

This instrument was prepared by: Clayton T. Sweeney
2100 SouthBridge Parkway
Suite 650
Birmingham, AL 35209

STATE OF ALABAMA)
COUNTY OF SHELBY)

SUPPLEMENTAL DECLARATION OF
PROTECTIVE COVENANTS OF
BROOK HIGHLAND, AN EDDLEMAN COMMUNITY
SIXTH SECTOR, SECOND PHASE

KNOW ALL MEN BY THESE PRESENTS THAT,

WHEREAS, Eddleman & Associates, an Alabama general partnership (hereinafter referred to as the "Declarant") has previously filed a Declaration of Protective Covenants and Agreements in the Probate Office of Shelby County, Alabama, in Book 194, at page 254, (the "Original Declaration") for the benefit of certain real property situated in Shelby County, Alabama, which is part of a residential subdivision known as Brook Highland, A Residential Subdivision, and which is more particularly described in the Plats of the First, Second, Third, Fourth, Fifth, Seventh Sectors, Sixth Sector, First Addition, and Sixth Sector, 1st Phase of Brook Highland as respectively recorded in Map Book 12 at pages 62, 63 and 64, and in Map Book 13 at pages 12, 32A and 32B, and 99A and 99B, and in Map Book 14, Page 71 and Map Book 14, Page 83 A & B, in the Probate Office of Shelby County, Alabama.

WHEREAS, the Declarant is the owner of additional real property (the "Subject Property") situated in Shelby County, Alabama, which is proposed to be developed as part of Brook

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Colley Mowens & Ward PC

Highland, and which is more particularly described in the Plat of Brook Highland, an Eddleman Community, Sixth Sector, Second Phase, as recorded in Map Book 15 at page 50 in the Probate Office of Shelby County, Alabama;

WHEREAS, the Declarant desires to submit the Subject Property to the Original Declaration in accordance with and pursuant to Section 2.02 of the Original Declaration which permits the owner of any property, with the approval in writing of the Association (as defined in the Original Declaration), to submit such property to the Original Declaration by filing a Supplementary Declaration to that effect in the Office of the Judge of Probate of Shelby County, Alabama;

NOW, THEREFORE, the Declarant, together with Brook Highland Homeowners' Association, Inc. (the "Association") do, upon the recording hereof, declare and make the Subject Property and any portion thereof subject to the covenants, conditions, restrictions, uses, limitations and affirmative obligations of the Original Declaration, as amended hereby, all of which are declared to be in furtherance of a plan for the use and improvement of the Subject Property in a desirable and uniform manner suitable in architectural design and for the enforcement of such uniform standards and the maintenance and preservation of the common amenities within the property subject to the original Declaration.

ARTICLE I

The Declarant hereby reaffirms and restates the terms and provisions of the Original Declaration in their entirety without any change whatsoever, except that the legal description of the property subject to the Original Declaration in Section 2.01 thereof shall be amended to include the Subject Property. Declarant hereby declares that said provisions of the Original Declaration as amended hereby shall run with the land and be binding upon, and shall inure to the benefit of, the Subject Property and all parties having or acquiring any right, title or interest in and to the Subject Property or any part thereof, and their successors in interest.

ARTICLE II

The Association has joined in the execution of this Supplemental Declaration for the purpose of evidencing its written approval of the submission of the Subject Property to the Original Declaration as herein provided and does hereby authorize the filing of this Supplemental Declaration with the Office of the Judge of Probate of Shelby County, Alabama.

IN WITNESS WHEREOF, the undersigned have caused this Declaration to be executed as of the 16th day of July, 1991.

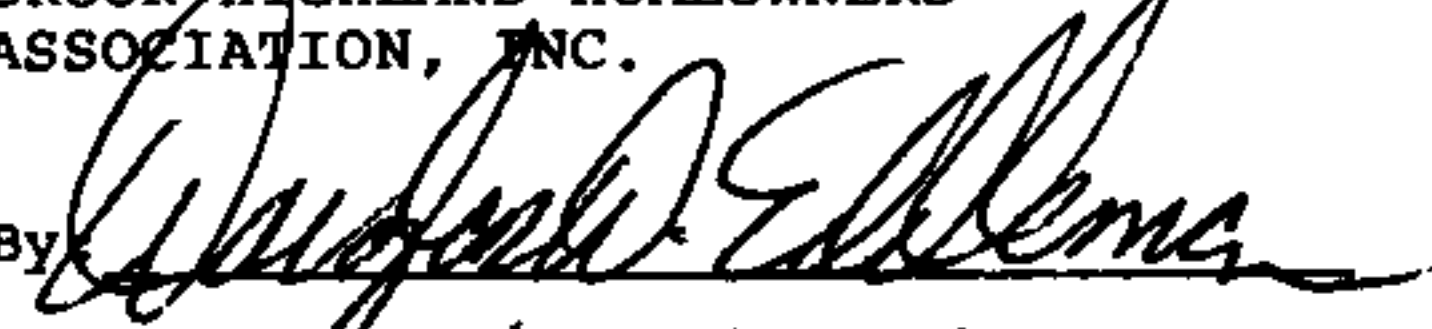
DEVELOPER:

EDDLEMAN & ASSOCIATES,
an Alabama general partnership,
by its general partner,

THE MEADOWS, LTD.,
an Alabama limited partnership
whose general partner is
Eddleman Realty, Inc.

By: 
Douglas D. Eddleman
Its Vice-President

BROOK HIGHLAND HOMEOWNERS'
ASSOCIATION, INC.

By: 
Its: VICE-PRESIDENT

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State hereby certify that Douglas D. Eddleman, whose name as Vice-President of Eddleman Realty, Inc., a corporation, the general partner of The Meadows, Ltd., a limited partnership named as a partner of Eddleman & Associates, a partnership, is signed to the foregoing Supplemental Declaration of Protective Covenants, and who is known to me, acknowledged before me on this day that, being informed of the contents of the above and foregoing Supplemental Declaration of Protective Covenants, he, as such officer, and with full authority, executed the same voluntarily for and as the act of said Eddleman Realty, Inc., as general partner of The Meadows, Ltd., acting in its capacity as partner of Eddleman Associates.

Given under my hand and official of office this 14th day of July, 1991.


Notary Public

My Commission Expires: 5-29-95

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State hereby certify that Douglas D. Edlman whose name as Vice-President of Brook Highland Homeowners' Association, Inc., an Alabama nonprofit corporation, is signed to the foregoing Supplemental Declaration of Protective Covenants, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Supplemental Declaration of Protective Covenants, he as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal of office this 16th day of July, 1991.

[Signature]
Notary Public

My Commission Expires: 5-29-95

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STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

91 JUL 17 PM 1:14

JUDGE OF PROBATE

19.30
3.80
1.00
1.00
17.50