

**AMENDMENT TO DECLARATION
OF PROTECTIVE COVENANT FOR TIMBERLINE**

THIS AMENDMENT TO DECLARATION OF PROTECTIVE COVENANT FOR TIMBERLINE (the "Amendment"), is dated as of April 5, 2007, by **TIMBERLINE DEVELOPMENT, LLC**, an Alabama limited liability company ("Timberline").

R E C I T A L S:

WHEREAS, on March 29, 2005, Timberline recorded that certain Declaration of Protective Covenants for Timberline in the Shelby County Judge of Probate's office in Instrument No. 20050329000141930 ("Covenants"), which declared that the real property described in such Declaration would be transferred, sold, conveyed and occupied subject to the covenants, restrictions and easements charges and liens set forth in the Covenants.

WHEREAS, the Covenants were amended by that certain Supplementary Declaration to of Protective Covenants for Timberline dated August 30, 2005, recorded with Shelby County Judge of Probate's office at Instrument No. 20050909000467130 in which additional property was added to the Covenants.

WHEREAS, Timberline, who is presently the Developer as set forth in the Covenants, desires to amend the Covenants to add an additional Developer and add additional property among other things.

NOW, THEREFORE, Timberline hereby amends the covenants pursuant to this Amendment as follows:

1. The definition of Developer as set forth in Section 1.03 is hereby amended to add "TL Development, LLC, an Alabama limited liability company" immediately after the reference to "Timberline Development, LLC, an Alabama limited liability company".

2. The Covenants are hereby amended to add the following real property to the definition of Property as set forth in Sections 1.07 and 2.01 of the Covenants and any other applicable Covenants to make the New Property subject to the Covenants:

All of that certain real property known as the The Reserve at Timberline Phase III, located in Shelby County, Alabama, as shown by the Map and Survey of The Reserve at Timberline Phase III, as recorded in Map 38, Page 53, in the Office of the Judge of Probate of Shelby County, Alabama.

3. Article 3, Architectural Control, Section 3.03(c) is hereby amended as follows:

The ARC shall have the sole and exclusive right to approve or disapprove builders or general contractors within the subdivisions subject to the Covenants. No builder or general contractor hereafter purchasing property or proposing the construction any single family residences within the subdivision subject to the Covenants shall commence soil disturbance or any vertical construction without the prior written approval of the ARC. Once the builder or contractor has received from approval ARC, builder or general

contractor may not be changed without prior written approval of the ARC,
which may be granted or denied in the ARC sole discretion.

IN WITNESS WHEREOF, the undersigned duly executed this Amendment as of the first
day written above.

TIMBERLINE DEVELOPMENT, LLC,
an Alabama limited liability company

By: 
Larry Clayton, Its Manager

STATE OF ALABAMA

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:

SHELBY COUNTY

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I, the undersigned, a notary public in and for said county in said state, hereby certify that
Manager, whose name as Manager of Timberline Development, 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 said instrument, he, as such Manager and with
full authority, executed the same voluntarily for and as the act of said company.

Given under my hand and official seal this 11th day of April, 2007.


Notary Public

[NOTARIAL SEAL]

My commission expires: 5-27-07