

Prepared By & Hold For: Greg L. Hinshaw

BOOK 3397 PAGE 589

NORTH CAROLINA
WAKE COUNTY

SECOND AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS & RESTRICTIONS FOR STAFFORD
TOWNHOMES

THIS SECOND AMENDMENT to the Stafford Townhomes Declaration, made on the date hereinafter set forth, by Heritage Green Associates, a North Carolina General Partnership organized under the laws of North Carolina, hereinafter referred to as "Declarant".

W I T N E S S E T H:

WHEREAS, Declarant has previously executed and recorded the Declaration of Covenants, Conditions & Restrictions for Stafford Townhomes, the same having been recorded on May 16, 1984 in Book 3284, Pages 87 through 109, Wake County Registry, and amended in the First Amendment to Declaration recorded on July 30, 1984, in Book 3325, pages 525 through 528, Wake County Registry; and,

WHEREAS, Declarant is desirous of obtaining Veterans Administration approval; and,

WHEREAS, the Veterans Administration is requiring certain amendments to the Declarations.

NOW, THEREFORE, Declarant hereby amends the Declarations as follows:

- A. Article V, Section 9, Subparagraph C shall be amended so as to change "ten percent (10%)" to "twenty-five percent (25%)".
- B. Article X, Section 3, shall be amended by adding the following sentence: "Any conveyance by the Association hereunder shall require approval of the members as provided in Article X, Section 6."
- C. Article X, Section 8 is hereby deleted in its entirety. The remaining paragraphs of Article X shall not be re-numbered.
- D. Article VIII, Section 2, shall be amended by changing the word "property" to "common area" throughout this paragraph.

EXCEPT as hereinabove amended, said Declaration and Amendments to Declaration are hereby ratified and confirmed.

IN WITNESS WHEREOF, the undersigned, being the general partners of
Declarant herein, have executed this instrument this 12 day of
July, 1984.

HERITAGE GREEN ASSOCIATES, a North
Carolina General Partnership

ATTEST:

BY: Preferred Investments, Inc.,
a General Partner

BY: Roy Pinyoun
Roy Pinyoun, Vice President

(CORPORATE SEAL)

BY: WALLACE-HUNT ASSOCIATES, a General
Partner

BY: Hunt Properties, Inc.,
a General Partner

BY: K. Neal Hunt
K. Neal Hunt, President

(CORPORATE SEAL)

ATTEST:

BY: R.P. WALLACE CONSTRUCTION COMPANY,
a General Partner

BY: R.P. Wallace
R.P. Wallace, President

(CORPORATE SEAL)

NORTH CAROLINA

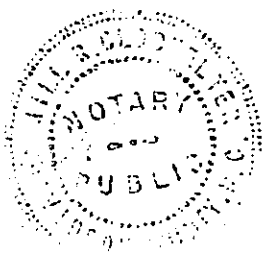
GUILFORD COUNTY

I, Jill R. Clodfelter, a Notary Public of the County of
Guilford, State of North Carolina, do hereby certify that Roy Pinyoun,
personally appeared before me this day and acknowledged that he is Vice
President of Preferred Investments, Inc., General Partner, and that by
authority duly given and as the act of the corporation, the foregoing
instrument was signed in its name by its Vice President, sealed with its
corporate seal and attested by its Secretary.

Witness my hand and official seal this the 12 day of July,
1984.

Jill R. Clodfelter
Notary Public

My Commission expires: 4/18/89



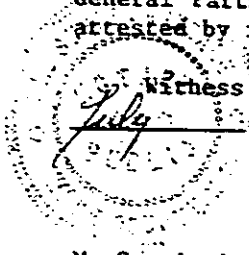
NORTH CAROLINA

BOOK 3397 PAGE 591

WAKE COUNTY

I, L. L. Randle, a Notary Public of the County of Wake, State of North Carolina, do hereby certify that K. Neal Hunt, personally appeared before me this day and acknowledged that he is President of Hunt Properties, Inc., General Partner of Wallace-Hunt Associates, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name as General Partner by its President, sealed with its corporate seal and attested by its Secretary.

Witness my hand and official seal this the 12th day of July, 1984.



L. L. Randle
Notary Public

My Commission expires: 2-13-88

NORTH CAROLINA

WAKE COUNTY

I, L. L. Randle, a Notary Public of the County of Wake, State of North Carolina, do hereby certify that R.P. Wallace, personally appeared before me this day and acknowledged that he is President of R.P. Wallace Construction, General Partner, and that by authority duly given and as the act of the General Partner, the foregoing instrument was signed in its name as General Partner by its President, sealed with its corporate seal and attested by its Secretary.

Witness my hand and official seal this the 12th day of July, 1984.



L. L. Randle
Notary Public

My Commission expires: 2-13-84

IN WITNESS WHEREOF, the undersigned Owners have executed this instrument this 12th day of July, 1984.

Ronald P. Marsh (SEAL) Sara G. Marsh (SEAL)
RONALD P. MARSH SARA G. MARSH

Karen Trask Copeland (SEAL) Janet C. Betts (SEAL)
KAREN TRASK COPELAND JANET C. BETTS

George J. Freeman (SEAL) Molly J. Freeman (SEAL)
GEORGE J. FREEMAN MOLLY FREEMAN

Candice V. Diehl (SEAL) Robyn C. Diehl (SEAL)
CANDICE V. DIEHL ROBYN C. DIEHL

James G. Burnette (SEAL) Judy W. Burnette (SEAL)
JAMES G. BURNETTE JUDY W. BURNETTE

John C. Loving (SEAL)
JOHN C. LOVING

NORTH CAROLINA

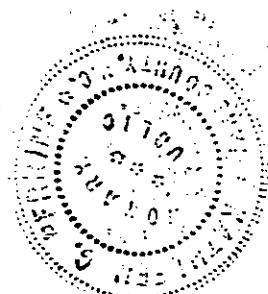
WAKE COUNTY

I, Kathleen H. Perrine (Vitarrelli), a Notary Public of the County and State aforesaid, do hereby certify that Ronald P. Marsh and wife, Sara G. Marsh, personally appeared before me this day and acknowledged execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen H. Perrine (Vitarrelli)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

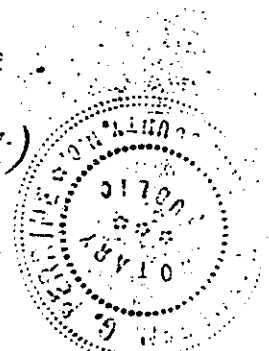
WAKE COUNTY

I, Kathleen H. Perrine (Vitarrelli), a Notary Public of the County and State aforesaid, do hereby certify that Karen Trask Copeland personally appeared before me this day and acknowledged execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen H. Perrine (Vitarrelli)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

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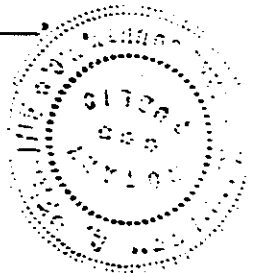
WAKE COUNTY

I, Kathleen C. Perrine (Vitarrell), a Notary Public of the County and State aforesaid, do hereby certify that Janet C. Betts personally appeared before me this day and acknowledged execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen C. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

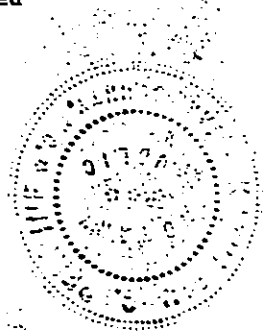
WAKE COUNTY

I, Kathleen C. Perrine (Vitarrell), a Notary Public of the County and State aforesaid, do hereby certify that George J. Freeman and wife, Molly J. Freeman, personally appeared before me this day and acknowledged execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen C. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

WAKE COUNTY

I, Kathleen C. Perrine (Vitarrell), a Notary Public of the County and State aforesaid, do hereby certify that Candice V. Diehl personally appeared before me this day and acknowledged execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen C. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

WAKE COUNTY

I, Kathleen C. Perrine (Vitarrell), a Notary Public of the County and State aforesaid, do hereby certify that Robyn C. Diehl personally appeared before me this day and acknowledged execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen C. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

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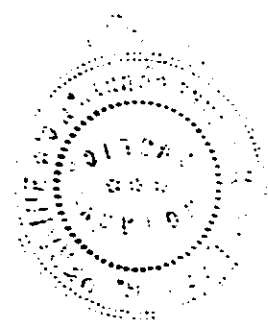
WAKE COUNTY

I, Kathleen G. Perrine (Vitarrell), a Notary Public of the County and State aforesaid, do hereby certify that James G. Burnette and wife, Judy W. Burnette, personally appeared before me this day and acknowledged execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen G. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

WAKE COUNTY

I, Kathleen G. Perrine (Vitarrell), a Notary Public of the County and State aforesaid, do hereby certify that John C. Loving personally appeared before me this day and acknowledged execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen G. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86



CERTIFICATION OF VALIDITY OF AMENDMENT TO COVENANTS, CONDITIONS AND RESTRICTIONS OF STAFFORD TOWNHOMES ASSOCIATION, INC.

By authority of its Board of Directors, Stafford Townhomes Association, Inc. hereby certifies that the foregoing instrument has been duly executed by the owners of 90 percent of the lots of Stafford Townhomes and is therefore a valid amendment to existing covenants, conditions and restrictions of Stafford Townhomes Association, Inc.

STAFFORD TOWNHOMES ASSOCIATION, INC.

BY: K. Neal Hunt
President



Paul D. Wallace
Secretary

NORTH CAROLINA

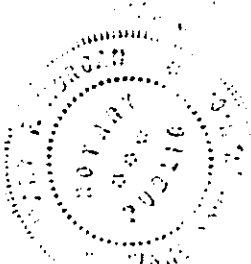
WAKE COUNTY

I, Maura L. Morgan, a Notary Public of the County and State aforesaid, do hereby certify that K. Neal Hunt personally appeared before me this day and acknowledged that he is President of Stafford Townhomes Association, Inc. and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal and attested by its Secretary.

Witness my hand and official seal this the 3rd day of August, 1984.

Maura L. Morgan
Notary Public

My Commission expires: My Commission Expires 8/16/86



IN WITNESS WHEREOF, the undersigned Owners have executed this instrument this 12th day of July, 1984.

Owner Robert M. Hall (SEAL) Owner _____ (SEAL)

James Patrick Smith (SEAL) _____ (SEAL)
Owner Owner

H. T. S. S. S. S. (SEAL) _____ (SEAL)
Owner Owner

Frederick R. Owens (SEAL) Robert J. Owens (SEAL)
Owner Owner

NORTH CAROLINA

WAKE COUNTY

I, Suzanne L. Perreault-Virelli, a Notary Public of the County and State
aforesaid, do hereby certify that Robert M. Ash
, personally appeared before me this day and acknowledged the
execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen J. Perrine (Witness)
Notary Public

My Commission expires: 8/16/86

NORTH CAROLINA

WAKE COUNTY

I, Kathleen G. Ferraro (V. Iacelli), a Notary Public of the County and State of California, do hereby certify that James G. Durnette and wife Judy W. Durnette, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen H. Perrine (Viterelli)
Notary Public

My Commission expires: 9/16/86

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SECOND AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS & RESTRICTIONS FOR STAFFORD TOWNHOMES

IN WITNESS WHEREOF, the undersigned Owners have executed this
instrument this 12th day of July, 1984.

[Signature] (SEAL) [Signature] (SEAL)
Owner Owner

[Signature] (SEAL) [Signature] (SEAL)
Owner Owner

[Signature] (SEAL) [Signature] (SEAL)
Owner Owner

[Signature] (SEAL) [Signature] (SEAL)
Owner Owner

NORTH CAROLINA

WAKE COUNTY

I, Kathleen G. Perrine (Vitarrell), a Notary Public of the County and State
aforesaid, do hereby certify that John C. Lovin,
personally appeared before me this day and acknowledged the
execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of
July, 1984.

Kathleen H. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86

NORTH CAROLINA

WAKE COUNTY

I, Kathleen G. Perrine (Vitarrell), a Notary Public of the County and State
aforesaid, do hereby certify that James Tabary Smith,
personally appeared before me this day and acknowledged the
execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of
July, 1984.

Kathleen H. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86

NORTH CAROLINA

WAKE COUNTY

I, Kathleen G. Perrine (Vitarrell), a Notary Public of the County and State
aforesaid, do hereby certify that William F. Henderson,
personally appeared before me this day and acknowledged the
execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of
July, 1984.

Kathleen H. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86

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NORTH CAROLINA

WAKE COUNTY

I, Kathleen G. Perrine (Vitarelli), a Notary Public of the County and State aforesaid, do hereby certify that Frederick R. Drews and wife, Dolores J. Drews, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen G. Perrine (Vitarelli)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

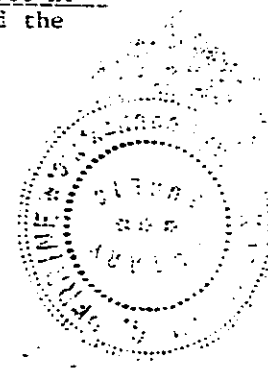
WAKE COUNTY

I, Kathleen G. Perrine (Vitarelli), a Notary Public of the County and State aforesaid, do hereby certify that Charles J. Moore and wife, Margaret H. Moore, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen G. Perrine (Vitarelli)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

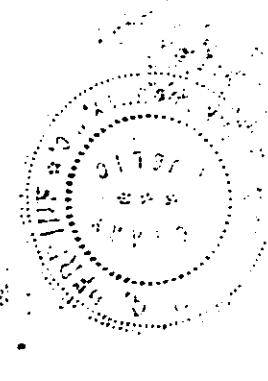
WAKE COUNTY

I, Kathleen G. Perrine (Vitarelli), a Notary Public of the County and State aforesaid, do hereby certify that Richard Heins Lawrence and wife, Dianne Scoggins Lawrence, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen G. Perrine (Vitarelli)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

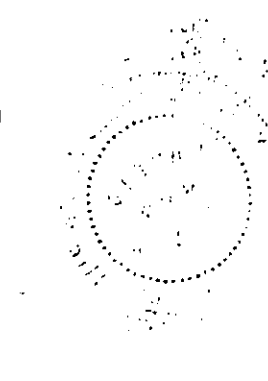
WAKE COUNTY

I, Kathleen G. Perrine (Vitarelli), a Notary Public of the County and State aforesaid, do hereby certify that William Prentiss Baker, III and wife, Joan M. Baker, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of July, 1984.

Kathleen G. Perrine (Vitarelli)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

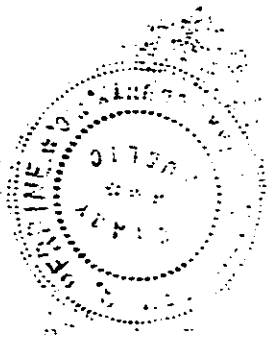
WAKE COUNTY

I, Kathleen G. Perrine (Vitarrell), a Notary Public of the County and State
aforesaid, do hereby certify that Joseph E. Mitchell, Jr. and wife, Faulette V.
Mitchell, personally appeared before me this day and acknowledged the
execution of the foregoing instrument.

Witness my hand and official seal this the 4th day of
December, 1984.

Kathleen H. Perrine (Vitarrell)
Notary Public

My Commission expires: 8/16/86



NORTH CAROLINA

WAKE COUNTY

NORTH CAROLINA - WAKE COUNTY

The foregoing certificate of Will R. Chaddell
& Susan Margaret
Kathleen H. Perrine (Vitarrell)
Brian F. Morgan Notary Public is

(are) certified to be correct. This instrument and this certificate are duly registered at the date and time
and in the book and page shown on the first page hereof.

KENNETH C. WILKINS, Register of Deeds

By Cladon E. Smith
Asst. / Deputy Register of Deeds