

**FIRST AMENDMENT TO DECLARATION OF PROTECTIVE
COVENANTS FOR CAMDEN COVE WEST, SECTOR ONE**

**IN MAP BOOK 33, PAGE 143 RECORDED IN THE OFFICE OF THE
JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA**

STATE OF ALABAMA)

SHELBY COUNTY)

THIS FIRST AMENDMENT TO DECLARATION OF PROTECTIVE COVENANTS FOR CAMDEN COVE WEST, SECTOR ONE (the "Amendment") is adopted and effective as of June 20, 2005 by Camden Cove West, LLC, an Alabama limited liability company (the "Developer").

R E C I T A L S

WHEREAS, on September 8, 2004, the Developer filed the Declaration of Protective Covenants for Camden Cove West, Sector One in Map Book 33, Page 143 ("Original Declaration"), as Instrument #20040908000499580 in the Office of the Judge of Probate of Shelby County, Alabama ("Probate Office"); and

WHEREAS, pursuant to the Original Declaration, the lots comprising Camden Cove West, Sector One, according to the plat recorded in Map Book 33, Page 143, in said Probate Office (the "Development") were subjected to the restrictions and covenants set forth in the Original Declaration; and

WHEREAS, the Original Declaration required (a) the incorporation of a homeowners association (the "Association"), (b) the membership of all of the owners of Residential Lots within the Development in such Association, and (c) the grant of power to such Association to enforce the Original Declaration and maintain certain common areas within the Development for the benefit of all of the owners of Residential Lots within the Development; and

WHEREAS, the Original Declaration erroneously designated the Association as "Camden Cove West Residential Association" when in fact the correct designation of the Association is "Camden Cove Residential Association, Inc."; and

WHEREAS, the Developer desires to amend the Original Declaration to correct the reference to the Association, and pursuant to Section 7.04 of the Original Declaration, the Developer retained the sole right to amend or alter the Original Declaration during such periods of time as the Developer owns any Residential Lots within the Development. All capitalized

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terms not otherwise defined herein shall have the meanings set forth in the Original Declaration. The Original Declaration, as amended by this Amendment, is hereinafter collectively referred to as the "Declaration."

NOW, THEREFORE, the Declaration is hereby amended as follows:

1. The definition of "Development" in the first WHEREAS paragraph of the Declaration is hereby amended to delete the reference to "Camden Cove West, Sector One" and to substitute in lieu thereof "Camden Cove West." It is the intention of the Developer to subject Sector One and subsequent Sectors of Camden Cove West to the Declaration by further amendments to the Declaration as contemplated by Section 4.02 of the Declaration.

2. The definition of the "Association" in Section 1.06 of the Declaration is hereby amended to delete the reference to "Camden Cove West Residential Association" and to substitute in lieu thereof "Camden Cove Residential Association, Inc., an Alabama non-profit corporation."

3. The title to Article IV of the Declaration is hereby deleted and the following is substituted in lieu thereof:

ARTICLE IV
CAMDEN COVE RESIDENTIAL ASSOCIATION, INC.

4. All references in the Declaration to the "Articles of Incorporation" and "Bylaws" shall be to the Articles of Incorporation and Bylaws, as the same may be amended from time to time, of Camden Cove Residential Association, Inc., an Alabama non-profit corporation.

5. All other terms and conditions of the Declaration shall remain in full force and effect and unchanged by this Amendment.

IN WITNESS WHEREOF, the Developer has caused this instrument to be duly executed and its seal to be hereunto affixed and attested by its duly authorized officer.

CAMDEN COVE WEST, LLC

By: Donnie F. Tucker
Name: Donnie F. Tucker
Its: Manager