

**FIRST AMENDMENT TO DECLARATION OF RESTRICTIVE COVENANTS FOR
SHIRE VALLEY FARMS**

**STATE OF ALABAMA)
SHELBY COUNTY)**

KNOW ALL MEN BY THESE PRESENTS; that: heretofore Farmer Development, LLC (the Developer) did file the Declaration of Restrictive Covenants for Shire Valley Farms as recorded in Instrument Number 20030516000307910 Probate Office of Shelby County, Alabama (the Original Covenants).

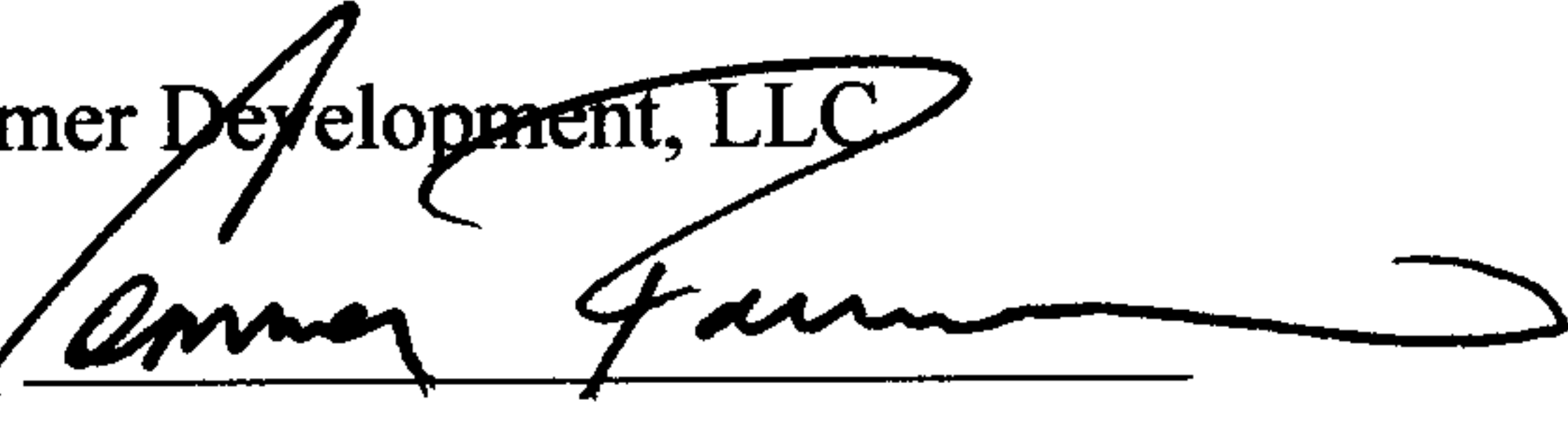
The Developer does hereby desire to amend the Original Covenants, hence this First Amendment.

The Original Covenants are hereby amended to provide as follows:

1. The Developer does hereby reserve the right to add real property contiguous to those Tracts as described in the Original Covenants and as shown on the map and survey of Shire Valley Farms as recorded in Map Book 31, Page 70, Probate Office of Shelby County, Alabama (Map).
2. Any such additional property shall have all of the rights and be subject to all of the obligations as set forth in the Original Covenants including the requirement that the Owner(s) of any such additional property becomes a member of Shire Valley Farms Homeowners Association, Inc.
3. In all other respects, the Original Covenants and the Record Map shall remain in full force and effect.
4. The undersigned, being all of the Owners of Tracts within Shire Valley Farms and their mortgagee have executed this First Amendment in order to indicate their consent to this First Amendment.

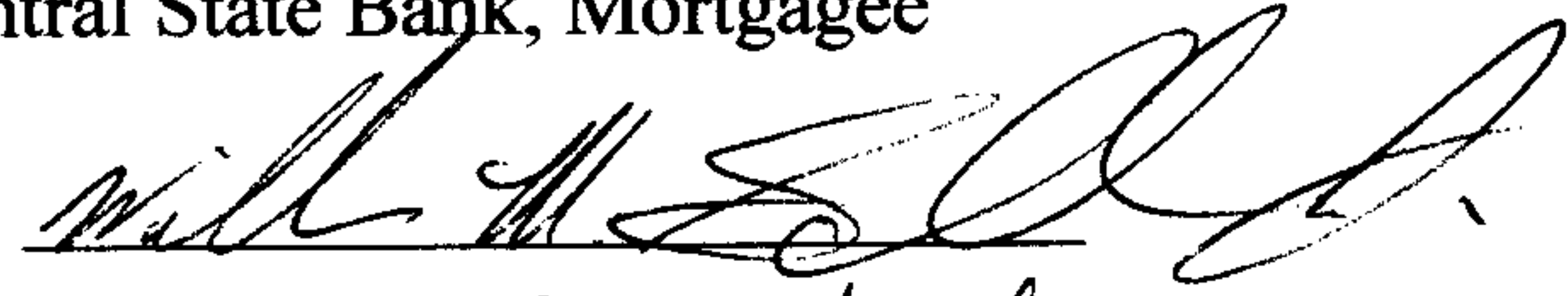
Done intended to be effective this 9th day of September, 2003.

Farmer Development, LLC

By: 

Its: Member

Central State Bank, Mortgagee

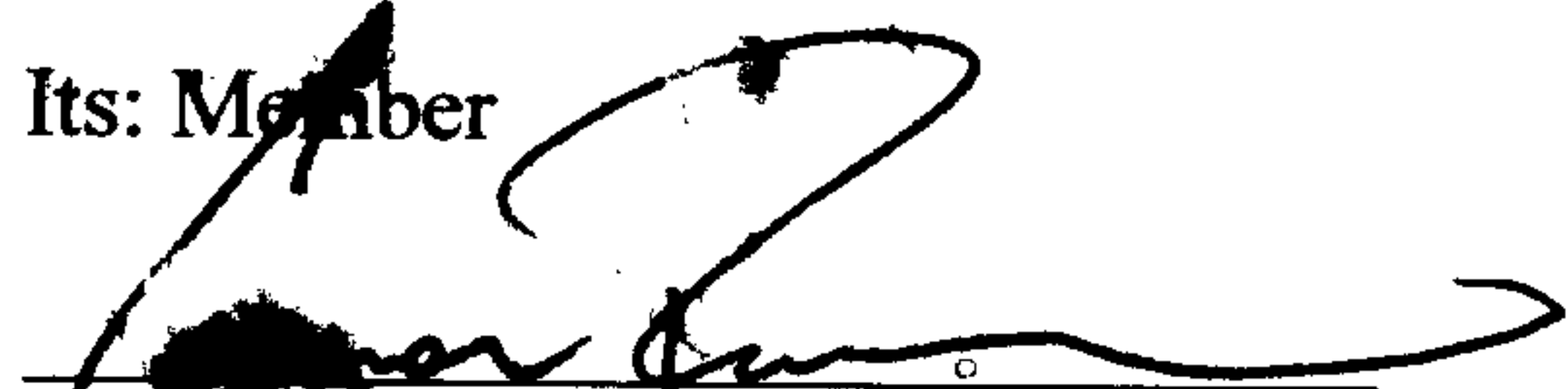
By: 

Its: Vice-President

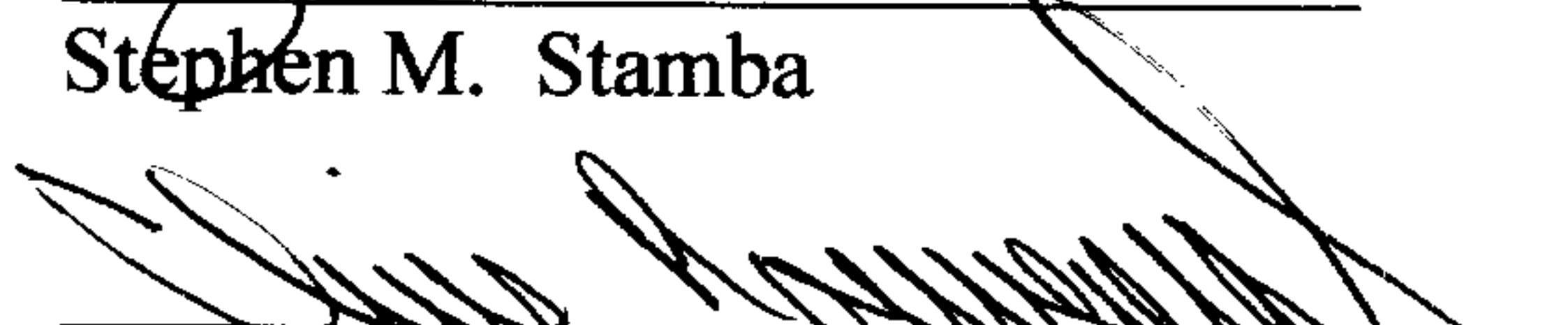
Land Improvement Services, LLC

By: 

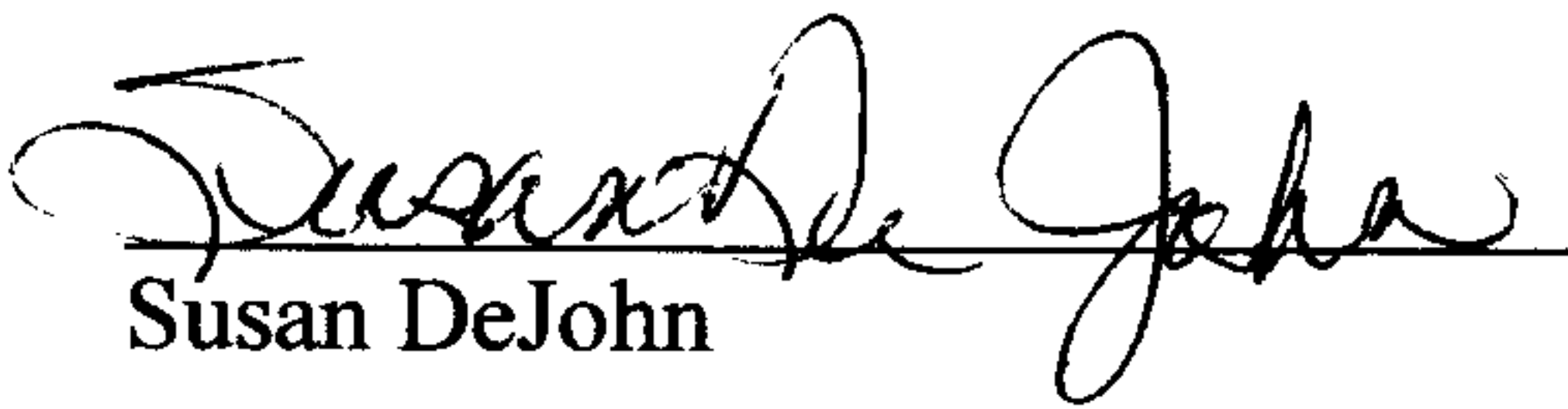
Its: Member


Connor Farmer

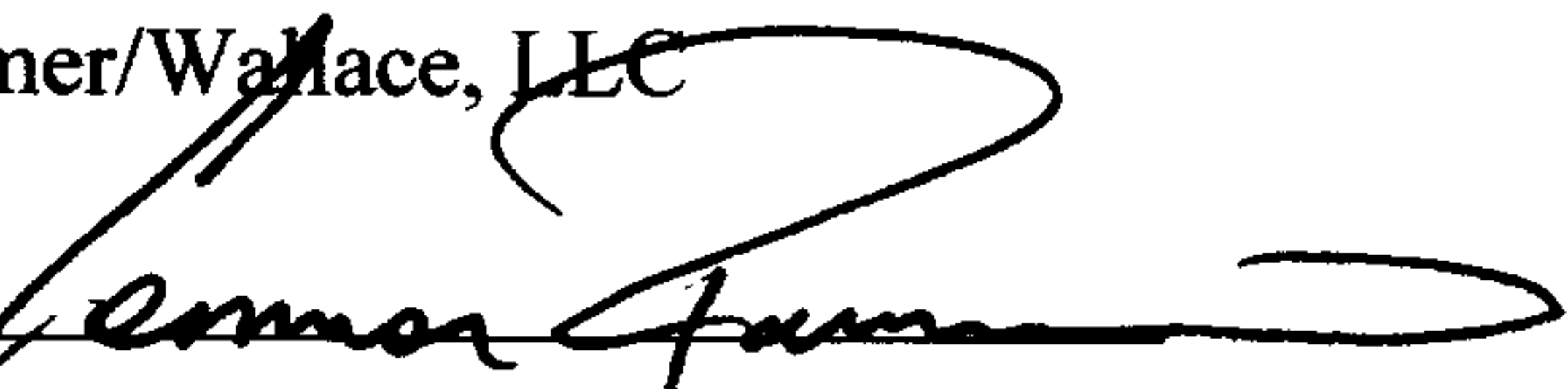

Stephen M. Stamba


Chris Rouveyrol

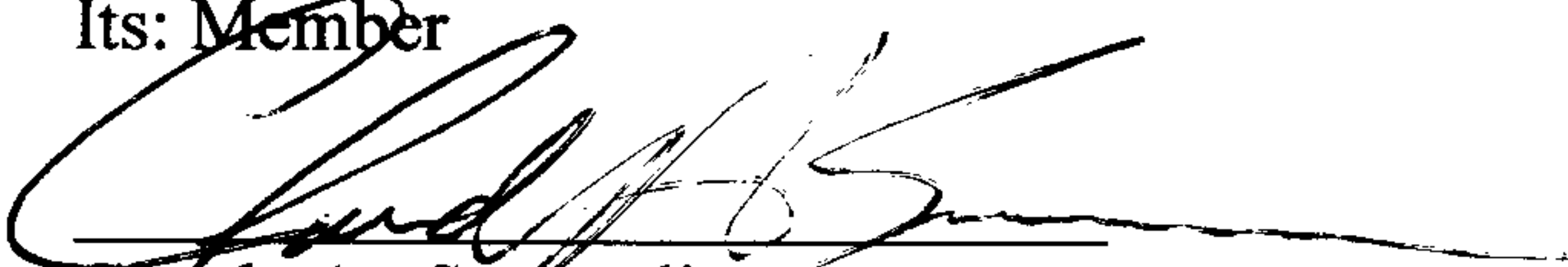

Michael DeJohn


Susan DeJohn

Farmer/Wallace, LLC

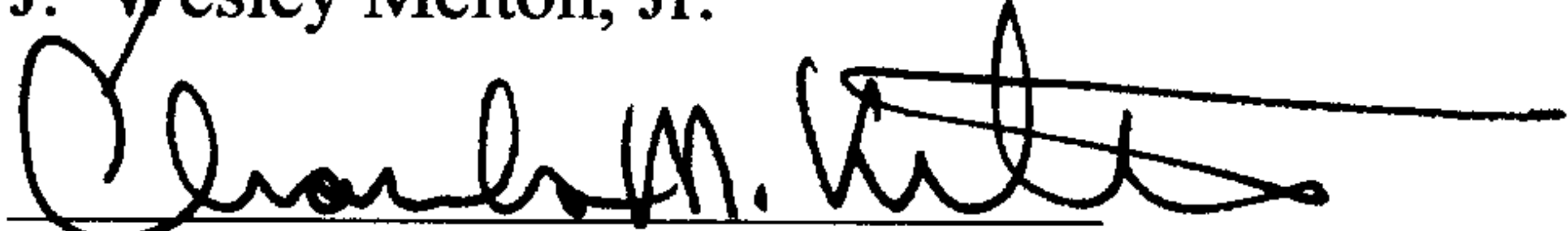
By: 

Its: Member

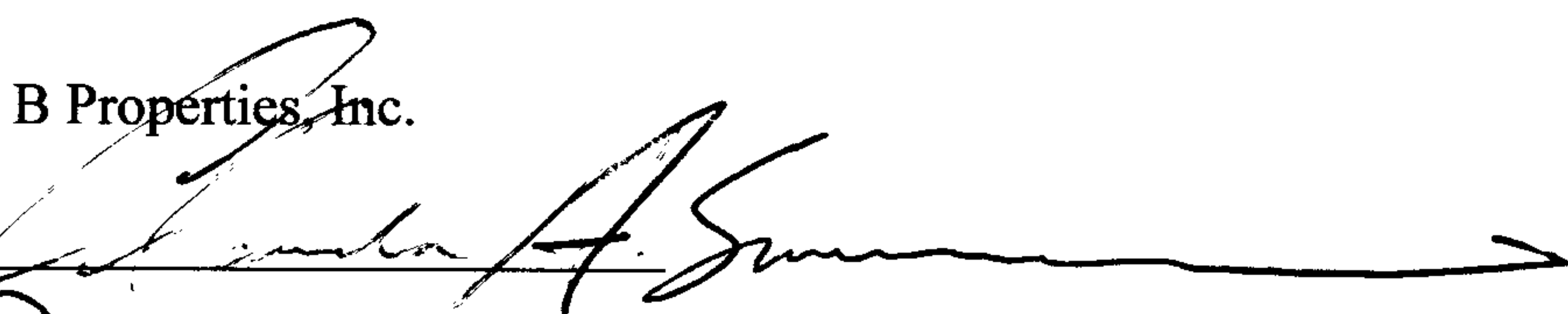

Claude A. Smeraglia


James W. Melton, Sr.


J. Wesley Melton, Jr.


Charles M. Kitchen, Jr.

B & B Properties, Inc.

By: 

Its: President

STATE OF ALABAMA)
COUNTY)

LLC ACKNOWLEDGMENT

I, the undersigned, a Notary Public, in and for said County in said State, hereby certify that Conner Farnen as Member of Farmer Development, LLC, whose name 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 this instrument, he, in their capacity as such member, executed the same voluntarily, for and as the act of said limited liability company.

Given under my hand and official seal this 19 day of Sept., 2003.

Margie B. Bozeman
Notary Public
My Commission Expires: 11-22-06

STATE OF ALABAMA)
COUNTY)

LLC ACKNOWLEDGMENT

I, the undersigned, a Notary Public, in and for said County in said State, hereby certify that Conner Farnen as Member of Land Improvement Services, LLC, whose name 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 this instrument, he, in their capacity as such member, executed the same voluntarily, for and as the act of said limited liability company.

Given under my hand and official seal this 19 day of Sept, 2003.

Margie B. Bozeman
Notary Public
My Commission Expires: 11-22-06

STATE OF ALABAMA)
COUNTY)

LLC ACKNOWLEDGMENT

I, the undersigned, a Notary Public, in and for said County in said State, hereby certify that Conner Farnen as Member of Farmer/Wallace, LLC, whose name 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 this instrument, he, in their capacity as such member, executed the same voluntarily, for and as the act of said limited liability company.

Given under my hand and official seal this 19 day of Sept, 2003.

Margie B. Bozeman
Notary Public
My Commission Expires: 11-22-06

STATE OF ALABAMA)
COUNTY)

CORPORATION ACKNOWLEDGMENT

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Mitt Schneider, whose name as Vice President of Central State Bank, a corporation is signed to the foregoing instrument, and who is known to me, acknowledged before me 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 the corporation.

Given under my hand and official seal this 19 day of Sept, 2003.

Margie B. Bogerman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
COUNTY)

CORPORATION ACKNOWLEDGMENT

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Charles A. Sumner, whose name as _____ of B & B Properties, Inc. , a corporation is signed to the foregoing instrument, and who is known to me, acknowledged before me 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 the corporation.

Given under my hand and official seal this 19 day of Sept, 2003.

Margie B. Bogerman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that Connor Farmer, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Margie B. Bogerman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
____ COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that Stephen M. Stamba, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Marcia B. Bozeman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
____ COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that Chris Rouveyrol, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Marcia B. Bozeman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
____ COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that Michael DeJohn, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Marcia B. Bozeman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
____ COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that Susan DeJohn, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Marcia B. Bozeman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
____ COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that Claude A. Smeraglia, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Marcia B. Bozeman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
____ COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that James Wesley Melton, Sr., whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Marcia B. Bozeman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
_____) COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that J. Wesley Melton, Jr. , whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Marcia B Bozeman
Notary Public
My Commission Exp. 11-22-06

STATE OF ALABAMA)
_____) COUNTY)

I, the undersigned, a Notary Public for the State of Alabama at Large do hereby certify that Charles M. Kitchen, Jr. , whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me this day that, being informed of the contents of said conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of Sept, 2003.

Marcia B Bozeman
Notary Public
My Commission Exp. 11-22-06