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BOOK PAGE
2805 0405

2000 SEP 14 AM 11:32

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

RECORDED AND INDEXED
MARY SUE OTIS
REGISTER OF DEEDS
NEW HANOVER COUNTY NC

AMENDMENT TO PROTECTIVE COVENANTS AND RESTRICTIONS MASONBORO FOREST

THIS AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR MASONBORO FOREST is, dated for purposes of reference only this 10th day of August, 2000, by Masonboro Forest, Inc., a North Carolina Corporation, hereinafter called "Declarant" and the owners of lots within Masonboro Forest whose names appear on the consents attached thereto hereinafter collectively "Masonboro Forest Owners".

000050

WITNESSETH:

WHEREAS, Declarant has, by recordation of various subdivision plats in the New Hanover County Registry, subdivided certain properties shown on said plats into lots intended for utilization for construction of single family homes. These properties are part of a planned development known as "Masonboro Forest". Properties within Masonboro Forest have been subjected to Protective Covenants recorded in Book 2086, Page 176, New Hanover County Registry, as amended (the Protective Covenants).

Article I, Section 6 and Article VI Section 3 of the Protective Covenants allows additional properties to be subjected to the Protective Covenants and for the amendment of the covenants and restrictions by recordation of an amendment to such Protective Covenants upon approval of eighty percent (80%) of the Lots subject to the Protective Covenants. There are presently ___ Lots within Masonboro Forest shown on plats of record in the New Hanover County Registry. The owners of ___ of such Lots, which number is sufficient for amendment to the Protective Covenants as they pertain to Lots within Masonboro Forest have approved the provisions of this Amendment to Protective Covenants. The consents for this required number of Lots are attached hereto as **Exhibit A**, and incorporated herein by reference.

The purpose of this Amendment to Protective Covenants for Masonboro Forest is to Amend certain restrictions as they apply solely to the Lots within Masonboro Forest designated as "100' Lots".

WHEREAS, Masonboro Forest Homeowners Association, Inc. is the property owners association having certain power and authority over the development known as Masonboro Forest, and it joins in the execution hereof for the purpose of consenting to and acknowledging the amendment to the Declaration set forth hereinafter.

THEREFORE, the Protective Covenants of Masonboro Forest as recorded in Book 2086, Page 176, as amended, of the New Hanover County Registry are hereby further amended as follows:

1. By amending Article VI, Section 10 entitled Housing Sizes and deleting the minimum heated square footage requirements for 100' Lots and replacing the same with the following:

"(a) 100' Lots - 2700 square feet for a 1 story structure. If more than 1 story, then a minimum of 2000 square feet on the bottom floor and in no event less than 2700 square feet for the entire primary dwelling unit.

Branch Bank & Trust Company joins in the execution of this Amendment for the sole purpose of consenting to the terms and conditions contained herein, and for the purpose of subordinating those Deeds of Trust recorded in Book 2071, Page 941, Book ---, Page ---; as the same may have been modified from time to time, to the provisions of this Amendment, and by affixing its

Returned To

DRAWN BY

Doug Fox

650099

duly authorized signature, under seal, hereto, Branch Bank & Trust Company does hereby specifically subordinate said Deeds of Trust recorded in Book 2071, Page 941, Book —, Page — (including any modifications thereto), to the terms of this Amendment, but except for said subordination, the lien of said Deeds of Trust shall remain in full force and effect until released by Branch Bank & Trust Company by instrument duly recorded in the Office of the Register of Deeds of New Hanover County.

Notwithstanding this limited subordination, any lien allowed to be filed in accordance with the Protective Covenants shall be subordinate to the lien of any first mortgage or deed of trust given to any commercial bank or other lender engaged regularly in the business of providing mortgage financing for residential homes, as well as to the lien of any deed of trust in favor of Branch Bank & Trust Company, including but not limited to the deed of trust or deeds of trust described in this Amendment. Sale or transfer of any Lot shall not affect the assessment lien or liens provided for by the Protective Covenants. However, the sale or transfer of any Lot which is subject to any such Deed of trust, pursuant to a foreclosure thereof, or any proceeding in lieu of foreclosure thereof, shall extinguish the line of such assessments as to the payment therefore which became due prior to such sale or transfer. No such sale or transfer shall relieve such Lot from liability for any assessment, charge or dues thereafter becoming due or from any liens securing such payment, but the lien provided for shall continue to be subordinate to the lien of any such Deed of Trust. Furthermore, any Lot acquired by or transferred to any beneficiary of a deed of trust as a result of a foreclosure or any proceeding in lieu of foreclosure respecting such Lot shall not be subject to assessment, charges or dues hereunder for the period held by such mortgagee or beneficiary, unless such property is being occupied as a residence during such period. Nothing contained herein shall relieve the personal obligation of the owner of the Lot prior to the sale or transfer, whether by foreclosure or in lieu of foreclosure, to or for the benefit of the secured creditor from the personal obligation to pay dues, charges and assessments for the period of ownership of such Lot by said owner.

IN WITNESS WHEREOF, said parties have caused this instrument to be executed in their corporate names by their corporate officers, and their corporate seals to be hereto affixed, all by order of their Board of Directors first duly given, this the day and year first above written.

MASONBORO FOREST INC.

BY: [Signature]
President

ATTEST:

[Signature]
Secretary

MASONBORO FOREST HOMEOWNERS ASSOCIATION, INC.

BY: [Signature]
President



[Signature]
Asst. Secretary

BRANCH BANK & TRUST COMPANY

BY: [Signature]
SVP President

ATTEST:

[Signature]
Secretary

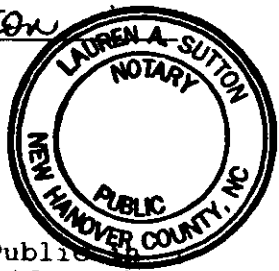


STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Lauren A. Sutton, a Notary Public in and for the County aforesaid do hereby certify that Katherine G. Blaisdell personally came before me this day and acknowledged that she is Asst. Secretary of Masonboro Forest, Inc., and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its _____ President, sealed with its corporate seal and attested by herself as its Asst. Secretary.

Witness my hand and official stamp or seal, this the 8th day of September, 2000.

Lauren A. Sutton
Notary Public



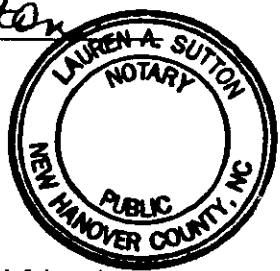
My commission expires: 9/12/2001

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Lauren A. Sutton, a Notary Public in and for the County aforesaid do hereby certify that Katherine G. Blaisdell personally came before me this day and acknowledged that she is Asst. Secretary of Masonboro Forest Homeowners Association, Inc., and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its _____ President, ~~sealed with its corporate seal~~ and attested by herself as its Asst. Secretary.

Witness my hand and official stamp or seal, this the 8th day of September, 2000.

Lauren A. Sutton
Notary Public



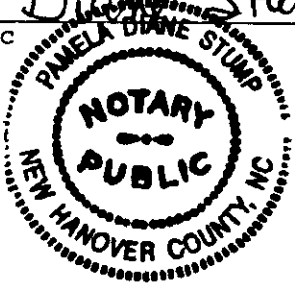
My commission expires: 9/12/2001

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Pamela Diane Stump, a Notary Public in and for the County aforesaid do hereby certify that Brett A. Barnes personally came before me this day and acknowledged that he is assant Secretary of _____ Branch Banking & Trust Company, a North Carolina Banking Corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its Senior President, sealed with its corporate seal and attested by himself as its assant Secretary.

Witness my hand and official stamp or seal, this the 8 day of September, 2000.

Pamela Diane Stump
Notary Public



My commission expires: 3-4-2002

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0408

CONSENT

The undersigned, Owner(s) of Lot(s) *See Below,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of August, 2000.



MASONBORO FOREST, INC.

BY: [Signature]
President

[Signature]
Asst. Secretary

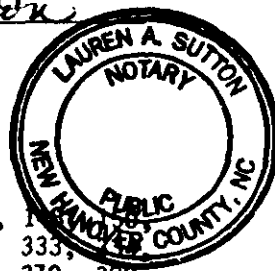
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Lauren A. Sutton, a Notary Public in
and for the County aforesaid do hereby certify that
Katherine G. Blaisdell personally came before me this day and
acknowledged that she is Asst. Secretary of Masonboro Forest,
Inc., and that by authority duly given and as the act of the
corporation, the foregoing instrument was signed in its name by its
President, sealed with its corporate seal and attested by
herself as its Asst. Secretary.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

[Signature]
Notary Public

My commission expires: 9/12/2001



*100, 109, 110, 111, 112, 113, 114, 140, 141, 143, 144, 146, 147, 151, 152, 210, 214, 215, 309, 311, 326, 327, 328, 329, 330, 331, 333, 335, 336, 337, 338, 364, 365, 366, 368, 369, 370, 371, 372, 378, 379, 380, and 381.

STATE OF NORTH CAROLINA

COUNTY OF NEW HANOVER

BOOK

PAGE

2805

0409

CONSENT

The undersigned, Owner(s) of Lot(s) *See Below, Masonboro Forest, hereby Consent and Agree to the Proposed Amendment dated August 10, 2000, of the Protective Covenants for Masonboro Forest recorded in Book 2086, Page 176 (as amended) of the New Hanover County Registry in the manner set forth in the Amendment to which this Consent is attached.

This the 26th day of August, 2000.

By: [Signature], President (SEAL)
By: Hagood Homes, Inc. (SEAL)

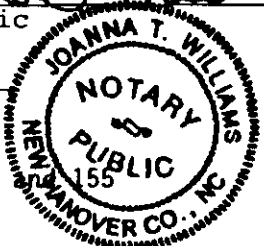
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Joanna T. Williams, a Notary Public in and for the County aforesaid do hereby certify that Jim Kenny ~~before me this day and acknowledged the due execution of the foregoing instrument~~ ^{that he as President personally came before me this day and acknowledged the due execution of the foregoing instrument} ~~was signed in his name by its President, and attested by himself as its President.~~ ^{in a Corporate Capacity}

Witness my hand and official stamp or seal, this the 23rd day of August, 2000.

Joanna T. Williams
Notary Public

My commission expires: Jan. 11, 2005



*101, 106, 107, 108, 138, 139, 142, 145, 149, 154,

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0410

CONSENT

The undersigned, Owner(s) of Lot(s) 308,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

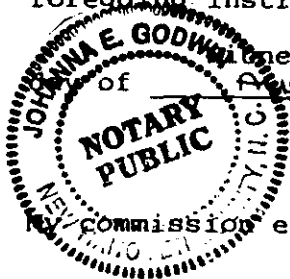
This the 10th day of August, 2000.

By: Russell Leonard Bouchard (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Russell Leonard Bouchard personally came
before me this day and acknowledged the due execution of the
foregoing instrument.



Witness my hand and official stamp or seal, this the 10th
August, 2000.

Johanna E. Godwin
Notary Public

Commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0411

CONSENT

The undersigned, Owner(s) of Lot(s) 383,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated 8 10 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 8th day of Aug., 2000.

By: Katherine LePage (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Katherine LePage personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
August, 2000.



Johanna E. Godwin
Notary Public

My commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
C.S. 101-14

Record of Poor Quality Due To
Condition of Original Document
C.S. 101-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0412

CONSENT

The undersigned, Owner(s) of Lot(s) 4224 Cravens Pt. Rd.
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

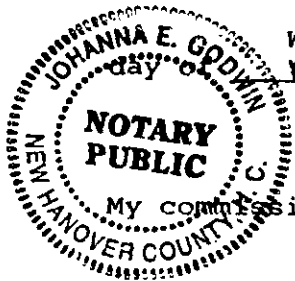
This the 10th day of August, 2000.

By: Bonita J. Eksten (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Bonita J. Eksten personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
August, 2000.



Johanna E. Godwin
Notary Public

My commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0413

CONSENT

The undersigned, Owner(s) of Lot(s) 375 R,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of August, 2000.

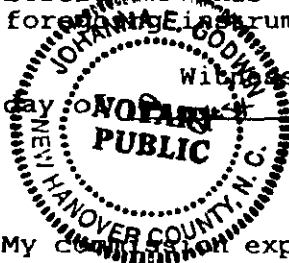
By: William H. Sackley (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
William H. Sackley personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.



Johanna E. Godwin
Notary Public

My commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0414

CONSENT

The undersigned, Owner(s) of Lot(s) 361,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10th, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of August, 2000.

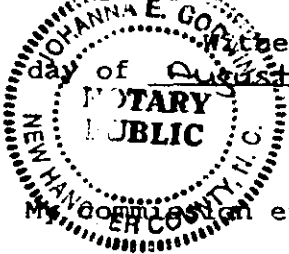
By: [Signature] (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Croasin, a Notary Public in
and for the County aforesaid do hereby certify that
Edward Konyen personally came
before me this day and acknowledged the due execution of the
forgoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.



Johanna E. Croasin
Notary Public

My commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0415

CONSENT

The undersigned, Owner(s) of Lot(s) 303,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated AUGUST 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

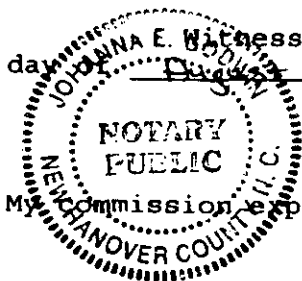
This the 10 day of AUGUST, 2000.

By: [Signature] (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Crowin, a Notary Public in
and for the County aforesaid do hereby certify that
Robert C. Kaczynski personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10
day of August, 2000.



Johanna E. Crowin
Notary Public

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0416

CONSENT

The undersigned, Owner(s) of Lot(s) 5005 Godfrey Way,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

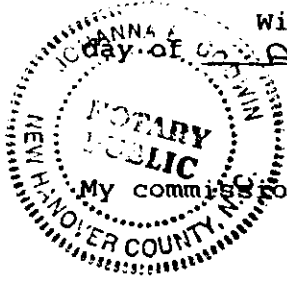
This the 10th day of AUG., 2000.

By: [Signature] (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Crook, a Notary Public in
and for the County aforesaid do hereby certify that
Andrew J. Phillips personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
August, 2000.



Johanna E. Crook
Notary Public

My commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

CONSENT

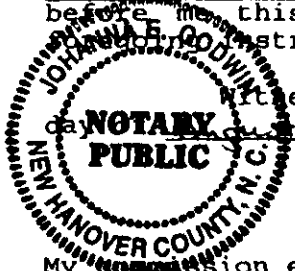
The undersigned, Owner(s) of Lot(s) 4212 Craven's Pt Rd
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated Aug 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of Aug, 2000.

By: Susan Macdonald (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Jhanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Susan Macdonald personally came
before me this day and acknowledged the due execution of the
instrument.



Witness my hand and official stamp or seal, this the 10th
day of Aug, 2000.

Jhanna E. Godwin
Notary Public

My commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0418

CONSENT

The undersigned, Owner(s) of Lot(s) 159,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of August, 2000.

By: Timothy G Kelly (SEAL)

By: _____ (SEAL)

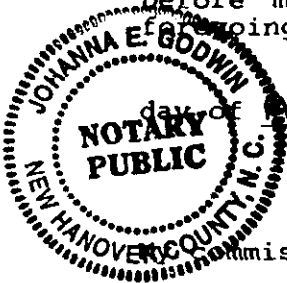
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Timothy G Kelly personally came
before me this day and acknowledged the due execution of the
following instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Johanna E. Godwin
Notary Public

Commission expires: 2/24/03



STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

CONSENT

The undersigned, Owner(s) of Lot(s) 4317 Stratton Village, Lane
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of August, 2000.

By: Coral L. Thomas (SEAL)
By: _____ (SEAL)

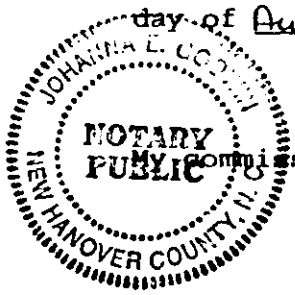
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Coral L. Thomas personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Johanna E. Godwin
Notary Public

Commission expires: 2/24/02



Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA

2805

0420

COUNTY OF NEW HANOVER

CONSENT

The undersigned, Owner(s) of Lot(s) 157, Masonboro Forest, hereby Consent and Agree to the Proposed Amendment dated August 10, 2000, of the Protective Covenants for Masonboro Forest recorded in Book 2086, Page 176 (as amended) of the New Hanover County Registry in the manner set forth in the Amendment to which this Consent is attached.

This the 10 day of August, 2000.

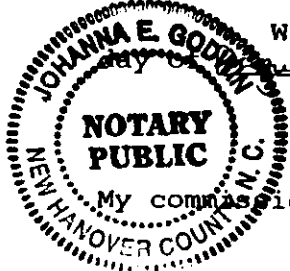
By: Bruce Bradford (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in and for the County aforesaid do hereby certify that Bruce Bradford personally came before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official stamp or seal, this the 10th day of August, 2000.



Johanna E. Godwin
Notary Public

My commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

CONSENT

The undersigned, Owner(s) of Lot(s) 223,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated Aug 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of August, 2000.

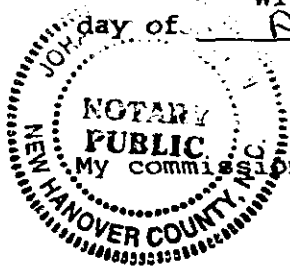
By: Walter Andrews (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Jhanna E. Coasim, a Notary Public in
and for the County aforesaid do hereby certify that
Walter R. Andrews personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.



Jhanna E. Coasim
Notary Public

My commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0422

CONSENT

The undersigned, Owner(s) of Lot(s) 5040 CROWN PT. LANE
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the _____ day of _____,

By: [Signature] (SEAL)

By: _____ (SEAL)

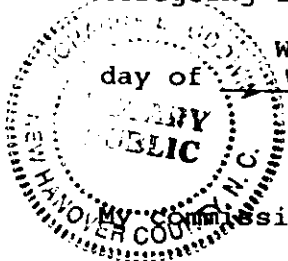
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Shanna E. Corwin, a Notary Public in
and for the County aforesaid do hereby certify that
Gerard McKiernan personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Shanna E. Corwin
Notary Public

My commission expires: 2/24/03



Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0423

CONSENT LOT 201

The undersigned, Owner(s) of Lot(s) 4220 CRAWFORD POINT RD.,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of August, 2000.

By: Dorian Smith (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Shanna E. Crowin, a Notary Public in
and for the County aforesaid do hereby certify that
Dorian S. Smith personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Shanna E. Crowin
Notary Public

Commission expires: 2/24/03



Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0424

CONSENT

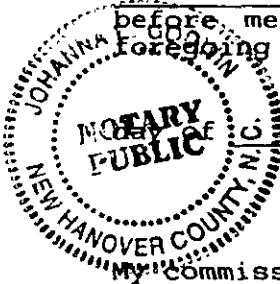
The undersigned, Owner(s) of Lot(s) 374,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated AUGUST 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of AUGUST, 2000.

By: [Signature] (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Croawin, a Notary Public in
and for the County aforesaid do hereby certify that
Michael J. Leone personally came
before me this day and acknowledged the due execution of the
foregoing instrument.



Witness my hand and official stamp or seal, this the 10th
August, 2000.

Johanna E. Croawin
Notary Public

My commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0425

CONSENT

The undersigned, Owner(s) of Lot(s) 307,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 16, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of August, 2000.

By: Kristin M Reese (SEAL)

By: _____ (SEAL)

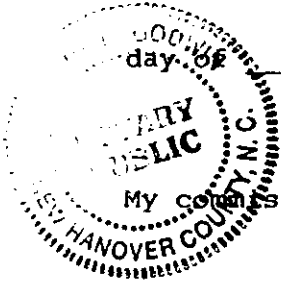
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Growin, a Notary Public in
and for the County aforesaid do hereby certify that
Kristin M. Reese personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Johanna E. Growin
Notary Public

My commission expires: 2/24/03



Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0426

CONSENT

The undersigned, Owner(s) of Lot(s) 248,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated AUGUST 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

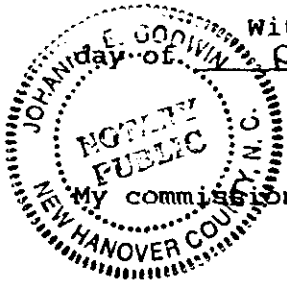
This the 10 day of AUGUST, 2000.

By: Angelina T. Hebel (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Angelina T. Hebel personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.



Johanna E. Godwin
Notary Public

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0427

CONSENT

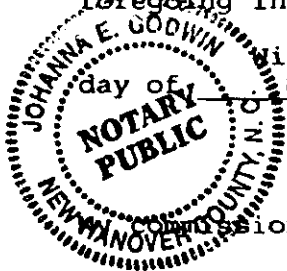
The undersigned, Owner(s) of Lot(s) 359,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of August, 2000.

By: [Signature] (SEAL)
By: [Signature] (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Bryd R. Robison and Pia Ann Robison personally came
before me this day and acknowledged the due execution of the
foregoing instrument.



Witness my hand and official stamp or seal, this the 10th
August, 2000.

Johanna E. Godwin
Notary Public

Commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0428

CONSENT

The undersigned, Owner(s) of Lot(s) 385,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

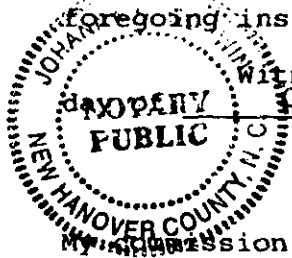
This the 10th day of August, 2000.

By: Kerry G. Batchler (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Goowin, a Notary Public in
and for the County aforesaid do hereby certify that
Kathy J. Batchler personally came
before me this day and acknowledged the due execution of the
foregoing instrument.



Witness my hand and official stamp or seal, this the 10th
August 2000.

Johanna E. Goowin
Notary Public

My Commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0429

CONSENT

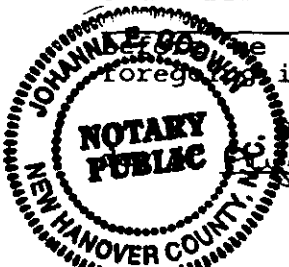
The undersigned, Owner(s) of Lot(s) 156,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of August, 2000.

By: Jennifer Morris (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Goowin, a Notary Public in
and for the County aforesaid do hereby certify that
Jennifer Morris personally came
before me this day and acknowledged the due execution of the
foregoing instrument.



Witness my hand and official stamp or seal, this the 10th
August, 2000.

Johanna E. Goowin
Notary Public

My commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0430

CONSENT

The undersigned, Owner(s) of Lot(s) 160,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of August, 2000.

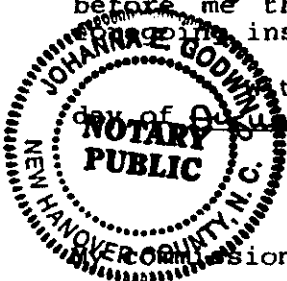
By: Margaret W. Stanley (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Gowin, a Notary Public in
and for the County aforesaid do hereby certify that
Margaret W. Stanley personally came
before me this day and acknowledged the due execution of the
instrument.

I witness my hand and official stamp or seal, this the 10th
day of August, 2000.



Johanna E. Gowin
Notary Public

My commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0431

CONSENT

The undersigned, Owner(s) of Lot(s) 167,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of August, 2000.

By: Christopher Laude (SEAL)

By: _____ (SEAL)

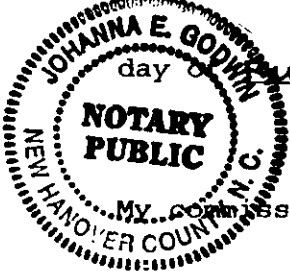
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Gowen, a Notary Public in
and for the County aforesaid do hereby certify that
Christopher Laude personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Johanna E. Gowen
Notary Public

My commission expires: 2/24/03



STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

CONSENT

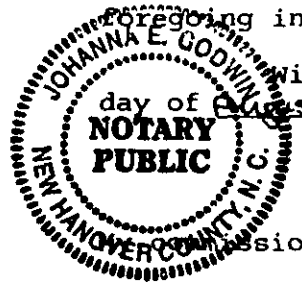
The undersigned, Owner(s) of Lot(s) 153,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of August, 2000.

By: Ann M. Sander (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Ann M. Sander personally came
before me this day and acknowledged the due execution of the
foregoing instrument.



Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Johanna E. Godwin
Notary Public

Commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0433

CONSENT

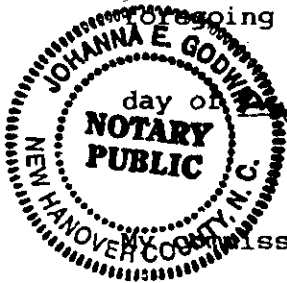
The undersigned, Owner(s) of Lot lot 163,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated Aug. 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10th day of August, 2000.

By: Howard J. Strauss (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Howard J. Strauss personally came
before me this day and acknowledged the due execution of the
foregoing instrument.



Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Johanna E. Godwin
Notary Public

Commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0434

CONSENT

The undersigned, Owner(s) of Lot(s) 5032 Crown Point Ln,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

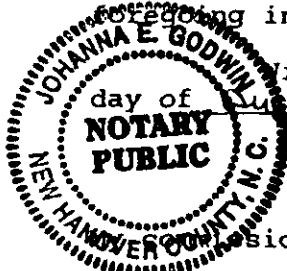
This the 10 day of August, 2000.

By: David C. Dicello (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
David C. Dicello personally came
before me this day and acknowledged the due execution of the
foregoing instrument.



Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Johanna E. Godwin
Notary Public

Commission expires: 2/24/03

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0435

CONSENT

The undersigned, Owner(s) of Lot(s) 363,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated _____, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of August, 2000.

By: [Signature] (SEAL)

By: [Signature] (SEAL)

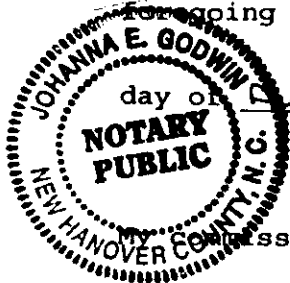
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in
and for the County aforesaid do hereby certify that
Ajay G. Dashputre and Anjali Dashputre personally came
before me this day and acknowledged the due execution of the
forgoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Johanna E. Godwin
Notary Public

My Commission expires: 2/24/03



STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0436

CONSENT

The undersigned, Owner(s) of Lot(s) 205,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated 8-10-00, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

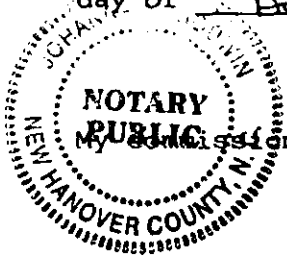
This the 10 day of August, 2000.

By: Leroy B. Anderson (SEAL)
By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Grodin, a Notary Public in
and for the New Hanover County aforesaid do hereby certify that
Leroy B. Anderson personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.



Johanna E. Grodin
Notary Public

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

BOOK PAGE
2805 0437

CONSENT

The undersigned, Owner(s) of Lot(s) 5007 Godfrey Way,
Masonboro Forest, hereby Consent and Agree to the Proposed
Amendment dated August 10, 2000, of the
Protective Covenants for Masonboro Forest recorded in Book 2086,
Page 176 (as amended) of the New Hanover County Registry in the
manner set forth in the Amendment to which this Consent is
attached.

This the 10 day of August, 2000.

By: [Signature] (SEAL)

By: _____ (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Shanna E. Crookin, a Notary Public in
and for the County aforesaid do hereby certify that
Ronald B. Frazier personally came
before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official stamp or seal, this the 10th
day of August, 2000.

Shanna E. Crookin
Notary Public

My commission expires: 2/24/03

Record of Poor Quality Due To
Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA

COUNTY OF NEW HANOVER

BOOK

PAGE

2805

0438

CONSENT

The undersigned, Owner(s) of Lot(s) 5004 Crown Point Masonboro Forest, hereby Consent and Agree to the Proposed Amendment dated Aug 10, 2000, of the Protective Covenants for Masonboro Forest recorded in Book 2086, Page 176 (as amended) of the New Hanover County Registry in the manner set forth in the Amendment to which this Consent is attached.

This the 10 day of Aug, 2000.

By: Carole Sue Furman (SEAL)

By: Myron Furman (SEAL)

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Johanna E. Godwin, a Notary Public in and for the County aforesaid do hereby certify that Carole Sue Furman and Myron Furman personally came before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official stamp or seal, this the 10th day of August, 2000.

Johanna E. Godwin
Notary Public

My commission expires: 2/24/03



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Condition of Original Document
G.S. 161-14

STATE OF NORTH CAROLINA
New Hanover County

The Foregoing/ Annexed Certificate(s) of
Johanna E. Godwin, Joanne T. Williams,
Lauren A. Sutton & Tamele Diane Stump

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

This the 14 day of Sept. 2000
Patricia Barnes
Deputy/Assistant
Mary Sue Oost, Registrar of Deeds