

This instrument prepared by
Marcia H. Langley, Esq.
2601 South Bayshore Drive
Miami, Florida 33133

AMENDMENT TO DECLARATION OF COVENANTS AND RESTRICTIONS

The undersigned, being the "Developer" pursuant to the Declaration of Covenants and Restrictions (the "DECLARATION"), recorded in Deed 358, at Page 369, et seq., Register's Office, Cumberland County, Tennessee, hereby amends the DECLARATION as follows:

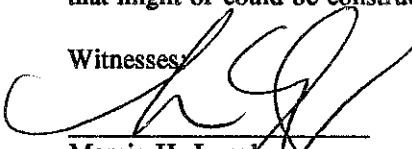
Schedule "A" of the DECLARATION is hereby amended to delete therefrom the property described in Exhibit "A" and Exhibit "B" attached hereto, so that the property described in Exhibit "A" and Exhibit "B" attached hereto shall no longer be subject to the DECLARATION.

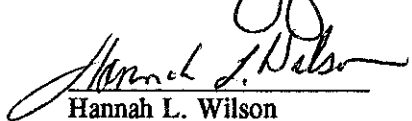
This Amendment is made by DEVELOPER pursuant to the authority granted the DEVELOPER to amend the DECLARATION contained in Article VII, Section 1, of the DECLARATION.

The undersigned hereby states that the undersigned is the present DEVELOPER as contemplated in the DECLARATION and has the full power, authorization and right to amend the DECLARATION.

The undersigned hereby further represents that "TURNOVER" of control of the MASTER, as referred to in the DECLARATION, has not occurred, and no act of omission or commission has occurred that might or could be construed as an act of "TURNOVER" as contemplated in the DECLARATION.

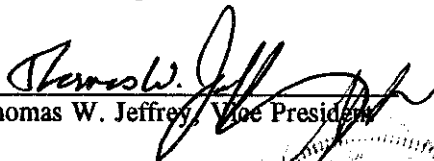
Witnesses:

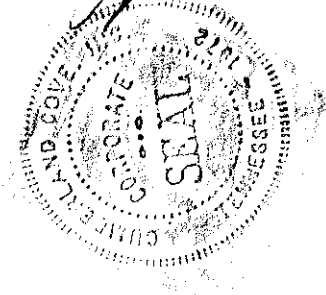


Marcia H. Langley


Hannah L. Wilson

Cumberland Cove, Inc.,
a Tennessee corporation

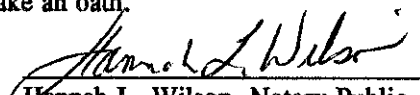
By: 
Thomas W. Jeffrey, Vice President



STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 2nd day of September 1993 by Thomas W. Jeffrey, Vice President as of Cumberland Cove, Inc., a Tennessee corporation, on behalf of the corporation. He is personally known to me and did not take an oath.

My Commission Expires:



Hannah L. Wilson, Notary Public

*Mail
Jim H. Camp
2/8/96*



EXHIBIT "A"

Property Description:
Cumberland Cove, Inc.
U.S. Highway No. 70 North
Second Civil District
Cumberland County, Tennessee

BEGINNING at an iron pin found in the East, Right-Of-Way of U.S. Highway No. 70 North in the County Line between Cumberland County and Putnam County being 2,067.70 feet more or less, North 07 deg.-49 min. East from the center line of Interstate No. 40, thence with said County Line the following bearings and distances, South 85 deg.-19 min. East, 376.00 feet to a 12" Oak Tree; South 85 deg.-31 min. East, 169.40 feet to a stone; South 84 deg.-37 min. East, 290.70 feet to a stone; South 85 deg.-29 min. East, 7,425.60 feet to an iron pin set in the West, Right-Of-Way of Dripping Springs Road; thence leaving the County Line and with the West, Right-Of-Way of Dripping Springs Road, South 20 deg.-18 min. West, 388.90 feet to an iron pin set; a corner common with Argle Howard, thence with Argle Howard, North 66 deg.-01 min. West, 708.50 feet to an iron pin found; thence with Argle Howard and Doannie Sisco, South 03 deg.-56 min. West, 861.60 feet to a 5" Oak Tree; thence with Doannie Sisco, South 68 deg.-00 min. East, 273.00 feet to an iron pin set in the West, Right-Of-Way of Dripping Springs Road; thence with said Right-Of-Way the following bearings and distances, South 32 deg.-26 min. West, 229.07; South 25 deg.-35 min. West, 145.06 feet; South 17 deg.-34 min. West, 170.34 feet; South 18 deg.-50 min. West, 206.78 feet; South 27 deg.-43 min. West, 203.41 feet; South 32 deg.-35 min. West, 703.24 feet; South 36 deg.-42 min. West, 252.07 feet; South 39 deg.-15 min. West, 201.70 feet; South 44 deg.-27 min. West, 154.86 feet; South 55 deg.-55 min. West, 124.85 feet; South 63 deg.-18 min. West, 824.94 feet; South 65 deg.-40 min. West, 251.22 feet; South 61 deg.-29 min. West, 203.96 feet; South 45 deg.-30 min. West, 310.30 feet; South 59 deg.-02 min. West, 81.65 feet; South 59 deg.-41 min. West, 189.32 feet; South 65 deg.-58 min. West, 138.27 feet; South 68 deg.-04 min. West, 222.42 feet; South 74 deg.-30 min. West, 192.35 feet; South 79 deg.-29 min. West, 776.95 feet; South 84 deg.-16 min. West, 165.07 feet; South 89 deg.-36 min. West, 144.71 feet to an iron pin found; North 88 deg. 27 min. West, 445.10 feet to an iron pin set; North 02 deg.-01 min. East, 15.50 feet to a Concrete Right-Of-Way Marker; North 89 deg.-00 min. West, 209.10 feet to a Concrete Right-Of-Way Marker; a corner common with Shirley Brown, thence with Shirley Brown along a fence, North 30 deg.-23 min. West, 514.70 feet to an iron pin found; a point in the South line of Willie Francis Property, a corner common with Willie Francis, thence with Willie Francis the following bearings and distances, North 64 deg.-32 min. East, 61.00 feet to an iron pin found;

North 46 deg.-38 min. West, 35.10 feet to a 15" Oak Tree;
North 26 deg.-07 min. West, 162.00 feet to a concrete block;
thence with Willie Francis and Tommy Burks, North 78 deg.-
58 min. East, 2,486.30 feet to a point; a corner common with
Tommy Burks, thence with Tommy Burks, North 42 deg.-52 min.
West, 3,163.90 feet to a point in the center of an unnamed
Creek; thence with the center line of the Creek and contin-
uing with Tommy Burks the following bearings and distances,
South 42 deg.-18 min. West, 57.60 feet; North 62 deg.-56 min.
West, 99.50 feet; South 41 deg.-25 min. West, 149.60 feet;
South 68 deg.-18 min. West, 214.00 feet; North 63 deg.-59 min.
West, 48.60 feet; South 18 deg.-17 min. West, 64.90 feet;
South 46 deg.-23 min. West, 123.10 feet; South 82 deg.-10 min.
West, 82.50 feet; South 49 deg.-30 min. West, 99.80 feet;
South 63 deg.-10 min. West, 161.70 feet; North 39 deg.-26 min.
West, 83.10 feet; South 85 deg.-30 min. West, 171.70 feet;
South 67 deg.-09 min. West, 82.20 feet; North 55 deg.-13 min.
West, 73.90 feet; South 85 deg.-53 min. West, 100.90 feet;
North 43 deg.-03 min. West, 46.00 feet; North 62 deg.-31 min.
West, 122.90 feet; South 44 deg.-03 min. West, 181.80 feet;
North 60 deg.-18 min. West, 76.80 feet to a point in the
center of an unnamed Creek, a corner common with Sidney Melton,
thence leaving the Creek with Sidney Melton, North 07 deg.-
26 min. East, 809.00 feet to a stone; thence with Sidney
Melton and G.T.E., North 82 deg.-39 min. West, 936.40 feet
to a point; a corner common with G.T.E., thence with G.T.E.
the following bearings and distances, South 07 deg.-37 min.
West, 281.30 feet to an iron pin found; North 85 deg.-25 min.
West, 162.30 feet to a point in the East, Right-Of-Way of
U.S. Highway No. 70 North being 800 feet more or less, North
07 deg.-49 min. East from the center line of Interstate No.
40, thence with said Right-Of-Way, North 07 deg.-49 min. East,
1,267.70 feet to the point of BEGINNING. Containing 458
Acres more or less.

Troy R. Slack

Troy R. Slack
R.L.S. Tenn. No. 680

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Property Description:
 Cumberland Cove, Inc.
 Second Civil District
 Cumberland County, Tennessee

BEGINNING at a stone in the East line of Lot 4, Block 231, Unit 201, Cumberland Lakes @ Cumberland Cove, a corner common with Cumberland Lakes @ Cumberland Cove, Unit 201, Block 231, Lot 4, and Park Realty Trust, thence with Park Realty Trust the following bearings and distances, South 85 deg.-00 min. East, 878.50 feet to a stone; South 04 deg.-44 min. West, 577.00 feet to a stone; South 85 deg.-09 min. East, 5,493.90 feet to a stone; South 05 deg.-22 min. West, 1,686.80 feet to a stone; thence with Park Realty Trust and Robert Wattenbarger, South 04 deg.-56 min. West, 3,987.50 feet to a fence post; a corner common with Ellis Garrett, thence with Ellis Garrett the following bearings and distances, North 54 deg.-37 min. West, 166.30 feet to a point; North 72 deg.-47 min. West, 290.10 feet to an iron pin found; North 02 deg.-56 min. East, 1,066.60 feet to a stone; North 86 deg.-53 min. West, 417.90 feet to a stone in the East line of Marshall Pugh Property; a corner common with Marshall Pugh, thence with Marshall Pugh the following bearings and distances, North 02 deg.-35 min. East, 239.70 feet to a stone; North 85 deg.-52 min. West, 1,184.70 feet to a stone; North 03 deg.-30 min. East, 450.70 feet to a point in the center of Clear Creek; thence with the center line of Clear Creek and continuing with Marshall Pugh the following bearings and distances, North 64 deg.-44 min. West, 108.90 feet; North 36 deg.-22 min. West, 174.20 feet; North 72 deg.-26 min. West, 317.30 feet; South 82 deg.-34 min. West, 206.20 feet; South 82 deg.-05 min. West, 308.90 feet to a point in the center of Clear Creek; a corner common with Maben Thompson, thence continuing with the center line of Clear Creek and Maben Thompson the following bearings and distances, North 87 deg.-07 min. West, 210.80 feet; North 73 deg.-05 min. West, 307.00 feet; North 72 deg.-35 min. West, 86.70 feet; South 81 deg.-08 min. West, 402.70 feet to a point in the center of Clear Creek; thence leaving Clear Creek and continuing with Maben Thompson, South 03 deg.-20 min. West, 1,813.00 feet to a stone; a corner common with Clifford Pugh, thence with Clifford Pugh, North 85 deg.-49 min. West, 271.60 feet to a point in the center of Clear Creek; a corner common with Gordon Keyes, thence with the center line of Clear Creek and Gordon Keyes the following bearings and distances, North 22 deg.-47 min. East, 252.60 feet; North 05 deg.-17 min. East, 129.70 feet; North 01 deg.-16 min. West, 246.40 feet; North 13 deg.-12 min. West, 350.40 feet; North 20 deg.-14 min. West, 157.50 feet; North 21 deg.-25 min. West, 198.40 feet; North 05 deg.-47 min. West, 247.60 feet; North 05 deg.-23 min. East, 122.30 feet to a point in the center of Clear Creek; thence leaving Clear Creek and continuing with Gordon Keyes the following bearings and distances, North 76 deg.-58 min. West,

1,005.80 feet to a stone; South 65 deg.-13 min. West, 1,069.40 feet to a stone; South 33 deg.-35 min. East, 2,118.00 feet to an iron pin found; South 64 deg.-20 min. West, 829.50 feet; North 89 deg.-56 min. East, 141.40 feet; South 66 deg.-04 min. East, 40.00 feet; South 62 deg.-16 min. East, 122.10 feet to a point in the center of Clear Creek; thence with the center line of Clear Creek and continuing with Gordon Keyes the following bearings and distances, North 69 deg.-31 min. East, 74.40 feet; South 63 deg.-48 min. East, 69.40 feet; South 51 deg.-29 min. East, 314.90 feet; South 47 deg.-39 min. East, 64.70 feet; South 83 deg.01 min. East, 56.50 feet; North 54 deg.-50 min. East, 87.50 feet; North 60 deg.-03 min. East, 199.40 feet; North 81 deg.-50 min. East, 132.40 feet to a point in the center of Clear Creek; a corner common with Clifford Pugh, thence leaving Clear Creek with Clifford Pugh the following bearings and distances, South 04 deg.-51 min. West, 109.30 feet to a stone; South 05 deg.-38 min. East, 305.30 feet to a 4" Oak Tree; South 12 deg.-53 min. West, 173.90 feet to a stone; South 14 deg.-17 min. East, 262.30 feet to a stone; South 33 deg.-41 min. East, 217.40 feet to a stone; a corner common with Aubery Stewart, thence with Aubery Stewart the following bearings and distances, South 80 deg.-42 min. West, 2,008.00 feet to a stone; South 05 deg.-20 min. West, 248.60 feet to a point in the center of Clear Creek; a corner common with Gordon Keyes, thence with the center line of Clear Creek and Gordon Keyes the following bearings and distances, North 76 deg.-21 min. West, 77.90 feet; North 14 deg.-58 min. West, 111.40 feet; North 22 deg.-20 min. East, 77.60 feet; North 01 deg.-17 min. West, 283.50 feet; North 18 deg.-33 min. West, 107.60 feet; North 01 deg.-21 min. East, 89.90 feet; North 11 deg.-36 min. West, 178.40 feet; South 65 deg.-40 min. West, 186.90 feet; South 74 deg.-25 min. West, 171.00 feet; South 88 deg.-48 min. West, 259.60 feet; North 83 deg.-37 min. West, 116.60 feet; South 77 deg.-37 min. West, 193.60 feet; South 66 deg.-34 min. West, 110.40 feet; South 69 deg.-15 min. West, 218.70 feet; South 68 deg.-14 min. West, 132.80 feet; South 26 deg.-13 min. West, 166.90 feet; South 68 deg.-44 min. West, 297.10 feet; North 46 deg.-14 min. West, 194.20 feet; North 54 deg.-59 min. West, 152.10 feet to a point in the center of Clear Creek; thence leaving Clear Creek and continuing with Gordon Keyes, North 86 deg.-46 min. West, 179.00 feet to a stone; a corner common with Cumberland Cove, Inc., thence with Cumberland Cove, Inc., North 12 deg.-44 min. East, 2848.00 feet to an iron pin found; a corner common with Lot 2 and Lot 3, Block 225, Unit 201, Cumberland Lakes @ Cumberland Cove, thence with Cumberland Lakes @ Cumberland Cove, Unit 201, Blocks 225, 227, 228, and 231 the following bearings and distances South 45 deg.-32 min. East, 600.00 feet to an iron pin found; North 44 deg.-28 min. East, 360.00 feet to an iron pin set; South 45 deg.-32 min. East, 60.00 feet to an iron pin found; North 44 deg.-28 min. East, 1,050.00 feet to an iron pin found; North 47 deg.-03 min. East, 60.06 feet to an iron pin found; North 22 deg.-53 min. East, 2,060.70

feet to an iron pin found; North 01 deg.-30 min. East, 663.90
feet to an iron pin found; South 81 deg.-44 min. West, 35.00
feet to an iron pin found; North 21 deg.-05 min. West, 259.20
feet to an iron pin found; North 16 deg.-03 min. West, 216.40
feet to an iron pin found; North 11 deg.-56 min. East, 462.10
feet to an 8" Gum Tree; North 13 deg.-07 min. East, 375.90
feet to an iron pin found; North 09 deg.-32 min. East, 218.20
feet to an iron pin found; North 00 deg.-14 min. West, 376.10
feet to an iron pin found; North 15 deg.-21 min. East, 255.60
feet to an iron pin found; North 18 deg.-55 min. East, 163.80
feet to the point of BEGINNING. Containing 844.9 Acers more
or less.

Troy R. Slack

Troy R. Slack
R.L.S. Tenn. No. 680

State of Tennessee, County of CUMBERLAND
Received for record the 24 day of
SEPTEMBER 1993 at 11:04 AM. (RECH 111359)
Recorded in official records DEED
Book D456 Page 476-481
Notebook 8 Page 585
State Tax \$.00 Clerks Fee \$.00,
Recording \$ 24.00, Total \$ 24.00,
Register of Deeds JUDY GRAHAM SWALLOWS
Deputy Register VELMA DAIGHERTY

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