

This instrument was prepared by: Clayton T. Sweeney
Attorney At Law
2700 Hwy. 280 East, Suite 290E
Birmingham, Alabama 35223

State of Alabama)
County of Shelby)

SUPPLEMENTARY DECLARATION OF
PROTECTIVE COVENANTS FOR

GRANDE VIEW ESTATES,
GIVIANPOUR ADDITION TO ALABASTER
2ND ADDITION

Inst # 1995-28544

10/10/1995-28544
12:19 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
007 MCD 23.50

KNOW ALL MEN BY THESE PRESENTS THAT,

WHEREAS, South Grande View Development Co., Inc., an Alabama Corporation has previously filed a Declaration of Protective Covenants and Agreements in the Probate Office of Shelby County, Alabama, in Instrument # 1995-05892, and First Amendment to Declaration of Protective Covenants recorded in Instrument #1995-28543, (the "Original Declaration") for the benefit of certain real property situated in Shelby County, Alabama, which is part of a residential subdivision known as Grande View Estates, and which is more particularly described in the Plats of the Grande View Estates, Givianpour Addition to Alabaster and Grande View Estates, Givianpour Addition to Alabaster, 1st Addition, as respectively

recorded in Map Book 19, at Page 100, and in Map Book 19, Page 101, in the Probate Office of Shelby County, Alabama;

WHEREAS, South Grande View Development Co., Inc., an Alabama Corporation (hereinafter referred to as "Declarant") is the owner of additional real property (the "Subject Property") situated in Shelby County, Alabama, which it proposes to be developed as part of Grande View Estates, and which is more particularly described in the Plat of Grande View Estates, Givianpour Addition to Alabaster, 2nd Addition, as recorded in Map Book 20, Page 66, 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 7.01 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 Grande View Residential 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 recorded in Instrument # 1995-05892, in the Probate Office of Shelby County, Alabama, their entirety without any change whatsoever, except as follows:

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

2. ARTICLE I of the Original Declaration is hereby amended to modify the restrictions on the size of the residential dwellings to be constructed on certain Lots with the Subject Property by changing and adding the following as Section 1.05 thereof.

Paragraph 1.05 Notwithstanding the provisions of Section 1.05 of the Original Declaration, the size of each main residential building (exclusive of open porches, garages, basements and carports) to be constructed on any of the Lots numbered 1 through and including Lot numbered 32, in the 2nd Addition to Grande View Estates, Givianpour Addition to Alabaster, according to the plat thereof recorded in Map Book 20 at Page 66 in the Probate Office of Shelby County, Alabama, shall be subject to the following minimum requirements: No dwelling shall be erected on

any Lot containing less than One Thousand Five Hundred (1500) square feet of living (heated and cooled) space for a One (1) story dwelling; Not less than One Thousand Six Hundred (1600) square feet of living (heated and cooled) space for a One and One-half (1 1/2) story dwelling with a minimum of One Thousand One Hundred (1100) square feet on the main level; and not less than One Thousand Seven Hundred (1700) square feet of living (heated and cooled) space for a Two (2) story dwelling with a minimum of Eight Hundred Fifty (850) square feet on the main level.

Paragraph 2.14 is hereby deleted and the following substituted therefor for all 2nd Addition dwelling:

The fronts of all dwellings shall be entirely brick, dryvit or stone or a combination thereof. Siding shall only be permitted on the sides and rear of a dwelling as may be approved by the ARC. The ARC shall have the right, in its sole and absolute discretion, to establish what types of exterior materials may be utilized on any dwellings and garages or improvements to a lot.

All other terms and conditions of paragraph 1.05 of the Original Declaration shall remain in full force and effect unaltered except as to the minimum size requirements for dwellings.

Declarant hereby declares that said provisions of the Original Declaration as so amended shall run with the land and be binding upon, and shall insure 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 10th day of October, 1995.

DECLARANT:

South Grande View Development
Co., Inc., an Alabama Corporation

By: C. S. [Signature]

Its: President

Grande View Residential
Association, Inc.

By: C. S. [Signature]


Its: President

STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Charles S. Givianpour whose name as Presient of South Grande View Development Co., Inc., an Alabama 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 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 Corporation.

Given under my hand and official seal of office this 10TH day of October, 1995.


FRANCES DIANE RICHARDSON
Notary Public

My Commission Expires: 3-10-97

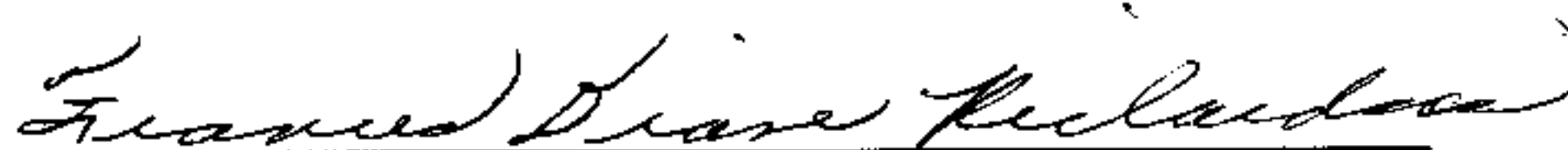
STATE OF ALABAMA)

COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County in said State hereby certify that Charles S. Givianpour whose name as President of Grande View Residential 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 10TH day of October, 1995.


FRANCES DIANE RICHARDSON
Notary Public

My Commission Expires: 3-10-97

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