

This instrument was prepared by:

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STATE OF ALABAMA)
COUNTY OF SHELBY)

**SUPPLEMENTARY DECLARATION AND AMENDMENT TO
THE DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS FOR HIGHLAND LAKES,
A RESIDENTIAL SUBDIVISION
WITH RESPECT TO 32d SECTOR**

KNOW ALL MEN BY THESE PRESENTS THAT,

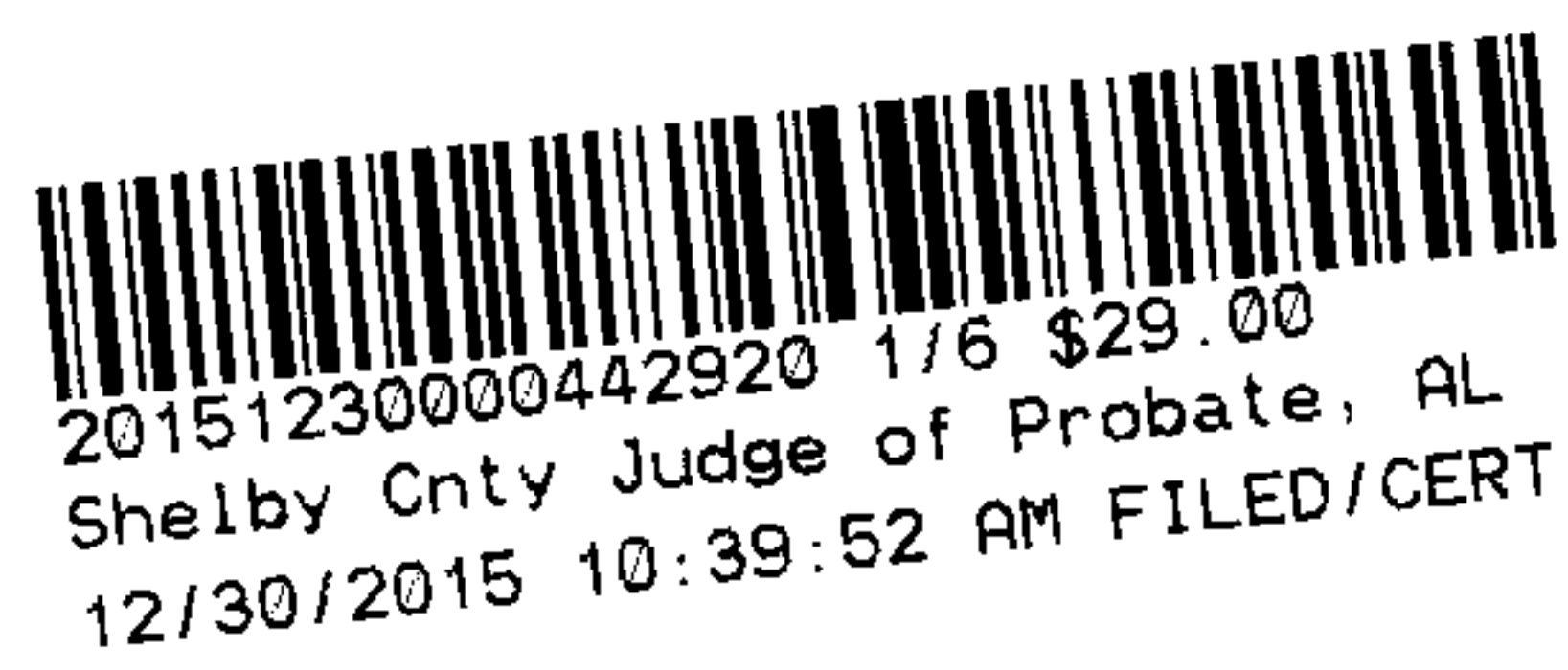
WHEREAS, Highland Lakes Development, Ltd. ("Developer") and Highland Lakes Residential Association, Inc. (the "Association") previously filed a Declaration of Covenants, Conditions and Restrictions in the Probate Office of Shelby County, Alabama, recorded on June 9, 2005, as Instrument Number 20050609000280550 (the "Original Declaration") with respect to certain real property situated in Shelby County, Alabama, which is part of a residential subdivision known as Highland Lakes, A Residential Subdivision (the "Development"), and which is more particularly described in the Plat of Highland Lakes, 32d Sector, as recorded in Map Book 35, at page 23 in said office, all being recorded in the Probate Office of Shelby County, Alabama;

WHEREAS, Developer owns certain additional real property (the "Subject Property") situated in Shelby County, Alabama, which is proposed to be developed as part of the Development, and which is more particularly described on Exhibit A attached hereto;

WHEREAS, Developer has created the Association pursuant to the Declaration of Easements and Master Protective Covenants for Highland Lakes recorded as Instrument Number 1994-07111 in the Probate Office of Shelby County, Alabama, as amended by the documents recorded as Instrument Number 1996-17543 and Instrument Number 1999-31095 and in said office (the "Master Covenants"), for the purpose of maintaining certain lakes (the "Lakes") and other property located adjacent to or near the Subject Property which is intended to be for the non-exclusive use and benefit of the owners of the Development (the "Common Areas"), regulating the use of the Lakes and Common Areas, and levying assessments for the maintenance, preservation and regulation of the Common Areas and the Lakes;

WHEREAS, the Developer desires to submit the Subject Property to the Original Declaration and the Master Covenants in accordance with and pursuant to the terms thereof, each of which permit the Developer, with the approval in writing of the Association, to evidence the submission of such property to the Original Declaration and the Master Covenants by filing a Supplementary Declaration to that effect in the Office of the Judge of Probate of Shelby County, Alabama;

NOW THEREFORE, the Developer and the Association (collectively the "Declarants"), 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 and the Master Covenants, as each has been 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 and for the maintenance, preservation, and regulation of the Lakes and Common Areas within the property subject to the Original Declaration and the Master Covenants.



ARTICLE I

The Declarants hereby reaffirm and restate the terms and provisions of the Original Declaration and the Master Covenants in their entirety without any change whatsoever, except as follows:

1. The legal description of the Property subject to the Original Declaration and the Master Covenants is hereby amended to include the Subject Property.

2. It is the intention of the Developer to submit the Subject Property to the Original Declaration as Additional Property pursuant to Section 2.2 of the Original Declaration so that the Subject Property will be part of the Property (as defined in the Original Declaration) and the members of the ARC (as defined in the Original Declaration) will be members of the Association. The Subject Property shall be subject in all respects to the Original Declaration and the Master Covenants except that the following covenants shall be binding upon the Subject Property and shall modify the Original Declaration with respect to the Subject Property:

(a) The Original Declaration is hereby amended to exempt the Subject Property from the requirements of Section 6.7 of the Original Declaration and to declare that the Subject Property shall be subject to the following restrictions on the size of structures:

There shall be no specific height limitations or size restrictions for residential structures to be constructed on a Lot within the Subject Property. The ARC reserves the right to approve the height and size of any residential structure to be constructed on a Lot within the Subject Property based on the compatibility of the appearance of such structure with structures on other Lots within and adjacent to the Subject Property.

(b) The provisions of Section 2 of Article I of this Supplementary Declaration shall be applicable to the Subject Property and shall modify the Original Declaration with respect to the Subject Property in accordance with Section 2.2 of the Original Declaration.

3. The Subject Property has not been subdivided into Lots. The Master Plan for the Development, as approved by applicable governmental authorities, contemplates the subdivision of the Subject Property into Lots in accordance with applicable state and local laws and regulations for the subdivision of real property. Developer intends to subdivide the Subject Property into Lots substantially in accordance with the Master Plan by applying for approval of a subdivision plat with respect to all or part of the Subject Property and by recording the approved subdivision plat in the Probate Office of Shelby County, Alabama, as permitted by Section 2.6 of the Master Covenants and Section 2.6 of the Original Declaration. The undivided portion of the Subject Property shall be treated as a single Lot. Lot for purposes of Article IV of the Master Covenants and Section 5.2 of the Original Declaration. No assessments shall be due on any Lot owned by the Developer in the Subject Property. Assessments on individual Lots within the Subject Property shall commence in accordance with Section 6.3 of the Master Covenants upon the conveyance of the Lot to a person other than the Developer.

4. Developer reserves the right to harvest timber on any portion of the Subject Property that has not been subdivided into Lots pursuant to a recorded subdivision plat.

ARTICLE II

Declarants hereby declare that said provisions of the Original Declaration and Master Covenants as so amended shall run with the land and be binding upon, and shall inure 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 Supplementary Declaration for the purpose of evidencing its written approval of the submission of the Subject Property to the Original Declaration and Master



Covenants as herein provided and does hereby authorize the filing of this Supplementary 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 29th day of December, 2015.


DECLARANTS:

HIGHLAND LAKES DEVELOPMENT, LTD.,
an Alabama limited partnership,
By its General Partner:
Highland Lakes Community, Inc.

By: Douglas D. Eddleman
Douglas D. Eddleman
President

HIGHLAND LAKES RESIDENTIAL
ASSOCIATION, INC.

By: Douglas D. Eddleman
Its: President


20151230000442920 3/6 \$29.00
Shelby Cnty Judge of Probate, AL
12/30/2015 10:39:52 AM FILED/CERT

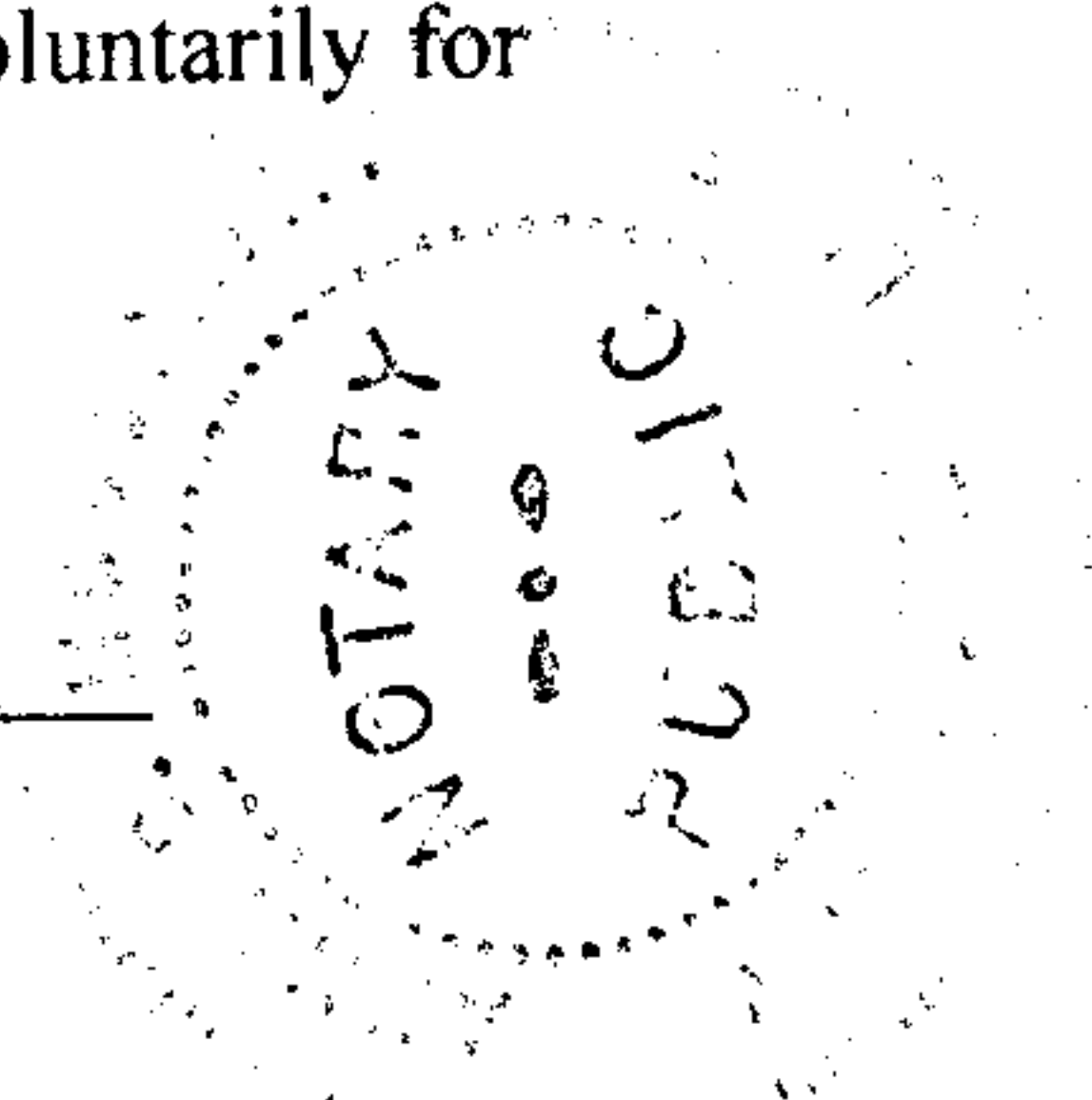
STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Douglas D. Eddleman, whose name as President of Highland Lakes Community, Inc., a corporation, as General Partner for Highland Lakes Development, Ltd., a limited partnership, is signed to the foregoing Supplementary Declaration, and who is known to me, acknowledged before me on this day that, being informed of the contents of the above and foregoing Supplementary Declaration, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation acting in its capacity as General Partner as aforesaid.

Given under my hand and official seal of office this 29th day of December, 2015.

Ann C. McConally
Notary Public

My Commission Expires: June 29, 2018



STATE OF ALABAMA)
JEFFERSON COUNTY)


I, the undersigned, a Notary Public in and for said County in said State hereby certify that Douglas D. Eddleman, whose name as President of Highland Lakes Residential Association, Inc., an Alabama nonprofit corporation, is signed to the foregoing Supplementary Declaration, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Supplementary Declaration, 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 29th day of December, 2015.

Ann C. McConally
Notary Public

My Commission Expires: June 29, 2018




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Shelby Cnty Judge of Probate, AL
12/30/2015 10:39:52 AM FILED/CERT

20151230000442920 5/6 \$29.00
Shelby Cnty Judge of Probate, AL
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EXHIBIT A

DESCRIPTION OF SUBJECT PROPERTY

PARCEL I

DESCRIPTION: HIGHLAND LAKES 32ND SECTOR 2ND PHASE

A TRACT OF LAND SITUATED IN THE NORTHWEST ¼ OF SECTION 9, TOWNSHIP 19 SOUTH, RANGE 1 WEST, SHELBY COUNTY, ALABAMA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGIN AT THE NORTHWEST CORNER OF LOT 8, ACCORDING TO THE SURVEY OF HIGHLAND LAKES 2ND SECTOR PHASE II AN EDDLEMAN COMMUNITY, AS RECORDED IN MAP BOOK 31, PAGE 134, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE RUN SOUTH 04°43'19" WEST ALONG THE WEST LINE OF SAID LOT 8 FOR 211.31 FEET TO THE NORTHWEST CORNER OF LOT 264, ACCORDING TO THE SURVEY OF HIGHLAND LAKES 2ND SECTOR AN EDDLEMAN COMMUNITY, AS RECORDED IN MAP BOOK 20, PAGE 150, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE RUN SOUTH 10°41'16" EAST ALONG THE WEST LINE OF SAID LOT 264 FOR 199.12 FEET TO THE NORTHWEST CORNER OF LOT 265 OF SAID SURVEY; THENCE RUN SOUTH 07°09'30" WEST ALONG THE WEST LINE OF LOTS 265 THRU 268 OF SAID SURVEY FOR 657.47 FEET TO THE NORTHWEST CORNER OF LOT 269 OF SAID SURVEY; THENCE RUN SOUTH 07°30'52" EAST ALONG THE WEST LINE OF SAID LOT 269 FOR 184.35 FEET TO THE SOUTHWEST CORNER OF SAID LOT 269, AND A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF SPRINGHILL LANE; THENCE RUN SOUTH 82°29'13" WEST ALONG SAID ROAD RIGHT-OF-WAY FOR 33.47 FEET TO A CURVE TO THE LEFT WITH A RADIUS OF 305.00 FEET, A CHORD BEARING OF SOUTH 72°50'28" WEST, AND A CHORD LENGTH OF 102.41 FEET; THENCE RUN ALONG SAID ARC AND SAID ROAD RIGHT-OF-WAY FOR 102.90 FEET TO THE SOUTHEAST CORNER OF LOT 3201, ACCORDING TO THE SURVEY OF HIGHLAND LAKES 32 SECTOR AN EDDLEMAN COMMUNITY, AS RECORDED IN MAP BOOK 35, PAGE 23, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE RUN NORTH 26°49'27" WEST ALONG THE EAST LINE OF SAID LOT 3201 FOR 155.00 FEET TO THE NORTHEAST CORNER OF SAID LOT 3201; THENCE RUN SOUTH 64°39'58" WEST ALONG THE NORTH LINE OF SAID LOT 3201 FOR 175.89 FEET TO THE SOUTHEAST CORNER OF LOT 3204 OF SAID SURVEY; THENCE RUN NORTH 21°43'54" WEST ALONG THE EAST LINE OF SAID LOT 3204 FOR 87.83 FEET TO THE SOUTHEAST CORNER OF LOT 3205 OF SAID SURVEY; THENCE RUN NORTH 08°33'43" WEST ALONG THE EAST LINE OF LOTS 3205 AND 3206 OF SAID SURVEY FOR 259.61 FEET TO THE SOUTHEAST CORNER OF LOT 3207 OF SAID SURVEY; THENCE RUN NORTH 03°06'05" WEST ALONG THE EAST LINE OF SAID LOT 3207 FOR 112.53 FEET TO THE SOUTHEAST CORNER OF LOT 3208 OF SAID SURVEY; THENCE RUN NORTH 05°12'03" EAST ALONG THE EAST LINE OF LOT 3208 AND 3209 OF SAID SURVEY FOR 268.66 FEET TO THE SOUTHEAST CORNER OF LOT 3210 OF SAID SURVEY; THENCE RUN NORTH 00°19'41" EAST ALONG THE EAST LINE OF SAID LOT 3210 FOR 253.28 FEET TO THE NORTHEAST CORNER OF LOT 3211 OF SAID SURVEY; THENCE RUN NORTH 69°36'46" WEST ALONG THE NORTH LINE OF SAID LOT 3211 FOR 113.79 FEET; THENCE RUN NORTH 42°43'10" EAST FOR 307.69 FEET; THENCE RUN SOUTH 86°00'04" EAST FOR 348.47 FEET TO THE POINT OF BEGINNING.

SAID TRACT OF LAND CONTAINING 533678.68 SQ.FT. OR 12.25 ACRES MORE OR LESS.

PARCEL II


DESCRIPTION: HIGHLAND LAKES 32ND SECTOR 3RD PHASE

A TRACT OF LAND SITUATED IN THE EAST HALF OF SECTION 8, AND THE WEST HALF OF SECTION 9, TOWNSHIP 19 SOUTH, RANGE 1 WEST, SHELBY COUNTY, ALABAMA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT THE NORTHEAST CORNER OF LOT 1828, ACCORDING TO THE SURVEY OF HIGHLAND LAKES 18TH SECTOR, PHASE II AN EDDLEMAN COMMUNITY, AS RECORDED IN MAP BOOK 30, PAGE 105, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE RUN SOUTH 52°56'27" EAST

ALONG THE NORTHEASTERLY LINE OF LOTS 1828 THRU 1833 OF SAID SURVEY FOR 1098.16 FEET TO THE NORTHEAST CORNER OF LOT 1834, ACCORDING TO THE SURVEY OF HIGHLAND LAKES 18TH SECTOR PHASE I AN EDDLEMAN COMMUNITY, AS RECORDED IN MAP BOOK 26, PAGE 130, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE RUN SOUTH 52°56'27" EAST ALONG THE EAST LINE OF SAID LOT 1834 FOR 82.30 FEET TO THE SOUTHEAST CORNER OF SAID LOT 1834 AND A POINT ON THE NORTHWESTERLY RIGHT-OF-WAY LINE OF HIGHLAND LAKES DRIVE (PRIVATE ROAD); THENCE RUN NORTH 35°24'43" EAST ALONG SAID ROAD RIGHT-OF-WAY FOR 296.88 FEET TO A CURVE TO THE RIGHT WITH A RADIUS OF 513.40 FEET, A CHORD BEARING OF NORTH 52°09'45" EAST , AND A CHORD LENGTH OF 295.93 FEET; THENCE RUN ALONG SAID ARC AND SAID ROAD RIGHT-OF-WAY FOR 300.18 FEET; THENCE RUN NORTH 68°54'43" EAST ALONG SAID ROAD RIGHT-OF-WAY FOR 219.51 FEET TO A CURVE TO THE LEFT WITH A RADIUS OF 484.30 FEET, A CHORD BEARING OF NORTH 47°39'44" EAST , AND A CHORD LENGTH OF 351.06 FEET; THENCE RUN ALONG SAID ARC AND SAID ROAD RIGHT-OF-WAY FOR 359.24 FEET; THENCE RUN NORTH 26°24'44" EAST ALONG SAID ROAD RIGHT-OF-WAY FOR 323.98 FEET TO THE MOST SOUTHERLY CORNER OF LOT 274, ACCORDING TO THE SURVEY OF HIGHLAND LAKES 2ND SECTOR AN EDDLEMAN COMMUNITY, AS RECORDED IN MAP BOOK 20, PAGE 150, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE RUN NORTH 63°35'16" WEST ALONG THE SOUTHERLY LINE OF SAID LOT 274 FOR 137.34 FEET TO A POINT ON LOT 274; THENCE RUN NORTH 02°34'58" WEST ALONG THE WEST LINE OF SAID LOT 274 AND 273 OF SAID SURVEY FOR 390.36 FEET TO THE MOST SOUTHERLY CORNER OF LOT 3230, ACCORDING TO THE SURVEY OF HIGHLAND LAKES 32ND SECTOR AN EDDLEMAN COMMUNITY, AS RECORDED IN MAP BOOK 35, PAGE 23, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE RUN NORTH 63°16'11" WEST ALONG THE SOUTH LINE OF SAID LOT 3230 FOR 60.16 FEET TO A POINT ON LOT 3230; THENCE RUN NORTH 02°02'48" EAST ALONG THE WEST LINE OF SAID LOT 3230 FOR 150.00 FEET TO A POINT ON LOT 3230; THENCE RUN NORTH 55°29'37" WEST ALONG THE WEST LINE OF SAID LOT 3230 FOR 75.00 FEET TO THE NORTHWEST CORNER OF LOT 3230 AND A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF SPRINGHILL LANE; THENCE RUN SOUTH 34°30'29" WEST ALONG SAID ROAD RIGHT-OF-WAY FOR 40.00 FEET TO THE MOST NORTHERLY CORNER OF LOT 3229 OF SAID SURVEY; THENCE RUN SOUTH 55°29'35" EAST ALONG THE NORTH LINE OF SAID LOT 3229 FOR 53.04 FEET TO A POINT ON LOT 3229; THENCE RUN SOUTH 02°02'52" WEST ALONG THE EAST LINE OF SAID LOT 3229 FOR 225.00 FEET TO A POINT ON LOT 3229; THENCE RUN SOUTH 35°26'07" WEST ALONG THE SOUTH LINE OF SAID LOT 3229 FOR 65.07 FEET TO THE MOST SOUTHERLY CORNER OF SAID LOT 3229; THENCE RUN NORTH 59°25'16" WEST ALONG THE SOUTH LINE OF SAID LOT 3229 FOR 291.77 FEET TO THE NORTHWEST CORNER OF SAID LOT 3229 AND A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF SPRINGHILL LANE; THENCE TO A NON TANGENT CURVE TO THE RIGHT WITH A RADIUS OF 355.65 FEET, A CHORD BEARING OF NORTH 89°51'51" WEST , AND A CHORD LENGTH OF 92.65 FEET; THENCE RUN ALONG SAID ARC AND SAID ROAD RIGHT-OF-WAY FOR 92.91 FEET TO A REVERSE CURVE TO THE LEFT WITH A RADIUS OF 759.91 FEET, A CHORD BEARING OF NORTH 84°49'23" WEST , AND A CHORD LENGTH OF 64.79 FEET; THENCE RUN ALONG SAID ARC AND SAID ROAD RIGHT-OF-WAY FOR 64.81 FEET TO THE NORTHEAST CORNER OF LOT 3228 OF SAID SURVEY; THENCE RUN SOUTH 02°44'01" WEST ALONG THE EAST LINE OF SAID LOT 3228 FOR 205.00 FEET TO THE SOUTHEAST CORNER OF SAID LOT 3228; THENCE RUN SOUTH 44°46'27" WEST ALONG THE SOUTH LINE OF SAID LOT 3228 FOR 245.43 FEET TO THE SOUTHEAST CORNER OF LOT 3227 OF SAID SURVEY; THENCE RUN SOUTH 73°41'19" WEST ALONG THE SOUTH LINE OF SAID LOT 3227 FOR 310.29 FEET TO THE MOST SOUTHERLY CORNER OF SAID LOT 3227; THENCE RUN SOUTH 47°56'18" WEST FOR 126.75 FEET; THENCE RUN NORTH 72°16'54" WEST FOR 512.40 FEET TO THE SOUTHEAST CORNER OF LOT 413, ACCORDING TO THE SURVEY OF HIGHLAND LAKES 4TH SECTOR, PHASE I, AS RECORDED IN MAP BOOK 19, PAGE 79, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA; THENCE RUN SOUTH 27°16'32" WEST ALONG THE SOUTHEASTERLY LINE OF LOTS 413 THRU 411 OF SAID SURVEY FOR 457.56 FEET TO THE POINT OF BEGINNING.

SAID TRACT OF LAND CONTAINING 1486008.21 SQ.FT. OR 34.11 ACRES MORE OR LESS.


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