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WHB

This document prepared by:

Alvin L. Harris
Weed, Hubbard, Berry & Doughty
SunTrust Bank Building, Suite 1420
201 Fourth Avenue North
Nashville, Tennessee 37219

Davidson County REST
Recvd: 03/19/01 16:16 3pgs
Fees:14.00 Taxes:0.00



**FIRST SUPPLEMENTARY DECLARATION TO AMENDED AND RESTATED
DECLARATION OF RESTRICTIVE COVENANTS FOR STANFORD VILLAGE**

This First Supplementary Declaration to Amended and Restated Declaration of Restrictive Covenants for Stanford Village ("First Supplementary Declaration") is made and entered into as of this 15th day of MARCH, 2001.

WITNESSETH:

WHEREAS, Beazer Homes Corp. d/b/a Phillips Builders, a Tennessee corporation ("Developer"), has previously submitted certain property to the Amended and Restated Declaration of Restrictive Covenants for Stanford Village recorded as Instrument Number 200002280019107 in the Register's Office for Davidson County, Tennessee as amended by the First Amendment to Amended and Restated Declaration of Restrictive Covenants for Stanford Village recorded as Instrument Number 200003010020280 (the "Declaration"); and

WHEREAS, pursuant to Article 2 of the Declaration, Developer has the right to file of record one or more supplementary declarations to create Additional Phases and subject other Properties to the provisions of the Declaration;

WHEREAS, Developer desires to annex additional land known as Stanford Village Section Two and as more particularly described on Exhibit A, attached hereto and incorporated herein by this reference, and which is described on the Plat recorded as Instrument Number 200102260017614 in the Register's Office of Davidson County, Tennessee;

NOW, THEREFORE, for and in consideration of these premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Developer, being empowered so to do hereby amends the Declaration as follows:

1. Amendment. The Declaration is amended to annex additional property as more particularly described in Exhibit A attached hereto and incorporated herein by reference. The foregoing property is deemed submitted to the restrictive covenants contained in the Declaration, effective upon the date of the recordation of the respective plat therefore.

2. Ratification. In all other respects, the Declaration is ratified and confirmed.

IN WITNESS WHEREOF, Beazer Homes Corp. d/b/a Phillips Builders has caused this First Supplementary Declaration to be executed as of the day and date first above written.

BEAZER HOMES CORP. d/b/a
PHILLIPS BUILDERS, Developer

By: Kelly Harrison
Kelly Harrison, Vice President Land/Operations

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, Kelly Harrison, with whom I am personally acquainted, and who acknowledged that she executed the foregoing instrument for the purposes therein contained and who further acknowledged that she is Assistant Vice President of Beazer Homes Corp. d/b/a Phillips Builders, a Tennessee corporation, and is authorized to execute this instrument on behalf of Beazer Homes Corp. d/b/a Phillips Builders.

WITNESS my hand, at office this 15 day of February, 2001.

Notary Public

Vickie Cannon

My Commission Expires: 5-30-04

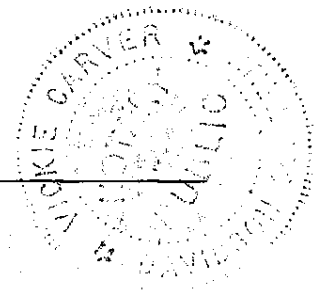
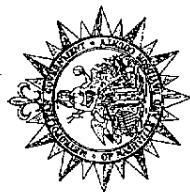


EXHIBIT A

The approximately 5.997 acres of real property known as Stanford Village Section Two and designated as such on the Plat recorded as Instrument Number 200102260017614 in the Register's Office of Davidson County, Tennessee, which property includes twenty-two (22) lots designated on said Plat as Lots 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 41, 42, 43, 44, 45, 46, 47 and 48, as well as all property shown on the Plat to be within the boundaries of Section Two that is not encompassed by one of the lots listed above, including, without limitation, property designated as common area, open space or such similar designation.



Bill Garrett

Davidson County Register of Deeds

CUSTOMER RECEIPT - RECORDING SERVICES

BOX

Customer Name : 41

Receipt Number: T20010029466
Date/Time: 03/19/2001 16:16:14

Method Received: Walk-In
Clerk: bwells

Transaction Detail

Instrument Number	Instrument Type	Gen. Fee	Equip. Fee	Transfer Tax	Mortgage Tax	Copy	Cert. Copy	Copy Fee	# Pgs.	Consideration	Subtotal
200103190026310	REST	\$12.00	\$2.00	\$0.00	\$0.00	N	N	\$0.00	3		\$14.00

Second Party Name
STANFORD VILLAGE

First Party Name
BEAZER HOMES CORP

Payment Information

Method of Payment	Payment Control ID	Authorized Agent	Amount
Check	14910		\$14.00

AMOUNT PAID: \$14.00
LESS AMOUNT DUE: \$14.00
CHANGE RECEIVED: \$0.00