

This instrument prepared by:

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Davidson County REST
Recvd: 12/15/00 15:38 4pgs
Fees: 18.00 Taxes: 0.00
20001215-0123565

**FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS FOR STONER'S GLEN, A HORIZONTAL PROPERTY REGIME
WITH PRIVATE ELEMENTS, ANNEXING ADDITIONAL PROPERTY AS
PHASE TWO AND AMENDING ADDITIONAL PROVISIONS**

THIS INSTRUMENT is made on the date set forth hereinafter by **STONER'S GLEN, LLC**, a Tennessee limited liability company ("Developer").

WITNESSETH:

WHEREAS, pursuant to Declaration of Covenants, Conditions and Restrictions for Stoner's Glen, a Horizontal Property Regime with Private Elements, Phase One, executed and established by the Developer dated May 24, 2000, of record as Instrument No. 200005260052723, Register's Office for Davidson County, Tennessee (the "Declaration"), the real property described therein was devoted to the covenants, conditions and restrictions contained in the Declaration; and

WHEREAS, Section 21, subsection (a), of the Declaration provides that Developer shall have the right to incorporate additional phases into the area governed by the Declaration, and Developer has determined that the additional real property described on the attached Exhibit A, and as shown on the Plat of First Revision, Phase Two, Stoner's Glen, a Horizontal Property Regime with Private Elements, of record as Instrument No. 20001208-0121075, Register's Office for Davidson County, Tennessee, shall be subjected to the provisions of the Declaration and annexed as Phase Two into the property subject to the Declaration; and

WHEREAS, Section 21, subsection (b), of the Declaration provides that other provisions of the Declaration may be modified by an instrument in writing setting forth such modification signed by Unit Owners owning not less than two thirds (2/3rd) of the total Units and acknowledged, and setting forth that all lien holders of record have been notified via certified mail of such modification, and if an Affidavit of the Secretary of the Association certifying as to such mailing is made a part of the instrument; and

WHEREAS, Developer is the owner of more than two thirds (2/3rd) of the total Units subject to the Declaration and has determined to complete the modifications contained herein.

NOW, THEREFORE, pursuant to Section 21, subsection (a) of the Declaration, Developer hereby incorporates into the provisions of the Declaration all the real property described on the attached Exhibit A and as shown on the Plat of First Revision, Phase Two, Stoner's Glen, a Horizontal Property Regime with Private Elements, of record as Instrument No. 20001208-0121075, Register's Office for Davidson County, Tennessee. Such real property shall be held and conveyed subject to the provisions of the Declaration as Stoner's Glen, Phase Two.

FURTHER, pursuant to Section 21, subsection (b), of the Declaration, Developer, being the owner of more than two thirds (2/3rd) of the total Units, further amends the Declaration as follows:

1. The following is added as an additional subsection (c) to Section 15, "Architectural Control, Alterations, Additions or Improvements:"

(c) **No Changes on Exterior Without Approval.** Notwithstanding anything contained herein, or contained in the Bylaws, to the contrary, no alteration or change, including but not limited to changes to structure, paint and stain color, roofing shingles and exterior materials, may be made to the exterior of any Unit or to any Private Elements without the prior written approval of the Board.

2. The following is added as a new Section 7 to Article V, "Use and Occupancy Restrictions," of the Bylaws:

Section Seven. No Satellite Dishes. No satellite dishes shall be placed upon any Private Elements or any Unit without the prior written approval of the Board.

Attached hereto as Exhibit B is an Affidavit of the Secretary of the Association certifying that all lien holders of record have been notified by certified mail of the modification herein.

IN WITNESS WHEREOF, this instrument has been executed this 5TH day of December, 2000.

DEVELOPER:

STONER'S GLEN, LLC,
a Tennessee limited liability company

By: David H. Parker Chief Manager
David H. Parker, Chief Manager

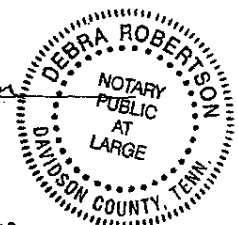
STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, **DAVID H. PARKER**, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is **CHIEF MANAGER** of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

WITNESS my hand, at office, this 5TH day of December, 2000.

Debra Robertson
Notary Public

My Commission Expires: 5/26/02



My Commission Expires MAY 26, 2002