

Instrument prepared by: Fairfield Communities, Inc., Legal Department

- COPY -  
Original to  
Diane Dabbs  
L.R. Legal  
4/24/89

FIRST AMENDMENT TO  
SUPPLEMENTAL DECLARATION OF COVENANTS  
AND RESTRICTIONS FOR LAUREL RIDGE TOWNHOUSES  
AND BYLAWS OF LAUREL RIDGE PROPERTY OWNERS ASSOCIATION, INC.

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THIS FIRST AMENDMENT TO SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS FOR LAUREL RIDGE TOWNHOUSES AND BYLAWS OF LAUREL RIDGE PROPERTY OWNERS ASSOCIATION, INC. ("First Amendment"), is made this 3<sup>rd</sup> day of April, 1989, by Fairfield Communities, Inc., a Delaware corporation whose address is 2800 Cantrell Road, Little Rock, Arkansas 72202 ("Developer").

RECITALS

WHEREAS, on the 9th day of February, 1988, Developer, joined by the Fairfield Glade Community Club, Inc. ("P.O.A.") and the Laurel Ridge Property Owners Association, Inc. ("Association"), executed and recorded the "Supplemental Declaration Of Covenants And Restrictions For Laurel Ridge Townhouses" in Deed Book 375, Page 340 et seq. in the Office of the Register of Cumberland County, Tennessee ("Declaration"). Capitalized terms used herein shall have the same meaning as defined in the Declaration, unless the context clearly requires a different meaning; and

WHEREAS, through recordation of the Declaration, Developer also made the real property described in EXHIBIT "A" of the Declaration subject to the provisions of the "Declaration Of Covenants and Restrictions with Protective Covenants," recorded in Deed Book 99, Page 370 et seq., as amended by "Amendment To Declaration Of Covenants and Restrictions" recorded in Deed Book 161, Page 313 et seq., by "Second Amendment To Declaration Of Covenants And Restrictions" recorded in Deed Book 259, Page 108 et seq., and "Third Amendment To Declaration Of Covenants and Restrictions recorded in Deed Book 325, Page 59 et seq. all in the Office of the Register of Cumberland County, Tennessee ("Master Declaration"); and

WHEREAS, through recordation of the Declaration, the Developer created a townhouse regime known as "Laurel Ridge Townhouses," consisting of Townhouse Units and Common Area ("Laurel Ridge"), and reserved the right, pursuant to ARTICLES XV and VII of the Declaration, to amend the Declaration;

WHEREAS, Developer has determined that the following additions and revisions to the Declaration and Bylaws should be made, in the best interest

of the regime, regarding the term of the Board of Directors of the Association.

NOW, THEREFORE, pursuant to ARTICLE XV of the Declaration, the following amendments shall be made to the Declaration and Bylaws:

- I. ARTICLE X C. of the Declaration shall be amended by adding the following provision after the last sentence in said Section C.

In no event shall a Director or Officer, elected subsequent to the Initial Board Term, serve as a Director or Officer for more than six (6) consecutive years.

- II. ARTICLE III Section 3. of the Bylaws shall be amended by deleting the last two sentences in their entirety and shall be replaced by the following:

Each Director shall hold office until that Director's death, resignation, retirement, removal, disqualification, or the election and qualification of a successor Director but, in no event shall a Director, elected subsequent to the Initial Board Term, serve as a Director or officer for more than six (6) consecutive years; Directors need not be residents of the State of Tennessee.

- III. ARTICLE V Section 2. of the Bylaws is amended by deleting the last sentence in its entirety and shall be replaced by the following:

Each Director shall hold office until that Director's death, resignation, retirement, removal, disqualification, or the election and qualification of a successor Director but, in no event shall a Director, elected subsequent to the Initial Board Term, serve as a Director or officer for more than six (6) consecutive years.

In all other respects, the aforesaid Declaration is hereby ratified and affirmed.

IN WITNESS WHEREOF, Fairfield Communities, Inc., a Delaware corporation, has caused this instrument to be executed in its corporate name by its St. Vice President, attested by its [Signature] Secretary, and its corporate seal to be hereto affixed, all by order of its Board of Directors first duly given, the 3<sup>rd</sup> day of April, 1989.

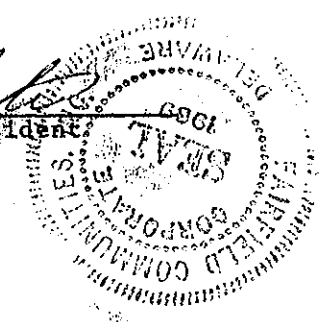
FAIRFIELD COMMUNITIES, INC.

ATTEST:

[Signature]  
Secretary

BY

[Signature]  
President



FAIRFIELD GLADE COMMUNITY CLUB, INC.

ATTEST:

[Signature]  
Secretary

BY

[Signature]  
President

LAUREL RIDGE PROPERTY OWNERS ASSOCIATION, INC.

ATTEST:

[Signature]  
Secretary

BY

[Signature]  
President

STATE OF Arkansas )  
COUNTY OF Pulaski ) SS.

Before me, the undersigned Notary Public in and for the County and State last aforesaid, personally appeared Joe T. Hunter and Eddie Keith Ewing to me known and known to be the Dr. Vice President and Secretary of Fairfield Communities, Inc., and acknowledged before me that they executed the above and foregoing instrument pursuant to the authority duly given, and that the seal affixed to said instrument is the corporate seal of said Corporation, and they further acknowledged said writing to be the act and deed of said Corporation.

3rd Witness my hand and notarial seal in the County and State aforesaid, this day of April, 1989.

Diane K. Dabbs  
Notary Public

My Commission Expires:  
2-7-97



STATE OF TENNESSEE )  
COUNTY OF CUMBERLAND ) SS.

Before me, the undersigned Notary Public in and for the County and State last aforesaid, personally appeared James F. Reed and Walter W. Crowder to me known and known to be the President and Secretary of Fairfield Glade Community Club, Inc., and acknowledged before me that they executed the above and foregoing instrument pursuant to the authority duly given, and that the seal affixed to said instrument is the corporate seal of said Corporation, and they further acknowledged said writing to be the act and deed of said Corporation.

Witness my hand and notarial seal in the County and State aforesaid, this 6th day of April, 1989.

Patricia L. Dabbs  
Notary Public

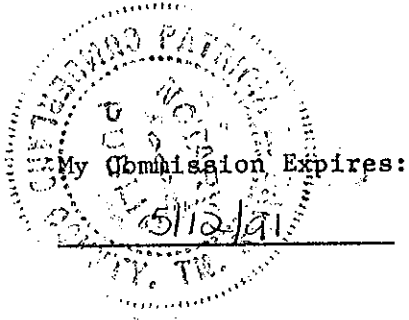
My Commission Expires:  
5/10/91



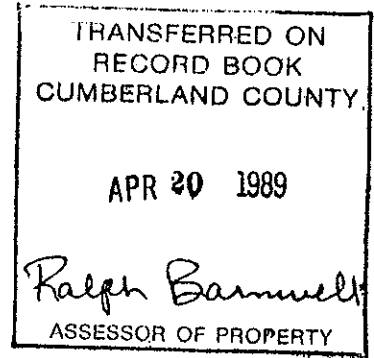
STATE OF TENNESSEE )  
 ) SS.  
COUNTY OF CUMBERLAND )

Before me, the undersigned Notary Public in and for the County and State last aforesaid, personally appeared Walter W. Crowder and Pamala A. Welch to me known and known to be the President and Secretary of Laurel Ridge Property Owners Association, Inc., and acknowledged before me that they executed the above and foregoing instrument pursuant to the authority duly given, and that the seal affixed to said instrument is the corporate seal of said Corporation, and they further acknowledged said writing to be the act and deed of said Corporation.

Witness my hand and notarial seal in the County and State aforesaid, this 6th day of April, 1989.



Patricia L. Davis  
Notary Public



STATE OF TENNESSEE, CUMBERLAND COUNTY

The foregoing instrument & certificate were noted in Note Book 3, Page 120 At 11:52 O'clock A.M. April 17, 1989  
and recorded in Deed Book 377 Page 767 State Tax Paid \$ --- Fee --- Recording Fee 20.00 Total \$ 20.00  
Witness My Hand, Judy Graham Swallows, Register  
Receipt No. 37616

By: Margaret Madewell  
d.R.

771