

ACKNOWLEDGMENT COPY

This document was prepared in the law offices of
 BETHEA, JORDAN & GRIFFIN, P.A. (SFR)
 5 Belfair Village Drive
 Bluffton, SC 29910
 (843) 815-2171

200100026829
 Filed for Record in
 JASPER COUNTY
 MARGARET BOSTICK
 07-23-2001 At 02:39 pm.
 DEED 10.00
 Volume 240 Page 285 - 286

SOUTH CAROLINA)	FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR HONEY HILL
)	
JASPER COUNTY)	

This First Amendment ("Amendment") is made effective this 17 day of July, 2001 by The River's Edge Company, a South Carolina corporation having an address of 1430 Okatie Highway, Okatie, South Carolina 29910 ("Declarant").

RECITALS

Declarant did record its **DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS** for Honey Hill on May 25, 2001 in the Office of the Clerk of Court for Jasper County, South Carolina in Deed Book 237 at Page 1 (the "Declaration").

Pursuant to Section 10.5.1 of the Declaration, Declarant may amend the Declaration if Declarant owns property in Honey Hill and upon the affirmative written consent of the Owners of at least two-thirds (2/3) of the lots in Honey Hill.

Declarant owns at least two-thirds (2/3) of the lots in Honey Hill and hereby provides written consent to this Amendment to the Declaration.

NOW, THEREFORE, the Declaration is amended as follows:

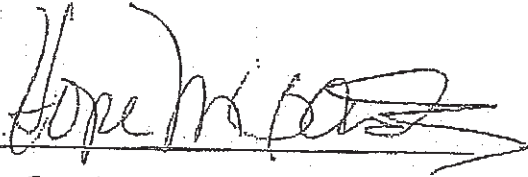
- Section 6.3.4 Construction Schedule shall be amended by deleting the last sentence thereof and substituting in lieu thereof the following replacement sentence:

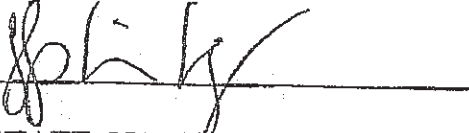
Construction shall be considered to be underway upon the completion of any foundation.

Except as modified herein, the Declaration shall otherwise remain in full force and effect.

IN WITNESS WHEREOF, the Declarant, hereby executes this instrument this 17 day of July, 2001

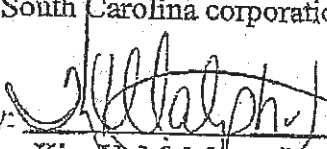
WITNESSES:





DECLARANT:

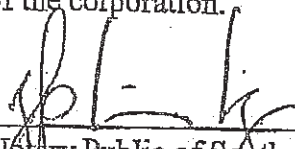
The Rivers Edge Company,
a South Carolina corporation

By: 
Kim Y. Malphrus, President

STATE OF SOUTH CAROLINA)
)
COUNTY OF BEAUFORT)

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 17 day of July, 2001 by Kim Y. Malphrus, the President of The Rivers Edge Company, a South Carolina corporation, on behalf of the corporation.



Notary Public of South Carolina
My Commission Expires: Aug 23, 2010

This document was prepared in the law offices of
McNair Law Firm, P.A. (SFR)
5 Belfair Village Drive
Bluffton, SC 29910
(843) 815-2171

200400041528
Filed for Record in
JASPER COUNTY
2003
09-10-2004 At 10:45 am.
DEED 10.00
Volume 303 Page 62 - 64

SOUTH CAROLINA)
)
JASPER COUNTY)

**SECOND AMENDMENT TO
DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS
FOR HONEY HILL**

This Second Amendment ("Amendment") is made effective this 8th day of September, 2004 by **The River's Edge Company**, a South Carolina corporation having an address of 1430 Okatie Highway, Okatie, South Carolina 29909 ("Declarant").

RECITALS

Declarant did record its Declaration of Covenants, Conditions and Restrictions for Honey Hill on May 25, 2001 in the Office of the Clerk of Court for Jasper County, South Carolina in Deed Book 237 at Page 1 (the "Declaration"), as amended by that certain First Amendment to Declaration of Covenants, Conditions and Restrictions for Honey Hill recorded on July 23, 2001 in Deed Book 240 at Page 285 in the Office of the Clerk of Court for Jasper County, South Carolina.

Pursuant to Section 10.5.1 of the Declaration, Declarant may amend the Declaration if Declarant owns property in Honey Hill and upon the affirmative written consent of the Owners of at least two-thirds (2/3) of the lots in Honey Hill.

Pursuant to written consent without a meeting, of the total 73 votes available, 49 votes were required to approve the amendment, and 52 votes were cast in favor of the proposed amendments establishing that owners of at least two-thirds (2/3) of the lots in Honey Hill have provided written consent to this Second Amendment to the Declaration.

NOW, THEREFORE, the Declaration is amended as follows:

1. Section 6.3.3 of the Declaration shall be amended by deleting such provision in its entirety and replacing it with the following:

6.3.3 Roof Pitch. There shall be a pitch of at least 5:12 on roofs over heated areas. Flat roofed residences are not allowed in Honey Hill.

2. Section 6.10 of the Declaration shall be amended by deleting such provision in its entirety and replacing it with the following:

6.10 Animals and Pets. No animals, livestock, or poultry of any kind may be raised, bred, kept, or permitted on any Lot, with the exception of dogs, cats or other usual and common household pets; provided, however, horses and other equine species, including without limitation, donkeys, mules, and ponies, shall be permitted on Lots of at least five (5) acres so long as such horses or equine species are confined within a fenced area on such Lots. No pets shall be kept, bred or maintained for any commercial purpose. Pets shall be registered, licensed and inoculated as required by law. Animal owners shall be required to maintain their animals within the confines of individual Lots when unattended. Dogs shall be kept on a leash when outside of a Lot. All Owners shall remove their pets' waste from Common Areas and Lots. No pet shall make objectionable noise, endanger the health or safety of Owners, or constitute a nuisance or inconvenience to Owners or Occupants in Honey Hill. Upon written submission of a complaint to the Association regarding a nuisance animal, the Association, in its sole discretion, may elect to require that the owner of the nuisance animal remove the animal from Honey Hill. If the owner of the nuisance animal fails or refuses to remove the nuisance animal, the Association may have such nuisance animal removed from Honey Hill at the expense of the owner of the nuisance animal and such removal shall not be a trespass.

3. Except as modified herein, the Declaration shall otherwise remain in full force and effect.

[SIGNATURE ON FOLLOWING PAGE.]

IN WITNESS WHEREOF, the Declarant, hereby executes this instrument this 8th day of September, 2004.

WITNESSES:

Maura White
 Witness

J. L. [Signature]
 Notary Public

STATE OF SOUTH CAROLINA)
)
 COUNTY OF JASPER)

DECLARANT:

The Rivers Edge Company,
 a South Carolina corporation

By: *Kim Y. Malphrus*
 Kim Y. Malphrus, President

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 8th day of September, 2004 by Kim Y. Malphrus, the President of **The Rivers Edge Company**, a South Carolina corporation, on behalf of the corporation.

J. L. [Signature]
 Notary Public of South Carolina
 My Commission Expires: 8-22-2010

DEED BOOK 303 PAGE 401
 DATE 9-14-04
Harold Holmes
 AUDITOR JASPER COUNTY SC

This document was prepared in the law offices of
McNair Law Firm, P.A. (SFR)
5 Belfair Village Drive
Bluffton, SC 29910
(843) 815-2171

SOUTH CAROLINA)
)
JASPER COUNTY)

**THIRD AMENDMENT TO
DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS
FOR HONEY HILL**

This Third Amendment ("Amendment") is made effective this 15 day of July, 2005 by **The River's Edge Company**, a South Carolina corporation having an address of 1430 Okatie Highway, Okatie, South Carolina 29909 ("Declarant").

RECITALS

Declarant did record its Declaration of Covenants, Conditions and Restrictions for Honey Hill on May 25, 2001 in the Office of the Clerk of Court for Jasper County, South Carolina in Deed Book 237 at Page 1 (the "Declaration"), as amended by that certain First Amendment to Declaration of Covenants, Conditions and Restrictions for Honey Hill recorded on July 23, 2001 in Deed Book 240 at Page 285 in the Office of the Clerk of Court for Jasper County, South Carolina, as amended by that certain Second Amendment o Declaration of Covenants, Conditions and Restrictions for Honey Hill recorded on September 10, 2004 in Deed Book 303 at Page 62 in the Office of the Clerk of Court for Jasper County, South Carolina.

Pursuant to Section 10.5.1 of the Declaration, Declarant may amend the Declaration if Declarant owns property in Honey Hill and upon the affirmative written consent of the Owners of at least two-thirds (2/3) of the lots in Honey Hill.

Pursuant to written consent without a meeting, of the total 73 votes available, 49 votes were required to approve the amendment, and 51 votes were cast in favor of the proposed amendments establishing that owners of at least two-thirds (2/3) of the lots in Honey Hill have provided written consent to this Second Amendment to the Declaration.

NOW, THEREFORE, the Declaration is amended as follows:

1. Section 6.10 of the Declaration shall be amended by deleting such provision in its entirety and replacing it with the following:

6.10 Animals and Pets. No animals, livestock, or poultry of any kind may be raised, bred, kept, or permitted on any Lot, with the exception of dogs, cats or other usual and common household pets; provided, however, horses and other equine

species, including without limitation, donkeys, mules, and ponies, shall be permitted on Lots of at least five (5) acres, with the exception of Lot 73, which shall be allowed to maintain equine species on a lot of 4.8 acres, so long as such horses or equine species are confined within a fenced area on such Lots. No pets shall be kept, bred or maintained for any commercial purpose. Pets shall be registered, licensed and inoculated as required by law. Animal owners shall be required to maintain their animals within the confines of individual Lots when unattended. Dogs shall be kept on a leash when outside of a Lot. All Owners shall remove their pets' waste from Common Areas and Lots. No pet shall make objectionable noise, endanger the health or safety of Owners, or constitute a nuisance or inconvenience to Owners or Occupants in Honey Hill. Upon written submission of a complaint to the Association regarding a nuisance animal, the Association, in its sole discretion, may elect to require that the owner of the nuisance animal remove the animal from Honey Hill. If the owner of the nuisance animal fails or refuses to remove the nuisance animal, the Association may have such nuisance animal removed from Honey Hill at the expense of the owner of the nuisance animal and such removal shall not be a trespass.

2. Except as modified herein, the Declaration shall otherwise remain in full force and effect.

IN WITNESS WHEREOF, the Declarant, hereby executes this instrument this 15 day of July, 2005.

WITNESSES:

[Signature]
Witness

[Signature]
Notary Public

STATE OF SOUTH CAROLINA)
)
COUNTY OF Jasper)

DECLARANT:

The Rivers Edge Company,
a South Carolina corporation

By: *[Signature]*
Kim Y. Malphrus, President

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 15 day of July, 2005 by Kim Y. Malphrus, the President of The Rivers Edge Company, a South Carolina corporation, on behalf of the corporation.

[Signature]
Notary Public of South Carolina
My Commission Expires: Aug 22, 2010