

FIRST AMENDMENT TO
DECLARATION OF COVENANTS AND RESTRICTIONS
OF
CUMBERLAND LAKES AT CUMBERLAND COVE UNIT 201
PROPERTY OWNERS' ASSOCIATION, INC.

THIS FIRST AMENDMENT is made this 12th day of
March, 1992, by GENERAL DEVELOPMENT CORPORATION, a
Delaware corporation authorized to transact business in the State
of Tennessee, (the "Developer").

WITNESSETH:

WHEREAS, the Developer desires to amend the Declaration
of Covenants and Restrictions for Cumberland Lakes at Cumberland
Cove Unit 201 Property Owners' Association, Inc. (the
"Declaration") for the purpose of adding additional property to
the development and to the common properties of the Association;
and

WHEREAS, prior to "turnover" the Declaration allows the
Developer to amend the Declaration;

NOW, THEREFORE, the Developer adopts the following
amendment to the Declaration, to be referred to as (the "Amended
Restrictions"):

Article II.

PROPERTY SUBJECT TO THIS DECLARATION: ADDITIONS THERETO

Section 1, Existing Property shall include all property
shown on the Amended Schedule "A" attached to these Amended
Restrictions.

Section 2, Common Properties shall include all property
shown on the Amended Schedule "B" attached to these Amended
Restrictions.

Ret.
Preparer

This instrument was prepared by:
CHAMBLISS & BAHNER
Suite 1000 - Two Union Square
Chattanooga, Tennessee 37402

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IN WITNESS WHEREOF, General Development Corporation
has caused these presents to be executed by its duly authorized
officers, and its corporate seal to be affixed at Miami, Dade
County, Florida, this 12th day of March, 1992.

GENERAL DEVELOPMENT CORPORATION
(DELAWARE), Developer

By: [Signature]
Title: Vice-President

ATTEST:

[Signature]

STATE OF FLORIDA :
 :
COUNTY OF DADE :

Before me, a Notary Public of the state and county
aforesaid, personally appeared Marcia H. Langley and
Thomas W. Jeffrey, with whom I am personally
acquainted (or proved to me on the basis of satisfactory
evidence), and who, upon oath, acknowledged themselves to be the
Vice President and Secretary of GENERAL
DEVELOPMENT CORPORATION (DELAWARE), the within named bargainor, a
corporation, and that they as such officers executed the
foregoing instrument for the purposes therein contained, by
signing the name of the corporation by themselves as Vice President
and Secretary.

WITNESS my hand and seal at office in Dade County,
Florida, this 12th day of March, 1992.

[Signature]
Notary Public **LINDA M. MYSKIW**
My Commission expires: _____

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAY 12, 1993
BONDED THRU CENTRAL TRS. ORG.

agc10/781

AMENDED SCHEDULE "A"

EXISTING PROPERTIES OF CUMBERLAND LAKES AT CUMBERLAND COVE UNIT 201 PROPERTY OWNERS' ASSOCIATION, INC. ALL LYING AND BEING IN THE PLATS ENTITLED CUMBERLAND LAKES AT CUMBERLAND COVE UNIT 201 ACCORDING TO THE PLATS THEREOF, THE ORIGINAL PLAT BEING RECORDED ON APRIL 28, 1988, IN PLAT BOOK 9, PAGES 203-205; THE PLAT OF THE FIRST ADDITION BEING RECORDED ON JULY 7, 1988 IN PLAT BOOK 9, PAGES 212-216; AND PLAT OF THE SECOND ADDITION BEING RECORDED ON OCTOBER 13, 1988, IN PLAT BOOK 9, PAGES 220-227, OF THE PUBLIC RECORDS OF THE REGISTER'S OFFICE OF CUMBERLAND COUNTY, TENNESSEE, AND AS IT MAY BE RESUBDIVIDED.

ALL LOTS, BLOCKS & TRACTS LYING IN SAID UNIT 201, INCLUDING THE FIRST AND SECOND ADDITIONS.

AMENDED SCHEDULE "B"

EXISTING PROPERTIES OF CUMBERLAND LAKES AT CUMBERLAND COVE UNIT 201 PROPERTY OWNERS' ASSOCIATION, INC. ALL LYING AND BEING IN THE PLATS ENTITLED CUMBERLAND LAKES AT CUMBERLAND COVE UNIT 201 ACCORDING TO THE PLATS THEREOF, THE ORIGINAL PLAT BEING RECORDED ON APRIL 28, 1988, IN PLAT BOOK 9, PAGES 203-205; THE PLAT OF THE FIRST ADDITION BEING RECORDED ON JULY 7, 1988 IN PLAT BOOK 9, PAGES 212-216; AND PLAT OF THE SECOND ADDITION BEING RECORDED ON OCTOBER 13, 1988, IN PLAT BOOK 9, PAGES 220-227, OF THE PUBLIC RECORDS OF THE REGISTER'S OFFICE OF CUMBERLAND COUNTY, TENNESSEE, AND AS IT MAY BE RESUBDIVIDED.

BEING TRACTS "A" THROUGH "I"

State of Tennessee, County of CUMBERLAND
Received for record the 23 day of
MARCH 1992 at 11:54 AM. (RECH 87363)
Recorded in official records DEED
Book 429 Page 346-349
Notebook 8 Page 51
State Tax \$.00 Clerks Fee \$.00,
Recording \$ 16.00, Total \$ 16.00.
Register of Deeds JUDY GRAHAM SWALLOWS
Deputy Register VELMA DAUGHERTY

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agc10/779