

STATE OF NORTH CAROLINA
 COUNTY OF NEW HANOVER

DECLARATION OF SPECIAL
 COVENANTS, RULES AND RESTRICTIONS

THAT, WHEREAS, HERON RUN ASSOCIATES, a North Carolina General Partnership, herein called "Owner", is the owner of all of those certain tracts or lots of land, lying and being in the state and county aforesaid, and which tracts or lots are more particularly hereinafter described; and

WHEREAS, Owner did, by that certain "Declaration of Covenants, Rules and Restrictions for Heron Run", recorded in Book 1441 at Page 1672 in the Office of the Register of Deeds of New Hanover County, North Carolina, subject the numbered lots shown on a map recorded in Map Book 29, at Page 82, to certain rules and restrictive covenants; and

WHEREAS, Owner desires to provide for the continuing stability and appeal of the said subdivision; and,

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WHEREAS, to that end, Owner desires to subject the lands hereinafter described to the restrictions recorded in Book 1441 at Page 1672, to the extent the same are not already subject thereto, and, further to subject said lands also to the special covenants, rules, and restrictions as are herein set forth;

NOW, THEREFORE, Owner covenants and agrees to and with all persons, firms, and corporations hereafter acquiring any of the lots or parcels of land hereinafter described, that all of the said lots and parcels shall be, and the same now are, to the extent hereinafter defined and described, subject to the following restrictions as to use thereof, running with the land by whomsoever, owned, to wit:

1. Definitions: as used in this Declaration of Special Covenants, Rules and Restrictions, the following terms shall mean:

(a) "Owner" means Heron Run Associates, its successors, and assigns.

(b) "Rules and Restrictions" shall mean (i) those rules and restrictions now recorded in Book 1441 at Page 1672 of the New Hanover County, North Carolina, Registry, and all amendments thereto and (ii) those special covenants, rules and restrictions

set forth herein and/or any amendment hereto.

(c) Lands hereby made subject to the rules and restrictions as above defined are:

(i) ALL of Lot 21 of Heron Run, as the same is shown on a map recorded January 4, 1989, in Map Book 29 at Page 82, New Hanover County Registry, reference to which map is hereby made for a more particular description.

(ii) ALL of Lot 1 A, Lot 2 A, and Lot 3 A, inclusive, as the same are shown on that certain map entitled "Plat of a Division of TRACT A of HERON RUN, said map being recorded on April 1, 1996, in Map Book 35 at Page 332 of the said New Hanover County Registry.

2. All present and future owners of the four (4) lots described in Section 1. (c) (i) and (ii) above shall take title to the said lots **TOGETHER WITH AND SUBJECT TO**, among other things, the following:

(a) All rights of way and easements, including, without limitation, all access, utility, and/or drainage easements and areas, as are shown on the map of HERON RUN recorded in Map Book 29 at Page 82 and/or on the map of TRACT A of HERON RUN recorded in Map Book 35 at Page 332 of said Registry.

(b) All the terms and conditions of that certain Deed of Easement dated May 8, 1989, and recorded in Book 1456, at Page 1173 of said New Hanover County Registry, the terms and conditions of which are incorporated herein by reference.

(c) The Articles of Incorporation of Heron Run Homeowners Association, Inc., and the By-Laws of said association, same being recorded in Book 1441 at Page 1674 of said Registry, and all amendments thereto, whether recorded or otherwise.

3. All present and future owners of the three lots (1 A, 2 A, and 3 A) described in section 1. (c) (ii) above, shall share, prorata, the right to use and the cost of constructing improvements upon and thereafter maintaining same improvements and the additional thirty foot easement shown on the map of the Division of TRACT A of HERON RUN recorded in Map Book 35 at Page 332 as "30' ACCESS & UTILITY EASEMENT", said easement providing the said three

lots with access to the thirty foot easement shown on said map recorded in Map Book 35 at Page 332, as "30' ACCESS EASEMENT".

4. Following the conveyance by Owner of all of the four lots herein described, the special covenants, rules, and restrictions set forth herein (as distinguished from the restrictive covenants recorded in Book 1441 at Page 1672) may be released, changed, modified, or amended with respect to all of said lots, or with respect to one or more specific lot or lots, in the manner then prescribed by all applicable documents, by a recorded executed by the then owners of any three of the lots herein described. Until the conveyance of all four lots by Owner, such releases, changes, modifications, or amendments shall require the signature of Owner.

5. It shall be lawful for any person or persons owning real property within HERON RUN subdivision, or any person owning any of the lots shown on the map recorded in Map Book 35 at Page 332, or, in matters dealing with compliance with storm water run-off rules, the State of North Carolina, to enforce the restrictive covenants recorded in Book 1441 at Page 1672 and/or any or all of these special covenants, rules, and restrictions by proceedings at law or in equity, said enforcement proceeding being either to restrain and/or to recover damages.

6. These rules and restrictions shall be considered covenants to run with the land and shall be binding upon all parties and all persons claiming under them for a period of twenty-five (25) years from the date of the recordation hereof and thereafter unless released, changed, modified, or amended as provided herein.

7. Invalidation of any one of these rules and restrictions shall in no way affect any of the other provisions, which shall remain in full force and effect.

IN WITNESS WHEREOF, HERON RUN ASSOCIATES has caused this instrument to be signed in its name by one of its Partners, this the 1 day of April, 1996.

HERON RUN ASSOCIATES,
A GENERAL PARTNERSHIP

By:  (SEAL)
E. L. BURNETT, III
PARTNER

STATE OF NORTH CAROLINA

COUNTY OF NEW HANOVER

RECORDED AND VERIFIED
MARY SUE OOTS
REGISTER OF DEEDS
NEW HANOVER CO. NC

96 APR 4 PM 4:30

I, Catherine M. Quinn, a Notary Public in and for New Hanover County, North Carolina, do hereby certify that E. L. BURNETT, III, GENERAL PARTNER OF HERON RUN ASSOCIATES, A GENERAL PARTNERSHIP, personally appeared before me this day and acknowledged his due execution of the foregoing instrument as the act of the said HERON RUN ASSOCIATES.

WITNESS my hand and notarial stamp or seal, this 1st day of April, 1996.

Catherine M. Quinn
Notary Public

My Commission Expires: 9-17-96



STATE OF NORTH CAROLINA

New Hanover County

The Forgoing / Attached Certificate(s) of
CATHERINE M. O'QUINN

Notary (Notaries) Public is/ are certified to be correct.

This the 4 day of APRIL 19 96

Mary Sue Oots, Register of deeds
by Jackie Watson
Deputy/Assistant