

This instrument was prepared by: Jack P. Stephenson, Jr.
420 N. 20th Street, Suite 3000
Birmingham, Alabama 35203

STATE OF ALABAMA)
COUNTY OF SHELBY)

SUPPLEMENTARY DECLARATION OF
PROTECTIVE COVENANTS OF
BROOK HIGHLAND, A RESIDENTIAL SUBDIVISION
TWENTIETH SECTOR

KNOW ALL MEN BY THESE PRESENTS THAT,

WHEREAS, Eddleman & Associates, an Alabama general partnership has previously filed a Declaration of Protective Covenants and Agreements in the Probate Office of Shelby County, Alabama, in Real 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, Sixth, Seventh and Eighth Sectors of Brook Highland as respectively recorded in Map Book 12, at pages 62 A & B, 63 A & B, and 64 A & B, Map Book 13 at pages 12, 36 A & B, and 99 A & B, Map Book 14 at page 71 and 83 A & B, Map Book 15 at pages 50 A & B, 105 and 106, and Map Book 16 at pages 76 and 96 in the Probate Office of Shelby County, Alabama;

WHEREAS, AmSouth Bank, N.A. as Ancillary Trustee for NationsBank of North Carolina, N.A. as Trustee for the Public Employees Retirement System of Ohio (hereinafter referred to as

63772.

01/20/1993-01877
12:02 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MCD 16.50

Inst # 1993-01877

"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 Highland, and which is more particularly described in the Plat of Brook Highland Twentieth Sector, as recorded in Map Book 16, at page 148 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 heretofore amended and 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 as amended and/or supplemented by the instruments recorded in Book 228 at Page 882, Book 228 at page 886, Book 255 at page 131, Real 263, page 604, Real 311, page 78, Real 317, page 767, Real 355, page 969, Real 380, page 623, and Real 380, page 627, and Instrument No. 1992-16104 and Instrument No. 1992-20484 in the Probate Office of Shelby County, Alabama, in their entirety without any change whatsoever, except as follows:

1. The legal description of the property subject to the Original Declaration in Section 2.01 thereof is hereby amended to include the Subject Property.

2. Article VII of the Original Declaration is hereby amended to modify the restrictions on the size of the residential dwellings to be constructed on certain Lots within the Subject Property by adding the following as Section 7.03(f) thereof.

7.03 (f) Notwithstanding the provisions of Section 7.03(c) above, the size of each main residential building (exclusive of open porches, garages, basements and carports) to be constructed on any of the Lots numbered 2010 through and including 2029 in the 20th Sector of Brook Highland according to the plat thereof recorded in Map Book 16 at page 148 in the Probate Office of Shelby County, Alabama, shall be subject to the following minimum requirements: not less than 2500 square feet on the ground floor of any one-story building; not less than a total 3000 square feet for any 1-1/2 story building with a minimum of 2000 square feet being on the ground floor thereof; and not less than 3000 square feet in the case of a 2-story building with a minimum of 1500 square feet being on the ground floor thereof.

ARTICLE II

Declarant hereby declares that said provisions of the Original Declaration as so amended 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 III

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 12th day of January, 1993.

DECLARANT:

AMSOUTH BANK N.A., as Ancillary
Trustee for NationsBank of North
Carolina N.A., as Trustee for the
Public Employees Retirement System
of Ohio

By: [Signature]
Its: VICE PRESIDENT & TRUST OFFICER

BROOK HIGHLAND HOMEOWNERS'
ASSOCIATION, INC.

By: [Signature]
Its: PRESIDENT

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that John A. Bostwick, whose name as V.P. & In. Officer of AmSouth Bank, N.A., a national banking association, as Ancillary Trustee for NationsBank of North Carolina, N.A., as Trustee for the Public Employees Retirement System of Ohio, 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 national banking association acting in its capacity as Ancillary Trustee as aforesaid.

Given under my hand and official seal of office this 12th day of January, 1993.

Carolyn A. Garrison
Notary Public
My Commission Expires: 3/20/94

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State hereby certify that Douglas O. Eckelman, whose name as 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 17th day of January, 1993.

Theresa H. Snodgrass
Notary Public
My Commission Expires: 6/16/94

Inst # 1993-01877