Prepared by and return to: Nathaniel C. Smith, Bagwell & Holt, P. A., 100 Europa Dr., Suite 421, Chapel Hill, NC 27514

NORTH CAROLINA
ORANGE COUNTY

FOR MULTIPLE PIN SHEET
SEE BOOK 2153 PAGE 362-368

THIRD AMENDMENT TO DECLARATION OF RESTRICTIONS AND COVENANTS FOR HOMESTEAD VILLAGE SUBDIVISION

THIS AMENDMENT is made this day of October, 2000 by Landwright Corporation, a North Carolina corporation hereinafter referred to as the "Developer" and JANE ANDERSON, WILLIAM M. BALL and wife LENORE B. BALL, ALAN P. BOCKO, DANIEL J. CAPLAN and wife TERRI A. CAPLAN, STEVEN M. CASEY and wife REBECCA J. CASEY, JOHN R. COVACH and wife JULIE A. COVACH, ROBERT B. DAVIS and wife GINA L. DAVIS, THOMAS W. DAVIS and wife SONIA M. DAVIS, DEBORAH A. DELCORRO, ROBIN P. DERUYSCHER, NANCY H. DERUYSCHER, JOANN P. ESTES, FRANK D. FALKOVIC, MARGARET B. FALKOVIC, DOROTHY A. FERA, LAM WAI FONG, MARY N. GALLOWAY, MICHAEL P. GAMCSIK and wife GEORGIA GAMCSIK, J. DANIEL GOODWIN, ROGER F. GOREY and wife JANE E. GOREY, WILLIAM J. GRASTY and wife BETTY C. GRASTY, MATTHEW R. HALL and wife TRACI M. HALL, WARREN J. HARDING and wife MARY K. HARDING, BRUCE A. HEFLIN II and wife SUSAN M. HEFLIN, JOYCE S. HICKEY, JERRY W. HOWERTON and wife NAZEEN N. HOWERTON, IAN D. HUNTER and wife JILL K. HUNTER, ROBIN P. DERUYSCHER and wife NANCY HYDE DERUYSCHER, DONN JARRELL and wife BEVERLY JARRELL, CHARLES R. JONES and wife DARLENE C. JONES, RAYMOND L. KABIGTING and wife A. D. KABIGTING, YOUNG A. KIM, DIANE K. KJERVIK, KENNETH ELDRED KLEIN and wife DEBRA L. KLEIN, STEPHEN LONEGAN and wife TRUDY K. LONEGAN, ZENAIDA G. MACAPAGAL, JEFFREY MACDONALD and wife JANET K. MACDONALD, DARIN T. MANN and wife SHERRY L. MANN, GROVER C. MCCAIN, JR., DONALD GLOVER MCLENNAN, JR. and wife DIANA L. MCLENNAN, SHARON MORRISSEY, ROBERT A. PATTERSON and wife JEANNETTE A. JOHNSON, ROBERT POINDEXTER and wife MARY S. POINDEXTER, ROGERIO T. N. PRATA and wife ELIZABETH M. PRATA, LUZVIMINDA B. PURA, REMIGIO J. PURA, CAROLINE W. RABY, MARY A. RHYNE, SCOTT A. RUBIN and wife JOANN RUBIN, HASSAN SAFVI, MEHAR SAFVI, ELEANOR M. SCHALLER, E. A. SECHREST, JR. and wife LOVE L. SECHREST, BHUPENDRA L. SEN and wife PROMILA C. SEN, MIROSLAV STYBLO, XICHUN SUN, LOUIS M. TAFF and wife CAROLYN M. TAFF, R. TENORIO, CHAN WEI TING, LJUDMILA TROFIMOVA, JOHN WAYNE VANDERBURG, KENNETH J. VETTERS and wife FRANCES G. VETTERS, JUNE E. WEATHERLEY, TIMOTHY P. WILLIAMS and LUCY H. WILLIAMS, hereafter referred to as "Lot Owners";

WITNESSETH:

WHEREAS, on or about December 27, 1995, the Developer filed that certain document entitled "Declaration of Restrictions and Covenants for Homestead Village Subdivision" which was recorded at Book 1420, Page 456, Orange County Registry, which document has

subsequently been amended by that certain Amendment to Declaration of Restrictions and Covenants for Homestead Village Subdivision, of record at Book 1585, Page 433, Orange County Registry, and by that certain Second Amendment to Declaration of Restrictions and Covenants for Homestead Village Subdivision, of record at Book 1951, Page 329, Orange County Registry (collectively, these documents are hereinafter referred to as the "Declaration"); and

WHEREAS, the Lot Owners are the owners of more than 75% of the developed and undeveloped lots in Homestead Village Subdivision, as shown on plat and survey thereof recorded in Plat Book 76, Pages 61 and 62, Orange County Registry; and

WHEREAS, the Lot Owners, representing more than 75% of all existing owners of developed and undeveloped lots in Homestead Village Subdivision, have the right and authority, pursuant to Section 3, Paragraph 2 of the Declaration, to amend the Declaration; and

WHEREAS, the Lot Owners desire to amend the Declaration by adding the following paragraph as Section 1, Paragraph 7(11) of the Declaration:

> Notwithstanding any provisions herein to the contrary, the Developer shall, in lieu of developing the storm water detention ponds as provided elsewhere in this Declaration, fill in the ponds in accordance with the terms and conditions of that certain Zoning Compliance Permit issued by the Town of Chapel Hill on or about August 2, 2000. Developer shall commence work as described herein not less than thirty (30) days following the enactment of this Third Amendment to Declaration by the Association, and Developer shall proceed to complete the work with due diligence. Within thirty (30) days from the date of completion of the work, the Developer shall provide to the Town of Chapel Hill and to the Association an Engineer's Certification verifying and confirming that the project has been completed in accordance with the plans and specifications previously approved by the Town of Chapel Hill.

Except as amended hereinabove, the Declaration is hereby reaffirmed, ratified and continued in full force and effect.

IN WITNESS WHEREOF, the Developer has caused this instrument to be signed in its corporate name and its seal to be affixed by authority of its Board of Directors, and the Lot Owners have hereunto set their hands and seals, as of the day and year first above written.

DEVELOPER SIGNATURE PAGE AND ACKNOWLEDGMENT

LANDWRIGHT CORPORATION

By: _____
Richard H. Wright, III, President

ATTEST:

_____
Secretary

(CORPORATE SEAL)

NORTH CAROLINA
ORANGE COUNTY

I, Jackie B. Dabbs, a Notary Public for said County and State, do hereby certify that Kathy Harding personally came before me this day and acknowledged that She is the _____ Secretary of Landwright Corporation, a corporation, and that by authority duly given, and as the act of the corporation, the foregoing instrument was signed by its _____ President, Richard H. Wright III, sealed with its corporate seal, and attested by him/her as its _____ Secretary.

Witness my hand and seal this 11 day of October, 2000.

_____
Notary Public

My commission expires: 01/04/03

HOMEOWNERS SIGNATURE PAGES

Address or lot #	Signature
115 Portsmith Pl	Kenneth James Vetter (SEAL)
115 Portsmith Pl.	Frances G Vetter (SEAL)
204 Chesapeake Way	Carolyn M. Taff (SEAL)
204 Chesapeake Way	Lewis M. Taff (SEAL)
102 Hearthstone Lane	Joyce S. Hickey (SEAL)
113 Portsmith	Trudy Honeycutt (SEAL)
113 Portsmith Pl	(SEAL)
200 Chesapeake Way	(SEAL)
109 ~~HEARTHSTONE~~ LN	(SEAL)
109 Hearthstone Lane	(SEAL)
303 Chesapeake Way	(SEAL)
102 Savannah Terrace	Lucy H. Wellons (SEAL)
102 SAVANNAH TERRACE	(SEAL)
102 Portsmith Place	(SEAL)
110 Hearthstone Lane	(SEAL)
203 Chesapeake Way	Daniel J Caplan (SEAL)
101 PORTSMITH	(SEAL)
203 CHESAPEAKE WAY	Terri A. Caplan (SEAL)
109 Portsmith Pl	Caroline W Raby (SEAL)

306 Chesapeake Way	Matthew J. Jones Sr.	(SEAL)
109 Portsmith Pl.		(SEAL)
203 Portsmith Pl.	Darlene C. Jones	(SEAL)
203 Portsmith Pl.	Charles R. Jones	(SEAL)
216 Chesapeake Way	Jeanne P Estes	(SEAL)
102 BRUNSWICK COURT	Gina L. Davis	(SEAL)
111 PORTSMITH PLACE		(SEAL)
108 HEARTHSTONE LN.		(SEAL)
102 BRUNSWICK CT		(SEAL)
103 Brunswick CT	Scott Rush	(SEAL)
103 Brunswick Ct	Joann Rubin	(SEAL)
101 Portsmith Place	Mary K. Harding	(SEAL)
211 Chesapeake Way	Matthew C Hall	(SEAL)
211 Chesapeake Way	Tracy J Hall	(SEAL)
104 Portsmith Place	Irene E. Weatherly	(SEAL)
100 Chesapeake Way		(SEAL)
201 Chesapeake Way		(SEAL)
201 Chesapeake Way	Elizabeth M Pruett	(SEAL)
210 Chesapeake Way		(SEAL)
210 Chesapeake Way	Judith Macdonald	(SEAL)
106 Chesapeake Way	Sara M Davis	(SEAL)
105 Chesapeake Way		(SEAL)

105 Chesapeake Way	(SEAL)
200 Chesapeake Way	(SEAL)
103 Savannah Terrace	(SEAL)
110 CHESAPEAKE WAY	(SEAL)
106 Chesapeake Way	(SEAL)
110 Chesapeake Way	(SEAL)
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107 Portsmouth Pl	Robert Poindexter	(SEAL)
107 Portsmith Pl	Mary S. Poindexter	(SEAL)
103 Savannah Terrace	Beverly Jarrell	(SEAL)
106 Savannah Terrace	A.D. Mahaffey	(SEAL)
106 SAVANNAH TER.		(SEAL)
105 SAVANNAH TER		(SEAL)
104 CHESAPEAKE WAY	Mildred A. McCown	(SEAL)
205 Chesapeake Way		(SEAL)
205 Chesapeake Way		(SEAL)
202 Chesapeake Way		(SEAL)
204 PORTSMITH PLACE		(SEAL)
204 Portsmith Place	Jill R. Hunter	(SEAL)
105 Portsmith Place		(SEAL)
105 Portsmith Place		(SEAL)
206 Chesapeake Way		(SEAL)
206 Chesapeake Way		(SEAL)
202 PORTSMITH PLACE		(SEAL)
207 Chesapeake Way		(SEAL)
207 Chesapeake Way		(SEAL)
105 SAVANNAH TERR		(SEAL)
202 Chesapeake Way		(SEAL)
109 Chesapeake Way		(SEAL)

209 Chesapeake Way	Ljudmila Trofimova	(SEAL)
213 Chesapeake Way	Robert L Patterson	(SEAL)
213 Chesapeake Way	Stacy Jean Patterson	(SEAL)
103 Portsmith Place	William M. Ball	(SEAL)
103 Chesapeake Way	Diana L McKennon	(SEAL)
103 CHESAPEAKE WAY	Donald Glover McKennon	(SEAL)
103 Portsmith Pl	Elenore B Ball	(SEAL)
110 Portsmith Pl.	Nelson Sapp	(SEAL)
110 Portsmith Pl.	Hanan Sapp	(SEAL)
304 Chesapeake Way	Jerry L Howerton	(SEAL)
304 Chesapeake Way	Maureen N. Howerton	(SEAL)
101 Heathstone Ln		(SEAL)
101 Heathstone Ln.	Michele Chudik	(SEAL)
205 Portsmith Place	Kay Hyde	(SEAL)
205 Portsmith Place	Nancy Hyde Hargrove	(SEAL)
100 Savannah Terrace	Sharon A. Mann	(SEAL)
100 Savannah Terrace	Dale T. Mann	(SEAL)
110 HEATHSTONE LANE	Ed Lee	(SEAL)
102 Chesapeake Way	Kenneth Edward Klein	(SEAL)
106 Portsmith Place	Diane K. Kiesow	(SEAL)
306 Chesapeake Way	Betty Ann Gray	(SEAL)
208 Chesapeake Way	J. Daniel Gardenier	(SEAL)

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208 CHESAPEAKE WAY	[illegible] Galloway	(SEAL)
305 Chesapeake Way.	Dorothy A. Fiero	(SEAL)
102 Chesapeake Way.	Debra L. Klein	(SEAL)
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HOMEOWNERS SIGNATURE PAGE

Address or Lot #	Signature
302 CHESAPEAKE WAY	Susan M. Hopkins Bruce A Hopkins

HOMEOWNERS ACKNOWLEDGMENT - PAGE 1

NORTH CAROLINA
Durham COUNTY

I, the undersigned, a Notary Public in and for the said State and County, do hereby certify that the following persons personally appeared before me this day and acknowledged the due execution of the foregoing instrument: (PRINT OR TYPE NAMES)

sly Kenneth James Vetters, Frances G. Vetters, Carolyn M. Taff,
Louis M. Taff, Joyce S. Hickey, Trudy K. Lonegan, Stephen Lonegan,
Jane Anderson, Roger F. Gorey, Jane E. Gorey,
Eleanor M. Schaller, Timothy P. Williams, Lucy H. Williams,
Young Ahe Kim, Love L. Sechrest, Daniel J. Caplan,
sly Warren J. Harding, Terri A. Caplan, Caroline W. Raby
William J. Grasty, Jr., Grover C. McCain, Jr., Darlene C. Jones,
Charles P. Jones, Joanne P. Estes, Gina L. Davis,
sly R Tenorio, Zenaida G. Macapagal, Robert Davis,
sly Scott Rubin, Joann C. Rubin, [redacted] Mary K. Harding,
Matthew R Hall, Traci M.T. Hall, Jane E. Weatherley, Xichun Sun,
sly Rogers T.W. Prata, Elizabeth M. Prata, Jeffrey MacDonald,
Janet K. MacDonald, Sonia M Davis, Chan Wei Ting,
sly Lam Wai Fong, Alan P. Boeke, Donn Jarrell, Frank D. Falkovic,
Thomas W. Davis, Margaret B Falkovic,

WITNESS my hand and notarial seal this the 14th day of October, 2000.

Susan L Groves
Notary Public

SUSAN L. GROVES NOTARY PUBLIC DURHAM COUNTY, NC

My commission expires: 1/20/03

HOMEOWNERS ACKNOWLEDGMENT - PAGE 2

NORTH CAROLINA
Durham COUNTY

I, the undersigned, a Notary Public in and for the said State and County, do hereby certify that the following persons personally appeared before me this day and acknowledged the due execution of the foregoing instrument: (PRINT OR TYPE NAMES)

sdg sdg sdg Robert Poindexter, Mary S. Poindexter, Beverly Jarrell, A. D. Kabigting, Raymond L. Kabigting, Steven M Casey, Deborah A. Delcorro, Bhupendra Lal Sen, Promila Coelho Sen, Luzviminda B. Pura sdg Ian D. Hunter, Jill K. Hunter, Mary Ann Rhyne, John Wayne Vanderburg, sdg Michael P. Gamesik, Georgia Gamesik, Sharon Morrissey, sdg John R. Covach, Julie A. Covach, Rebecca J. Casey, Remigio T. Pura, Miroslav Stybla, Ljudmila Trofimova, Robert A. Patterson, Jeanette A. Johnson, William M. Bril, Diana L. McLernan, sdg sdg Donald Glover McLernan, Jr., Lenore B. Ball, Mehar Safvi, sdg sdg Hassan Safvi, Jerry W. Howerton, Nazneen N. Howerton, sdg Robin P. DeRuyscher, Nancy Hyde DeRuyscher, Michele Chudik, sdg sdg Steven C. Chudik, Sherry L. Mann, Darin T. Mann, E. A. Sechrest, Jr., sdg Kenneth Eldred Klein, Diane K. Kjervik, Betty C. Grasty, J. Daniel Goodwin, sdg Mary Nan Galloway, Dorothy A. Fera, Debra L. Klein, sdg

WITNESS my hand and notarial seal this the 15th day of October, 2000.

Susan B. Groves
Notary Public

SUSAN B. GROVES NOTARY PUBLIC DURHAM COUNTY, NC

My commission expires: 1/20/03

THIRD AMENDMENT TO DECLARATION OF RESTRICTIONS AND COVENANTS FOR HOMESTEAD VILLAGE SUBDIVISION

HOMEOWNERS ACKNOWLEDGMENT PAGE

NORTH CAROLINA
ORANGE COUNTY

I, the undersigned, a Notary Public in and for the State and County, do hereby certify that the following persons personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

(PRINT OR TYPE NAME)

SUSAN M. HEFLIN

BRUCE A. HEFLIN II

WITNESS my hand and notarial seal this the 16 day of October, 2000

Karen D. Patillo
Notary Public

KAREN D. PATILLO NOTARY PUBLIC ORANGE COUNTY

My commission expires: 8-26-2002

CERTIFICATION OF VALIDITY OF THIRD AMENDMENT TO DECLARATION OF RESTRICTIONS AND COVENANTS FOR HOMESTEAD VILLAGE SUBDIVISION

By authority of its Board of Directors, Homestead Village Homeowners Association, Inc. hereby certifies that the foregoing Third Amendment to Declaration of Restrictions and Covenants for Homestead Village Subdivision has been duly executed by the Owners of not less than seventy-five percent (75%) of the Lots located in Homestead Village Subdivision, and is, therefore, a valid amendment to the existing Declaration of Restrictions and Covenants for Homestead Village Subdivision.

HOMESTEAD VILLAGE HOMEOWNERS ASSOCIATION, INC.

By: Kenneth J. Vetters
Kenneth Vetters, President

ATTEST:

Joyce S. Hickey
Secretary

(CORPORATE SEAL)

HOMESTEAD VILLAGE HOMEOWNERS ASSOCIATION INC. CORPORATE SEAL NORTH CAROLINA

NORTH CAROLINA
ORANGE COUNTY

I, the undersigned, a Notary Public in and for the said State and County, do hereby certify that ~~Kenneth Vetters~~ Joyce S. Hickey personally appeared before me this day and acknowledged that (s)he is _____ Secretary of Homestead Village Homeowners Association, Inc., a corporation, and that by authority duly given 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 (him/her)self as its _____ Secretary.

WITNESS my hand and notarial seal this the 14th day of October, 2000.

Susan L. Groves
Notary Public

SUSAN L. GROVES NOTARY PUBLIC DURHAM COUNTY, NC

My commission expires: 1/20/03

FILED
27 OCT 2000, at 04:47:36pm
Book 2153, Page 369 - 382
Joyce H. Pearson
Register of Deeds,
Orange County, N. C.

NORTH CAROLINA - ORANGE COUNTY

The foregoing certificate(s) of Susan L. Groves, Karen D. Patillo & Jackie S Dahbs

~~A Notary~~ (or Notaries) Public of the designated Governmental units ~~is~~ (are) certified to be correct. Filed for registration this the 27th day of Oct., 2000, at 4:47:36 o'clock, PM in Record Book 2153 Page 369.

Return: _____

_____

Joyce H. Pearson, Register of Deeds
By: Priscilla D. Mize
~~Assistant~~/Deputy
Register of Deeds