

Prepared by and return to: Hope Derby Carmichael, P.O. Box 10669, Raleigh, NC 27605

STATE OF NORTH CAROLINA

AMENDMENT TO MASTER
DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS OF
SOUTHERN VILLAGE

COUNTY OF ORANGE

THIS AMENDMENT to the Master Declaration of Covenants, Conditions and Restrictions of Southern Village, made this 15 day of September, 2003 by the members of the Southern Village Master Association, Inc. (hereinafter, "the Master Association"),

WITNESSETH:

THAT WHEREAS, the original Declarant caused to be recorded on 25th day of July, 1994, a Master Declaration of Covenants, Conditions and Restrictions of Southern Village in Book 1271, Page 165 in the Orange County Registry, (hereinafter, "Declaration"); and

WHEREAS, Article VIII, Section 3 of the Declaration provides that such Declaration may be amended at this time by the execution of this Amendment by not less than seventy-five percent (75%) of the members of the Master Association. This amendment shall become effective upon recordation of this amendment in the Orange County Registry.

NOW, THEREFORE, the undersigned do hereby declare that the Master Declaration of Covenants, Conditions and Restrictions of Southern Village shall be amended as follows:

1. To amend Article V, Section 10, subsection (4) of the Declaration, by deleting that subsection in its entirety and inserting in lieu thereof the following:

“(4) Sub-Association Assessment Classes IIA, IIB, IIC, IID and IIE:

Sub-Association Assessment Class IIA (Highgrove Townhomes, Phase 2, Lots 401-448)(commonly known as Highgrove Townhomes): All owners of attached townhome lots within the lots numbered 401 through 448, inclusive, in the Highgrove, Phase 2 section of townhomes (which lots are subjected to this Declaration by Supplementary Declarations recorded in Deed Book 1850, Page 383, corrected in Deed Book 1865, Page 142; and Deed Book 1992, Page 376, all in the Orange County Registry) are required to pay Class IIA assessments to the Sub-Association having jurisdiction over that lot. The Class IIA assessment for 2003 is \$1208.00 per lot.

Sub-Association Assessment Class IIB (Highgrove Townhomes, Phase 2, Lots 539-560)(commonly known as West End Townhomes): All owners of attached townhome lots within the lots numbered 539 through 560, inclusive, in the Highgrove, Phase 2 section of townhomes (which lots are subjected to this Declaration by Supplementary Declarations recorded in Deed Book 1850, Page 383, corrected in Deed Book 1865, Page 142; and Deed Book 1946, Page 411, all in the Orange County Registry),

are required to pay Class IIB assessments to the Sub-Association having jurisdiction over that lot. The Class IIB assessment for 2003 is \$918.00 per lot.

Sub-Association Assessment Class IIC (Arlen Park at Southern Village, Phases 1B & 1C, Lots 76-92): All owners of attached townhome lots within the Arlen Park, Phase 1B and 1C section of townhomes (which lots are subjected to this Declaration by Supplementary Declarations recorded in Deed Book 1295, Page 573, corrected in Deed Book 1310, Page 586, all in the Orange County Registry) are required to pay Class IIC assessments to the Sub-Association having jurisdiction over that lot. The Class IIC assessment for 2003 is \$918.00 per lot.

Sub-Association Assessment Class IID (Arlen Park at Southern Village, Phase 3A, Lots 182-187): All owners of attached townhome lots within the Arlen Park, Phase 3A section of townhomes (which lots are subjected to this Declaration by Supplementary Declarations recorded in Deed Book 1463, Page 468, Orange County Registry) are required to pay Class IID assessments to the Sub-Association having jurisdiction over that lot. The Class IID assessment for 2003 is \$918.00 per lot.

Sub-Association Assessment Class IIE (Greenview, Phase 2): _____ All owners of attached townhome lots within the Greenview, Phase 2 section of townhomes (which lots are subjected to this Declaration by Supplementary Declarations recorded in Deed Book 1819, Page 388, Orange County Registry) are required to pay Class IIE assessments to the Sub-Association having jurisdiction over that lot. The Class IIE assessment for 2003 is \$918.00 per lot.”

2. To amend Article V, Section 10 of the Declaration by deleting the last paragraph of that subsection in its entirety and inserting in lieu thereof the following:

“Beginning with the assessment year 2003 and thereafter, the maximum annual assessment shall be established by the appropriate Board of Directors and may be increased without approval of the members by an amount not to exceed fifteen percent (15%) of the maximum annual assessment allowable in the year immediately preceding.

The maximum annual assessment for each Sub-Association Assessment Class, as defined in this subsection 10, may be increased without limit by the affirmative vote of two-thirds (2/3) of the owners within each Sub-Association Assessment Class who are voting in person or by proxy at a meeting duly called for that purpose, with notice of any such meeting having been sent to all owners within the applicable Sub-Association Assessment Class at least thirty (30) days in advance of said meeting. A quorum shall be established at any such meeting by the presence, in person or by proxy, of at least ten percent (10%) of the owners within the applicable Sub-Association Assessment Class for which the meeting is being called. The purpose of this provision is to insure that only owners within a particular Sub-Association Assessment Class have the right to vote for an assessment pertaining only to that particular Sub-Association Assessment Class.

The appropriate Board of Directors may at any time fix the annual assessment at an amount not exceeding the maximum.”

3. To amend Article V, Section 11 of the Declaration by deleting that subsection in its entirety and inserting in lieu thereof the following:

“Section 11. Special Assessment. In addition to the annual assessments as authorized hereinabove, the Master Association or any Sub-Association may levy one or more special assessments applicable to that year only for the purpose of defraying the costs of construction or reconstruction, unexpected repair or replacement of any improvements located upon their respective Common Areas, Limited Common Areas, Landscape Easement, or Maintenance Easements, including the necessary fixtures and personal property related thereto, provided that any such special assessment shall have the assent of two-thirds (2/3) of the owners within each Sub-Association Assessment Class who are voting in person or by proxy at a meeting duly called for that purpose, with notice of any such meeting having been sent to all owners within the applicable Sub-Association Assessment Class at least thirty (30) days in advance of said meeting. A quorum shall be established at any such meeting by the presence, in person or by proxy, of at least ten percent (10%) of the owners within the applicable Sub-Association Assessment Class for which the meeting is being called. The purpose of this provision is to insure that only owners within a particular Sub-Association Assessment Class have the right to vote for a special assessment pertaining only to that particular Sub-Association Assessment Class.

Any such special assessment shall be assessed against the appropriate owners in the same manner and according to the same allocation formula as the regular annual assessments.”

3. This amendment shall be effective upon recordation in the Office of the Orange County Registry.

4. Except as amended hereinabove, the remaining portions of the Declaration as originally recorded are hereby restated and reacknowledged.

WHEREFORE, the undersigned, being at least seventy-five percent (75%) of the members of the Southern Village Master Association, set their hands and seals the date and year first above written.

*****SIGNATURE PAGES AND NOTARY ACKNOWLEDGMENT FOLLOW*****

NORTH CAROLINA
COUNTY OF WAKE

I, Stacy Newman, a Notary Public of Wake County, North Carolina, certify that Hope Derby Carmichael personally appeared before me this day, and being duly sworn, and stated that in her presence the following persons signed the foregoing instrument:

- Dick Lowe
- Jennifer McInnis Wiggins
- Martha Newport
- Brian Conti
- Rob Shapard
- Graham Dyck (3 signatures)
- John Tyrell
TYRELL

Hope Derby Carmichael, WITNESS
(Signature of person collecting the signatures)

Witness my hand and official seal, this the 15th day of September, 2003.

Stacy Newman
Notary Public

My commission expires: 3-25-08

