interest of Units in Highland Woods Condominium Homes to correspond with the development plan and the custom built Units in Highland Woods Condominium Homes, and to comply with Chapter 703 of the Wisconsin Statutes. The Declaration is hereby amended as follows (all references are to the sections as contained in the original Declaration of Condominium and amends said sections as contained in the original Declaration or amendments thereto):

A. Section 4. "NAME AND ADDRESSES" shall be amended in part by designating the address of Units 48 and 49 located in Phase II of the Condominium to 213 Glen Hollow Road and 211 Glen Hollow Road, Madison, Wisconsin 53705, respectively.

B. Paragraph "5. DESCRIPTION OF BUILDING AND UNITS," shall be amended in part as follows:

1. A Condominium Plat showing the location of the improvements on the land for Phase II is attached to this Amendment as Exhibit A.

2. As of the effective date hereof, the designation of the following units of the Condominium are amended as follows:

a. Units 50 and 51 shall be designated as "D" Units.

C. Section "12. PERCENTAGE INTEREST IN COMMON ELEMENTS" AND SECTION "21. COMMON EXPENSES" shall be supplemented as follows:

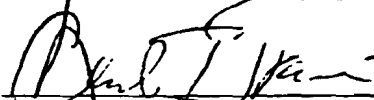
The percentage interest in Common Elements and facilities, the liabilities for

Common Expenses and the rights to common surpluses, shall be set forth in Addendum 1 of this Amendment.

D. As of the effective date hereof, all owners of Units in Highland Woods Condominium Homes (other than Declarant) have executed Durable Powers of Attorney granting to Timothy C. Sweeney, as Attorney-in-Fact, the authority to execute on behalf of said owners any documents (including, but not limited to, Amendments to the Highland Woods Condominium Homes Declaration and Plat) which said Attorney-in-Fact deems necessary to keep in compliance with Wisconsin Statutory requirements, including, but not limited to, changing the numbering, lettering, location and percentage of ownership interest of Units in Highland Woods Condominium Homes. This Amendment is being executed by said Attorney-in-Fact on behalf of said owners only to the extent that the signatures of said owners may be required, if at all. The originals or copies of said Durable Powers of Attorney are on file in the offices of Preferred Title Service, Inc., 117 East Wilson Street, Madison, Wisconsin and may be inspected at said offices during normal business hours upon reasonable notice.

IN WITNESS WHEREOF, the Declarant has caused this document to be signed this 28th day of December, 1988.

OLD MIDDLETON VENTURE, a general partnership consisting of the following persons:



Charles I. Trainer, Partner

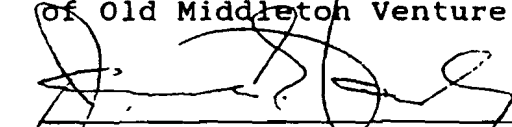


Thomas G. Beach, Partner



David G. Walsh, Partner

CARLEY CAPITAL GROUP, a partnership as a partner of Old Middleton Venture:




James E. Carley, Partner



David Carley, Partner


APPROVED:




Timothy C. Sweeney, as Attorney-in-Fact for all Owners (other than Declarant)

AUTHENTICATION

Signatures of Charles I. Trainer, Thomas G. Beach, David G. Walsh, James E. Carley, David Carley, authenticated this 28th day of December, 1988.


Timothy C. Sweeney
Member State Bar of Wisconsin

Signature of Timothy C. Sweeney, as Attorney-in-Fact for all owners (other than Declarant) authenticated this 28th day of December, 1988.


Steven R. Sulicki
Member State Bar of Wisconsin

THIS DOCUMENT WAS DRAFTED BY AND
SHOULD BE RETURNED TO:

Attorney Timothy C. Sweeney
Foley & Lardner
1 South Pinckney Street, Suite 700
Post Office Box 1497
Madison, WI 53701-1497

HIGHLAND WOODS CONDOMINIUM ASSOCIATION
 PERCENTAGE INTEREST

ADDENDUM :
 AMENDMENT V

WFL 12648 PAGE 72

UNIT	ADDRESS	SQ. FEET	PERCENT INTEREST
1	102 GT	2106	1.758%
2	104 GT	2554	2.131%
3	106 GT	1950	1.627%
4	101 GT	1820	1.519%
5	103 GT	2053	1.713%
6	105 GT	1445	1.206%
7	107 GT	1820	1.519%
8	109 GT	1988	1.659%
9	316 GTC	2070	1.728%
10	115 GT	1878	1.567%
11	117 GT	1950	1.627%
12	118 GT	2857	2.384%
13	120 GT	2585	2.157%
14	119 GT	2554	2.131%
15	122 GT	1878	1.567%
16	124 GT	1878	1.567%
17	229 GH	2556	2.133%
18	227 GH	2400	2.003%
19	225 GH	1980	1.652%
20	302 GTC	2106	1.758%
21	304 GTC	1950	1.627%
22	306 GTC	1917	1.600%
23	308 GTC	1950	1.627%
24	310 GTC	1658	1.384%
25	312 GTC	2276	1.899%
26	314 GTC	2276	1.899%
27	321 GTC	2261	1.887%
28	319 GTC	2582	2.155%

UNIT	ADDRESS	SQ. FEET	PERCENT INTEREST
29	317 GTC	2300	1.919%
30	315 GTC	2541	2.121%
31	313 GTC	2037	1.700%
32	311 GTC	2037	1.700%
33	309 GTC	2619	2.186%
34	307 GTC	2009	1.677%
35	305 GTC	2258	1.884%
36	303 GTC	1986	1.657%
37	301 GTC	1964	1.639%
38	230 GH	2541	2.121%
39	228 GH	1878	1.567%
40	226 GH	1929	1.610%
41	214 GH	2110	1.761%
42	212 GH	1950	1.627%
43	223 GH	2995	2.499%
44	221 GH	2995	2.499%
45	219 GH	2400	2.003%
46	217 GH	1980	1.652%
47	215 GH	2070	1.728%
48	213 GH	1750	1.450%
49	211 GH	2200	1.836%
50	210 GH	1950	1.627%
51	208 GH	1950	1.627%
52	206 GH	2357	1.967%
53	204 GH	2410	2.011%
54	202 GH	2310	1.928%
55	113 GT	3000	2.504%

 119824 100.000%
 =====

GT = Glen Thistle Road
 GTC = Glen Thistle Court
 GH = Glen Hollow Road