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Alamance, NC
DAVID J.P. BARBER REGISTER OF DEEDS
BK 2234 PG 1-6

THIRD AMENDMENT OF DECLARATION OF RESTRICTIVE COVENANTS AND DECLARATION OF PLANNED COMMUNITY FOR HERITAGE GLEN (ESTATES SECTION)

Prepared By: Joseph J. Kalo, IV
(Without Benefit of Title Examination)
Return To: Wishart, Norris, Henninger & Pittman, P.A.
P.O. Box 1998, Burlington, N.C. 27216-1998

NORTH CAROLINA
ALAMANCE COUNTY

THIS THIRD AMENDMENT OF DECLARATION OF RESTRICTIVE COVENANTS AND DECLARATION OF PLANNED COMMUNITY FOR HERITAGE GLEN, made on this 11th day of March, 2005 by CORNERSTONE PROPERTIES OF ALAMANCE, LLC, a North Carolina limited liability company (hereinafter "Declarant");

W I T N E S S E T H:

WHEREAS, Declarant has heretofore recorded a *Declaration of Restrictive Covenants and Declaration of Planned Community For Heritage Glen* in Deed Book 1327, Page 798 of the Alamance County Registry (hereinafter the "Declaration"); and,

WHEREAS, paragraph 28G of the Declaration provides that Declarant specifically reserves the right, but not the obligation, to add additional real property as shown for "Future Development" (or words of like import) on plats and plans to the Property (as such term is defined in the Declaration) as additional phases of the development plan; and,

WHEREAS, paragraph 28G of the Declaration provides that in the event that Declarant shall elect to increase the area comprising Heritage Glen Subdivision, the owners of lots on any such additional property shall be members of the Heritage Glen Property Owners Association, Inc. (hereinafter the "Association")

WHEREAS, Declarant now desires to increase the area comprising Heritage Glen Subdivision and to increase the membership of the Association as hereinafter set forth.

(6) 29.00

NOW, THEREFORE, Declarant does hereby declare, covenant, and agree with all persons, firms, and corporations now owning or hereinafter requiring any one or more of the lots designated as Lots Two (2) through Thirty-Nine (39), both inclusive (hereinafter "Estates Section") as shown on those certain plats entitled "Final Plat, Sheet 1 of 2, Phase III - Estates Section, Heritage Glen" and "Final Plat, Sheet 2 of 2, Phase III - Estate Section, Heritage Glen" which plats are duly recorded in Plat Book 69 at Pages 347 and 348 respectively of the Alamance County Registry (hereinafter collectively the "Estates Section Plat") that except as modified hereby, the Estates Section is hereby subjected to the provisions set forth in the Declaration subject, however, to the modifications hereinafter set forth. In the event of a conflict between the terms of the Declaration and this Amendment applicable to the Estates Section, this Amendment shall control. For purposes of construction of the Declaration as it shall apply to Estates Section, the word "lot" shall be defined as originally defined in the Declaration and shall include any of the lots numbered Two (2) through Thirty-Nine (39), both inclusive as shown on the Estates Section Plat. The word "Subdivision" shall include the lots shown on the Plat (as defined in the Declaration) together with all lots shown on the Estates Section Plat and the word "Plat" shall be defined as originally defined in the Declaration and shall also include the Estates Section Plat.

1. Notwithstanding any language in the Declaration or any amendment thereto to the contrary, the setbacks for the Estates Section shall be as follows:

No dwelling shall be located on any lot nearer than 35 feet to any front line nor nearer than 20 feet to a side street line. Further, no dwelling shall be located nearer than 12 to an interior lot line or nearer than 25 feet of a rear lot line. Notwithstanding any other provisions of the Declaration, or any amendment thereto, a summer house, pagoda, greenhouse, house for storage of garden tools and supplies or other outbuilding may be constructed upon a Lot if approved by the Architectural Committee. If so approved such structures are subject to lesser rear setback requirements and may be located no nearer than 12 feet of a rear lot line for the Cornerstone Section.

2. Section 7 of the Declaration relating to the size of dwelling shall be modified to provide that no dwelling shall be erected or allowed to remain upon any lot within the Estates Section having a heated living area of less than the following:

   a. For a 1-story dwelling - 2,000 square feet; and,
   b. For a multiple level dwelling - 2,400 square feet with at least 1,400 square feet on the ground floor.

3. In addition to the covenants, conditions, and restrictions imposed by the declaration as modified by this Amendment, the following additional covenants, conditions, and restrictions shall apply to the Estates Section:

   a. At least eighty percent (80%) of the total exterior of any dwelling situated within the Estates Section must be masonry which includes, but is not limited to, rock, brick, stucco or stone.

b. The main roof on each dwelling situated within any lot within the Estates Section must have a roof pitch no less than 7:12.

c. The architectural requirements set forth in this paragraph 3 may be deviated from only upon written consent of the Architectural Committee duly filed in the Alamance County Registry.

Except as expressly modified herein the terms and conditions of the Declaration and Amendment shall remain in full force and effect as to the aforesaid Estates Section. Declarant has heretofore executed a Deed of Trust to W. R. Gilliam, Trustee for the benefit of Community Savings Bank, said Deed of Trust being dated February 11, 1999 and recorded February 19, 1999 in Deed of Trust Book 1260, Page 218 of the Alamance County Registry (hereinafter the "Deed of Trust").

By its joinder in the execution of this instrument, Capital Bank (formerly Community Savings Bank, SSB) does hereby subordinate the lien of the Deed of Trust to the extent but only to the extent that the Deed of Trust shall be subordinate to the terms and provisions of this instrument as if this instrument had been recorded one minute prior to the Deed of Trust. Thomas K. Manning, Trustee of the Deed of Trust by virtue of Substitution of Trustee recorded in Deed Book 1738, Page 490, joins in the execution of this instrument at the request and direction of Capital Bank.

IN WITNESS WHEREOF, the Declarant has caused this instrument to be executed in its company name by its duly authorized member- manager and has adopted as its seal the word "SEAL" appearing beside its name, and Thomas K. Manning, Trustee, has hereunto set his seal and Capital Bank has caused this instrument to be executed in its corporate name by its duly authorized officers and its seal to be hereunto affixed by authority of its Board of Directors, the day and year first above written.

CORNERSTONE PROPERTIES OF ALAMANCE, LLC (SEAL)

By: _____ (SEAL)
Randy L. Faircloth, Member-Manager

By: _____ (SEAL)
Stephen D. Shoffner, Member-Manager

TRUSTEE:

_____(SEAL)
THOMAS K. MANNING, Trustee

LENDER:

CAPITAL BANK (FORMERLY COMMUNITY SAVINGS BANK, SSB)

By: _____
Asst Vice President

ATTEST:

_____
Asst Secretary

(Corporate Seal)



NORTH CAROLINA
ALAMANCE COUNTY

I, Janice D Shepherd, a Notary Public of said County, do hereby certify that Randy L. Faircloth, Member-Manager of CORNERSTONE PROPERTIES OF ALAMANCE, LLC, personally appeared before me this day and acknowledged the execution and sealing of the foregoing instrument as Member-Manager on behalf of and as the act of CORNERSTONE PROPERTIES OF ALAMANCE, LLC.

Witness my hand and official seal, this the 11 day of April, 2005.

Janice D Shepherd
Notary Public

My Commission Expires: 1/6/10

OFFICIAL SEAL
NOTARY PUBLIC
Alamance County, NC
JANICE S. SHEPHERD

NORTH CAROLINA
ALAMANCE COUNTY

I, Janice D Shepherd, a Notary Public of said County, do hereby certify that Stephen D. Shoffner, Member-Manager of CORNERSTONE PROPERTIES OF ALAMANCE, LLC, personally appeared before me this day and acknowledged the execution and sealing of the foregoing instrument as Member-Manager on behalf of and as the act of CORNERSTONE PROPERTIES OF ALAMANCE, LLC.

Witness my hand and official seal, this the 11 day of April, 2005.

Janice D Shepherd
Notary Public

My Commission Expires: 1/6/10

OFFICIAL SEAL
NOTARY PUBLIC
Alamance County, NC
JANICE S. SHEPHERD

NORTH CAROLINA
ALAMANCE COUNTY

I, Brian Clayton, a Notary Public of said County, do hereby certify that THOMAS K. MANNING, Trustee, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 13th day of April, 2005.

Brian Clayton
Notary Public

My Commission Expires: April 7, 2007

OFFICIAL SEAL
Notary Public, North Carolina
Alamance County
BRIAN CLAYTON
My Commission Expires April 7, 2007

NORTH CAROLINA
ALAMANCE COUNTY

I, Brian Clayton, a Notary Public of said County, do hereby certify that Carolyn D. Zimmer personally came before me this day and acknowledged that (s)he is (assistant) secretary of CAPITAL BANK, a corporation, the foregoing instrument was signed in its name by its (vice) president, sealed with its corporate seal, and attested by himself/herself as its (assistant) secretary.

Witness my hand and official seal, this 13th day of April, 2005.

Brian Clayton
Notary Public

My Commission Expires: April 7, 2007

OFFICIAL SEAL
Notary Public, North Carolina
Alamance County
BRIAN CLAYTON
My Commission Expires April 7, 2007

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State of North Carolina Alamance County
The foregoing certificate(s) of
Janice S. Shepherd
Brian Clayton
A Notary (Notaries) Public of the Designated Governmental units is (are) certified to be correct.
This the 25 day of Aug. 2005
DAVID J. P. BARBER Deborah H. Long
Register of Deeds By Assistant/Deputy