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J. Randal Hall
Warlick, Fritt, Stebbins & Hall, LLP
P.O. Box 1495
Augusta, GA 30903-1495

STATE OF GEORGIA)
)
RICHMOND COUNTY)

AMENDMENT NUMBER TWO
TO
DECLARATION
OF
RIGHTS, RESTRICTIONS, AFFIRMATIVE OBLIGATIONS AND CONDITIONS
APPLICABLE
TO
MANCHESTER SUBDIVISION

THIS AMENDMENT NUMBER TWO TO DECLARATION OF RIGHTS, RESTRICTIONS, AFFIRMATIVE OBLIGATIONS AND CONDITIONS APPLICABLE TO MANCHESTER SUBDIVISION ("Amendment No. 2") is made this 17th day of August, 2007 by Nordahl & Company, Inc., a Georgia corporation (hereinafter called "Company");

WITNESSETH:

WHEREAS, on September 15, 2006, Company filed for record a Declaration of Rights, Restrictions, Affirmative Obligations and Conditions Applicable to Manchester Subdivision (hereafter "Declarations") which are recorded in the Office of the Clerk of the Superior Court of Richmond County, Georgia in Deed Book 1077, at page 2530, which Declarations were amended by an Amendment recorded in the aforesaid records on February 2, 2007 in Book 1103 at page 382, and;

WHEREAS, pursuant to the powers reserved by Company in Article VII of the Declarations, Company desires to modify, amend and supplement the Declarations by adding additional property to be covered by such Declarations..

NOW, THEREFORE, Company does hereby amend the Declarations as of the date of this Amendment No. 2 follows:

1. Pursuant to Article VII of the Declarations, Company adds and subjects to the Declarations the following additional property ("Additional Property"):

All those certain lots or tracts of land situate, lying and being in Richmond County, Georgia and being shown and designated as Lots 16, 17, 18, 19, 20, 21 and 22 of Block "A"; Lots 13, 14, 15 and 16 of Block "B"; Lots 19, 20, 21, 22, 23, 24, 25, 26 and 27 of Block "D" and Lots 1 and 2 of Block "E" as shown on that certain plat of Section One, Phase Two of Manchester prepared for Nordahl & Company, Inc., by Southern Partners, Inc., dated September 5, 2006 and recorded in the Office of the Clerk of Superior Court of Richmond County, Georgia in Plat Book 2, Page 567. Reference to said plat is hereby made for a more complete and accurate description of the properties described.

On and after the date of this Amendment No. 2, the term "Property" in the Declarations shall be deemed to include the Additional Property. Company hereby declares that the Additional Property shall be held, transferred, sold, conveyed, leased and occupied subject to the Declarations, each and all of which are for, and shall inure to the benefit of and pass with each and every parcel of the Additional Property and shall apply to and bind the heirs, assignees, and successors in interest of Company.

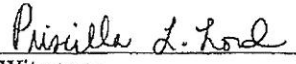
2. Except as specifically modified herein, the Declarations shall remain in full force and effect.

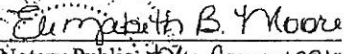
IN WITNESS WHEREOF, the Company has caused this Amendment No. 2 to be executed, under seal, by its duly authorized officer, the day and year first above written.

Nordahl & Company, Inc.

SIGNED, SEALED AND DELIVERED
in the presence of:

By:  (L.S.)
Name:
As:


Witness


Notary Public: My Commission Expires 11/13/09
Columbia County, Ga