

THIS INSTRUMENT PREPARED BY:
CREIGHTON W. SOSSOMON
P.O. BOX 9
HIGHLANDS, NC 28741

BOOK A-21
PAGE(S) 756-757

FIRST AMENDMENT TO
MIDDLE CREEK FARMS
DECLARATION OF RESTRICTIVE COVENANTS

WHEREAS, on September 27, 1991, Edwin C. Poss and wife, Mary George Poss as "Developers" caused to be recorded a Declaration of Restrictive Covenants for a subdivision known as Middle Creek Farms, which Declaration is recorded at Book G-19, Page 423-426, Macon County Registry; and

WHEREAS, said Declaration applies to specifically described real property as follows:

Being and comprehending a portion of those lands described and conveyed by Deed recorded Book F-19, Page 961-979 and Book F-19, Page 9880-981, and more particularly being that portion of those lands lying generally South and East of the existing Highland Gap Subdivision within former United States of America, U.S. Forest Service Tracts N-510 and S-31G-5, however specifically excluding those portions of Tract S-31G-5 lying South and West of the Highland Gap Subdivision and that portion of Tract N-5-10 adjoining NC Highway 106 West of a 50 acre tract as appears on Plat # 91-159, prepared by Appalachian Surveying Company, Inc., William S. Rolader, RLS and South of corners 33 and 34 as shown on U.S. Forest Service Survey prepared for exchange N-751, last revised July 29, 1991; and

WHEREAS, in said Declaration the Developer, at Paragraph 19 thereof, reserved unto itself the right to change or otherwise modify these Restrictive Covenants unless and until such time as Developer conveyed any portion of the development to a Property Owners Association; and

WHEREAS, such conveyance to a Property Owners Association has not yet occurred; and

WHEREAS, the Developer desires and by execution of this instrument does make certain modifications to those Restrictive Covenants recorded Book G-19, Page 423-426 as set forth herein.

NOW THEREFORE, Developer does declare the following amendments to that certain Declaration of Restrictive Covenants heretofore filed at Book G-19, Page 423-426;

1. As to Restrictive Covenant numbered 18, said covenant is declared to apply to all of those lands described in and conveyed by Deeds recorded Book F-19, Page 961-979 and F-19, Page 980-981. As to those portions of said lands which are encumbered only by Paragraph numbered 18 and not by the remainder of the Restrictive Covenants because of the exclusion set forth in the original description of the property affected as contained in the first "Whereas" Paragraph of the Declaration recorded Book G-19, Page 423-426, said land shall be subject to administrative powers of the Middle Creek Farms Property Owners Association to the extent necessary to administer the terms and conditions of Paragraph numbered 18 including the right to assess for road maintenance, improvement and upkeep and to impose liens upon the real property for unpaid assessments for maintenance, improvement and upkeep as otherwise described in the original Declaration of Restrictive Covenants and the Bylaws of the Property Owners Association. But it is expressly understood and agreed that the authority of the Property Owners Association over said lands shall extend only so far as is necessary to assess, collect and enforce dues and assessments relating to maintenance, improvement and upkeep of the common roads located within Middle Creek Farms Subdivision.

2. By adding a new Paragraph "1A" following the existing Paragraph "1":

Membership in the Highland Gap Road Maintenance Association, Inc. is automatic upon the vesting of title in an individual lot in any owner, whether said lot or parcel of land is acquired from the Developer or otherwise. The Highland Gap Road Maintenance Association, Inc., is a private non-profit corporation formed under the laws of the State of North Carolina composed of all persons who

are owners of real property located in Middle Creek Farms Subdivision, Shoal Creek Subdivision and Highland Gap Subdivision, subject to the Restrictive Covenants of any such subdivision for the purpose of maintaining what is designated as the "Highland Gap Road" which leads from NC Highway 106 through Middle Creek Farms Subdivision and Highland Gap Subdivision to an intersection designated "four corners" lying at the common boundary line of Highland Gap Subdivision and Shoal Creek Subdivision which serves as a means of access for all persons owning lands within Shoal Creek Subdivision to and from NC Highway 106. Such an Association shall have the right to assess its members on a pro rata basis for the construction, improvement, and maintenance of such road. The annual assessments shall be a permanent charge and lien upon the member's property and shall be enforceable by the Association by appropriate proceeding in law or equity as more fully set forth in the Bylaws of the Corporation. Assessments shall be established and enforced as set forth in the said Bylaws. In addition the Association shall have authority to promulgate rules and regulations relating to the manner of usage of the "Highland Gap Road" including without limitation, limitations for vehicles, hours of and other regulations relating to days or seasons of usage and impact fees for certain types of permitted usage. Such rules and regulations when adopted shall be enforceable by the Association, or set forth in the Bylaws.

IN WITNESS WHEREOF, the Developer as owners and declarants of said lands have executed the same.

This 20 day of June, 1995.

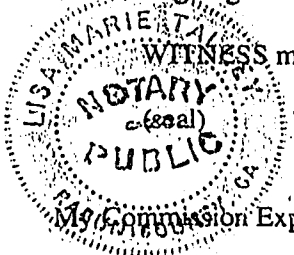
DEVELOPER:

[Signature] (SEAL)
EDWIN C. POSS

[Signature] (SEAL)
MARY GEORGE POSS

STATE OF Georgia
COUNTY OF Kobun

I, a Notary Public of the County and State aforesaid, certify that EDWIN C. POSS and MARY GEORGE POSS, Developer, personally appeared before me and acknowledged the execution of the foregoing instrument.



WITNESS my hand and notarial seal this 20 day of June, 1995.

[Signature]
Notary Public

My Commission Expires Dec. 29, 1998

STATE OF NORTH CAROLINA
COUNTY OF MACON

The foregoing certificate(s) of Lisa Marie Talley, N.P. is/are certified to be correct. This instrument was presented for registration and recorded at 3:33 o'clock P.M. in Book A-21, Page 756-757.

This the 8th day of September, 1995

[Signature]
Register of Deeds of
said County and State