

STATE OF ALABAMA)
COUNTY OF SHELBY)

**AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR
VILLAS BELVEDERE, A RESIDENTIAL SUBDIVISION**

THIS AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS (this "Amendment") is made as of this 3rd day of June, 2002, by **VILLAS BELVEDERE, LLC**, an Alabama limited liability company ("Developer") and **D. R. HORTON, INC. - BIRMINGHAM**, an Alabama corporation ("D. R. Horton").

RECITALS:

Developer has heretofore prepared and filed for record that certain Declaration of Covenants, Conditions and Restrictions for Villas Belvedere, a Residential Subdivision, dated November 19, 2001, recorded November 20, 2001 as Instrument Number 2001/50211 in the Probate Office of Shelby County, Alabama with respect to certain property which is more particularly described in the Plat of Villas Belvedere, prepared by Paragon Engineering, Inc., and recorded in said Probate Office, in Map Book 29, Page 27 A & B (the "Covenants;" *all defined terms used in this Amendment without definition shall have the meanings set forth in the Covenants*).

Developer has sold to D. R. Horton certain Lots located within the Subdivision, and as of the date of this Amendment, all Lots located within the Subdivision are either owned by Developer or D. R. Horton.

Developer and D. R. Horton desire to amend the Covenants as hereinafter set forth.

NOW, THEREFORE, in consideration of the Recitals, the parties hereto agree as follows:

1. Section 5.11 of the Covenants is hereby deleted in its entirety and the following substituted in lieu thereof:

*5.11 **Satellite Receiving Dish.** No satellite receiving dish or antenna system of any kind shall be located on any Lot, home or building within the Subdivision except that a satellite receiving dish not greater than 22" in diameter (or the smallest size which may hereafter be readily available to consumers) may be installed in a location not visible from any street with the prior express, written permission of the Architectural Committee.*

2. Except as modified and amended, the Covenants and hereby ratified and affirmed.

✓
Damon P. Denney
Burr + Forman LLP
972687
3100 Southtrust Tower
B'ham, AL 35203

IN WITNESS WHEREOF, the undersigned have caused this Amendment to be properly executed the day and year first above written.

VILLAS BELVEDERE, LLC, an Alabama limited liability company

By: Carter S. Kennedy
Carter S. Kennedy
Its Manager

D.R. HORTON, INC. - BIRMINGHAM, an Alabama corporation

By: Michael R. Inman
Michael R. Inman
Vice President and Division Chairman

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned authority, Notary Public, in and for said County, in said State, hereby certify that Carter S. Kennedy, whose name as Manager of Villas Belvedere, LLC, an Alabama limited liability company, is signed to the foregoing instrument, and who is known to me acknowledged before me on this day, that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this 5th day of June, 2002.

[Signature]
Notary Public
My commission expires: 4-20-04

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned authority, Notary Public, in and for said County, in said State, hereby certify that Michael R. Inman, whose name as Vice President and Division Chairman of D.R. Horton, Inc. - Birmingham, an Alabama corporation, is signed to the foregoing instrument, and who is known to me acknowledged before me on this day, that, being informed of the contents of

the instrument, 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 this 1st day of June, 2002.

Brenda A. Wilson

Notary Public

My commission expires: 04-29-04