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Shelby Cnty Judge of Probate, AL
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**FIFTH AMENDMENT TO
BLACKRIDGE RESIDENTIAL DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS**

THIS FIFTH AMENDMENT TO BLACKRIDGE RESIDENTIAL DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS (this "Amendment") is made and entered into as of the 30TH day of April, 2019 by **BLACKRIDGE PARTNERS, LLC**, an Alabama limited liability company ("Developer").

R E C I T A L S:

Developer has heretofore caused certain real property to be submitted to the terms and provisions of the Blackridge Residential Declaration of Covenants, Conditions and Restrictions dated as of December 4, 2017 which has been recorded as Instrument 20171204000433480 in the Office of the Judge of Probate of Shelby County, Alabama, as amended by (i) First Amendment thereto dated as of December 4, 2017 and recorded as Instrument 20171204000433490 in the aforesaid Probate Office, (ii) Second Amendment thereto dated as of December 19, 2017 and recorded as Instrument 20171219000452060 in the aforesaid Probate Office, (iii) Third Amendment thereto dated as of September 26, 2018 and recorded as Instrument 20180926000344020 in the aforesaid Probate Office, and (iv) Fourth Amendment thereto dated as of September 26, 2018 and recorded as Instrument 20180926000344030 in the aforesaid Probate Office (collectively, the "Declaration"). *Capitalized terms not otherwise expressly defined herein shall have the same meanings given to them in the Declaration.*

Developer is the owner of that certain real property (the "Additional Property") situated in Shelby County, Alabama, which is more particularly described in **Exhibits A-1, A-2 and A-3** attached hereto and incorporated herein by reference.

Pursuant to Section 2.02 of the Declaration, Developer desires to submit the Additional Property to all of the terms and provisions of the Declaration.

NOW, THEREFORE, in consideration of the premises, the mutual covenants and agreements hereinafter set forth and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Developer does hereby agree as follows:


1. **Additional Property.** Pursuant to the terms and provisions of Section 2.02 of the Declaration, Developer does hereby declare that the Additional Property described in **Exhibits A-1, A-2 and A-3** hereto shall be and hereby is submitted to all of the terms and provisions of the Declaration and that the Additional Property shall be held, developed, improved, transferred, sold, conveyed, leased, occupied and used subject to all of the easements, covenants, conditions, restrictions, Assessments, charges, liens and regulations set forth in the Declaration and the terms of this Agreement, which shall be binding upon and inure to the

benefit of all parties acquiring or having any right, title or interest in any portion of the Additional Property and their respective heirs, executors, administrators, personal representatives, successors and assigns. From and after the date hereof, all references in the Declaration to the Property shall mean and include the Additional Property described in **Exhibits A-1, A-2 and A-3** hereto, the original Property described in the Declaration, and any other Additional Property which has been added to the terms and provision of the Declaration.

2. **Limitation on Number of Dwelling Units.** Notwithstanding anything provided herein or in the Declaration to the contrary, the maximum number of single-family residential dwelling units which may be constructed within certain portions of the Additional Property is limited and restricted as follows: (a) with respect to that portion of the Additional Property described in **Exhibit A-2** hereto, such portion of the Additional Property shall be limited to not more than 212 single-family residential dwelling units and (b) with respect to that portion of the Additional Property described in **Exhibit A-3** hereto, such portion of the Additional Property shall be limited to not more than 17 single-family residential dwelling units.

3. **Full Force and Effect.** Except as expressly modified and amended by this Amendment, all of the terms and provisions of the Declaration shall remain in full force and effect and are hereby ratified, confirmed and approved.

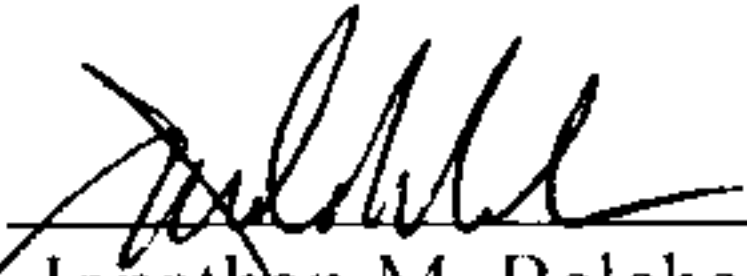
[Signatures on the following pages]


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IN WITNESS WHEREOF, Developer has caused this Amendment to be executed as of the day and year first above written.

BLACKRIDGE PARTNERS, LLC, an Alabama limited liability company

By: SB HOLDING CORP., an Alabama corporation, Its Managing Member

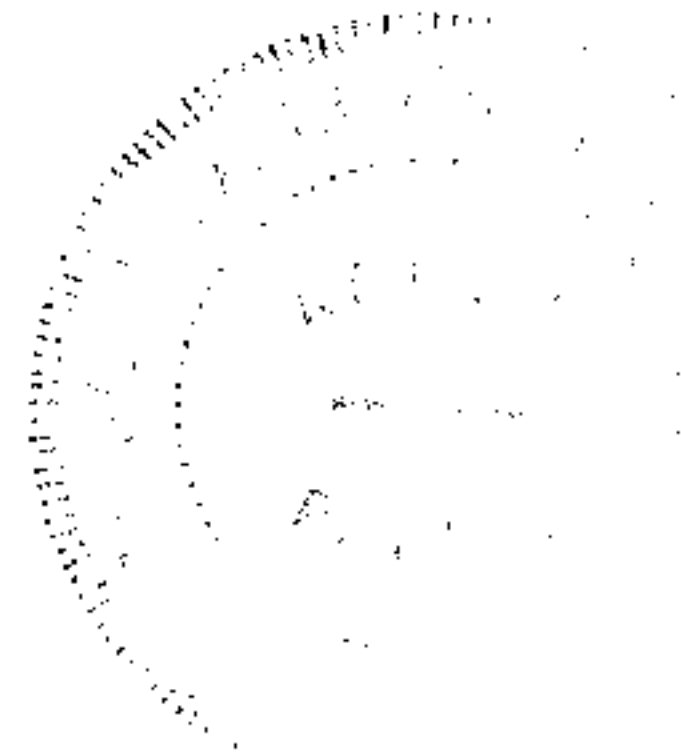
By: 
Jonathan M. Belcher, Its President

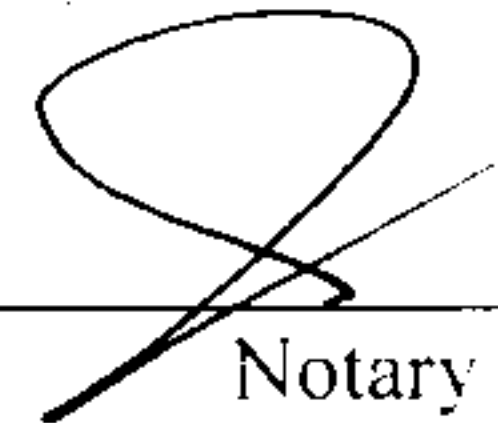
STATE OF ALABAMA)
 :
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public, in and for said County in said State, hereby certify that Jonathan M. Belcher, whose name as President of SB Holding Corp., an Alabama corporation, as Managing Member of **BLACKRIDGE PARTNERS, 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 corporation in its capacity as Managing Member of the aforesaid limited liability company.

Given under my hand and seal this 30th day of April, 2019.

[NOTARIAL SEAL]




Notary Public

My commission expires: _____

JOSHUA LOUIS HARTMAN
Notary Public, Alabama State At Large
My Commission Expires March 19, 2020

This instrument prepared by
Stephen R. Monk, Esq.
Bradley Arant Boult Cummings LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, AL 35203-2104
(205) 521-8000



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EXHIBIT A-1

Legal Description of Additional Property

THE LAND HEREIN DESCRIBED, BEING A PART OF SECTIONS 6, 7, 8, 17, 18, AND 19, TOWNSHIP 20 SOUTH, RANGE 3 WEST, SHELBY COUNTY, ALABAMA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

PARCEL 2:

COMMENCING AT A FOUND 3" CAPPED PIPE MARKING THE COMMON CORNER TO SECTIONS 7, 8, 17, AND 18, TOWNSHIP 20 SOUTH, RANGE 3 WEST, AND THENCE RUNNING ALONG THE WEST SECTION LINE OF SAID SECTION 17 S00°01'11"W FOR A DISTANCE OF 2352.01' TO THE POINT OF BEGINNING OF THE LAND HEREIN DESCRIBED:

THENCE CONTINUING ALONG SAID SECTION LINE, S00°00'02"E FOR A DISTANCE OF 1325.96', THENCE RUN S00°00'34"E FOR A DISTANCE OF 1326.72' TO THE SECTION CORNER COMMON TO SECTIONS 17, 18, 19, AND 20, T-20-S, R-3-W, THENCE ALONG THE SOUTH SECTION LINE OF SAID SECTION 18, RUN S89°57'22"W FOR A DISTANCE OF 1312.39', THENCE RUN S00°10'27"W FOR A DISTANCE OF 162.26' TO A POINT ON THE EASTERLY RIVERBANK OF THE CAHABA RIVER, THENCE ALONG SAID RIVERBANK IN A GENERAL SOUTHERLY DIRECTION FOR A DISTANCE OF 642' MORE OR LESS, THENCE DEPARTING SAID RIVERBANK, RUN S00°10'27"W FOR A DISTANCE OF 568.37', THENCE RUN S89°56'37"W FOR A DISTANCE OF 1102.92' TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF SHELBY COUNTY ROAD NO.52, THENCE ALONG SAID RIGHT-OF-WAY, RUN N34°24'51"W FOR A DISTANCE OF 525.53', THENCE ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 1950.08', AN ARC LENGTH OF 694.50', AND A CHORD BEARING AND DISTANCE OF N44°37'01"W 690.84', THENCE RUN N54°45'22"W FOR A DISTANCE OF 168.11', THENCE ALONG A CURVE TO THE RIGHT, WITH A RADIUS OF 1233.57', AN ARC LENGTH OF 516.98', AND A CHORD BEARING AND DISTANCE OF N42°44'59"W 513.21', THENCE RUN N30°44'37"W FOR A DISTANCE OF 491.04', THENCE DEPARTING SAID RIGHT-OF-WAY LINE, RUN N00°26'24"W FOR A DISTANCE OF 594.35' TO A POINT ON THE CENTERLINE OF HIGHWAY NO.269, THENCE RUNNING ALONG SAID CENTERLINE IN A GENERAL EASTERLY DIRECTION FOR A DISTANCE OF 686.00' MORE OR LESS, THENCE RUN N89°55'50"E FOR A DISTANCE OF 167.83', THENCE CONTINUING ALONG SAID CENTERLINE IN A GENERAL SOUTH AND EASTERLY DIRECTION FOR A DISTANCE OF 825.00' MORE OR LESS, THENCE DEPARTING SAID ROAD CENTERLINE, RUN S30°12'02"E FOR A DISTANCE OF 50.38', THENCE RUN S30°12'02"E FOR A DISTANCE OF 499.78', THENCE RUN N59°48'16"E FOR A DISTANCE OF 903.36', THENCE RUN N00°00'00"W FOR A DISTANCE OF 161.15' TO A FOUND 3" CAPPED PIPE, THENCE RUN N00°10'30"W FOR A DISTANCE OF 2650.30' TO A FOUND 2" CAPPED PIPE, THENCE RUN N37°55'30"E FOR A DISTANCE OF 2453.90', THENCE RUN N65°10'47"E FOR A DISTANCE OF 583.39' TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF CSX RAILROAD, THENCE ALONG SAID RIGHT-OF-WAY LINE RUN S17°11'33"W FOR A DISTANCE OF 56.61', THENCE RUN S72°48'27"E FOR A DISTANCE OF 50.00', THENCE RUN S17°11'33"W FOR A DISTANCE OF 179.31', THENCE ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 2741.49', AN ARC LENGTH OF 243.12', AND A CHORD BEARING AND DISTANCE OF S14°39'08"W 243.04', THENCE WITH A COMPOUND CURVE TO THE LEFT, WITH A RADIUS OF 1201.00', AN ARC LENGTH OF 379.36', AND A CHORD BEARING AND DISTANCE OF S03°03'45"W 377.79', THENCE WITH A REVERSE CURVE TO THE RIGHT, WITH A RADIUS OF 266.48', AN ARC LENGTH OF 13.28', AND A CHORD BEARING AND DISTANCE OF S06°18'12"E 13.28', THENCE WITH A REVERSE CURVE TO THE LEFT, WITH A RADIUS OF 1201.00', AN ARC LENGTH OF 914.80', AND A CHORD BEARING AND DISTANCE OF S28°26'28"E 892.85', THENCE WITH A COMPOUND CURVE TO THE LEFT, WITH A RADIUS OF 2741.53', AN ARC LENGTH OF 243.11', AND A CHORD BEARING AND DISTANCE OF S52°48'10"E 243.03', THENCE RUN S34°39'24"W FOR A DISTANCE OF 25.00', THENCE RUN S55°20'36"E FOR A DISTANCE OF 317.11' TO A POINT ON THE WESTERLY RIVERBANK OF THE CAHABA RIVER, THENCE DEPARTING SAID RAILROAD RIGHT-OF-WAY LINE, ALONG THE WESTERLY RIVERBANK

OF THE CAHABA RIVER RUN 1621.00' MORE OR LESS, THENCE DEPARTING SAID RIVERBANK,
RUN N88°43'17"W FOR A DISTANCE OF 954.79' TO THE POINT OF BEGINNING.

CONTAINING 335.197 ACRES MORE OR LESS. SUBJECT TO EASEMENTS AND RIGHTS-OF-WAY
OF RECORD.



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EXHIBIT A-2

Legal Description of Additional Property

THE LAND HEREIN DESCRIBED, BEING A PART OF SECTIONS 6, 7, 8, 17, 18, AND 19, TOWNSHIP 20 SOUTH, RANGE 3 WEST, SHELBY COUNTY, ALABAMA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

PARCEL1: PARCEL A

BEGINNING AT A FOUND 3" CAPPED PIPE MARKING THE COMMON CORNER TO SECTIONS 5, 6, 7, AND 8, TOWNSHIP 20 SOUTH, RANGE 3 WEST AND THENCE RUNNING ALONG THE NORTH LINE OF SAID SECTION 8 S89°03'35"E FOR A DISTANCE OF 72.70' TO A POINT IN THE WESTERLY RIGHT-OF-WAY LINE OF CSX RAILROAD, THENCE RUN ALONG SAID RIGHT-OF-WAY, ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 3000.00', AN ARC LENGTH OF 618.53', AND A CHORD BEARING AND DISTANCE OF S20°40'46"W FOR A DISTANCE OF 617.44', THENCE RUN S14°46'22"W FOR A DISTANCE OF 564.47', THENCE ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 1820.46', AN ARC LENGTH OF 169.39', AND A CHORD BEARING AND DISTANCE OF S12°06'26"W 169.33', THENCE RUN N80°33'30"W FOR A DISTANCE OF 50.00', THENCE RUN ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 1870.46', AN ARC LENGTH OF 67.60', AND A CHORD BEARING AND DISTANCE OF S08°24'22"W 67.60', THENCE RUN WITH A COMPOUND CURVE TO THE LEFT, WITH A RADIUS OF 1207.89', AN ARC LENGTH OF 977.59', AND A CHORD BEARING AND DISTANCE OF S15°48'54"E 951.12', THENCE RUN S50°59'58"W FOR A DISTANCE OF 50.00', THENCE RUN ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 1257.89', AN ARC LENGTH OF 80.15', AND A CHORD BEARING AND DISTANCE OF S40°49'34"E 80.14', THENCE RUN WITH A COMPOUND CURVE TO THE LEFT, WITH A RADIUS OF 1920.47', AN ARC LENGTH OF 161.52', AND A CHORD BEARING AND DISTANCE OF S45°03'39"E 161.47' TO A POINT ON THE EAST LINE OF SECTION 2, T-20-S, R-3-W, THENCE RUN WITH A COMPOUND CURVE TO THE LEFT, WITH A RADIUS OF 1920.47', AN ARC LENGTH OF 86.59', AND A CHORD BEARING AND DISTANCE OF S48°45'43"E 86.58', THENCE RUN S50°03'13"E FOR A DISTANCE OF 191.76', THENCE ALONG A CURVE TO THE RIGHT, WITH A RADIUS OF 6810.12', AN ARC LENGTH OF 228.21', AND A CHORD BEARING AND DISTANCE OF S49°05'37"E 228.20', THENCE WITH A COMPOUND CURVE TO THE RIGHT, WITH A RADIUS OF 1335.40', AN ARC LENGTH OF 1478.23', AND A CHORD BEARING AND DISTANCE OF S16°25'18"E 1403.90', THENCE WITH A COMPOUND CURVE TO THE RIGHT, WITH A RADIUS OF 6809.76', AN ARC LENGTH OF 227.79', AND A CHORD BEARING AND DISTANCE OF S16°14'03"W 227.78', THENCE DEPARTING SAID RIGHT-OF-WAY LINE RUN S65°10'47"W FOR A DISTANCE OF 583.39', THENCE RUN S37°55'30"W FOR A DISTANCE OF 1019.30', THENCE RUN N42°13'06"W FOR A DISTANCE OF 351.31', THENCE RUN N42°13'06"W FOR A DISTANCE OF 224.84', THENCE RUN N44°46'52"W FOR A DISTANCE OF 708.93', THENCE RUN N00°14'22"W FOR A DISTANCE OF 578.97', THENCE RUN N89°43'47"W FOR A DISTANCE OF 574.83', THENCE RUN N44°46'52"W FOR A DISTANCE OF 21.23', THENCE RUN N41°42'12"W FOR A DISTANCE OF 550.83', THENCE RUN N40°21'13"W FOR A DISTANCE OF 262.33', THENCE RUN N36°22'40"W FOR A DISTANCE OF 207.34', THENCE RUN N06°43'20"W FOR A DISTANCE OF 583.13', THENCE RUN N52°15'28"E FOR A DISTANCE OF 207.11', THENCE RUN N46°09'01"E FOR A DISTANCE OF 561.82', THENCE RUN N66°45'00"E FOR A DISTANCE OF 332.29', THENCE RUN N70°35'38"E FOR A DISTANCE OF 322.95', THENCE RUN N30°46'32"E FOR A DISTANCE OF 2075.38', THENCE RUN S88°56'48"E FOR A DISTANCE OF 400.72' TO THE POINT OF BEGINNING. CONTAINING 203.25 ACRES MORE OR LESS. SUBJECT TO EASEMENTS AND RIGHTS-OF-WAY OF RECORD, IF ANY.



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EXHIBIT A-3

Legal Description of Additional Property

The Land referred to herein below is situated in the County of Shelby, State of Alabama, and is described as follows:

THE LAND HEREIN DESCRIBED, BEING A PART OF SECTIONS 6, 7, 8, 17, 18, AND 19, TOWNSHIP 20 SOUTH, RANGE 3 WEST, SHELBY COUNTY, ALABAMA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:


PARCEL 1: PARCEL B

BEGINNING AT A FOUND 2" CAPPED PIPE, THENCE RUN S89°58'35"W FOR A DISTANCE OF 1322.45', THENCE RUN N89°53'18"W FOR A DISTANCE OF 1625.52', THENCE RUN N00°06'29"E FOR A DISTANCE OF 142.39', THENCE RUN N89°51'50"W FOR A DISTANCE OF 824.47', THENCE RUN S52°44'24"W FOR A DISTANCE OF 247.97' TO A POINT ON THE WEST LINE OF SECTION 18, T-20-S, R-3-W, THENCE ALONG SAID SECTION LINE RUN N00°36'02"W FOR A DISTANCE OF 1333.87' TO THE CORNER COMMON TO SECTIONS 7 AND 18, T-20-S, R-3-W AND SECTIONS 12 AND 13, T-20-S, R-4-W, THENCE ALONG THE WEST SECTION LINE OF SECTION 7, T-20-S, R-3-W, RUN N00°31'00"W FOR A DISTANCE OF 2656.42', THENCE DEPARTING SAID SECTION LINE, RUN S89°27'48"E FOR A DISTANCE OF 1332.10', THENCE RUN N00°23'14"W FOR A DISTANCE OF 1322.89', THENCE RUN S89°14'20"E FOR A DISTANCE OF 1335.27', THENCE RUN N00°18'50"W FOR A DISTANCE OF 1314.49' TO A POINT ON THE NORTH SECTION LINE OF SECTION 7, T-20-S, R-3-W, THENCE RUN N00°45'43"W FOR A DISTANCE OF 660.73', THENCE RUN N89°00'23"W FOR A DISTANCE OF 76.25', THENCE RUN N34°53'25"E FOR A DISTANCE OF 213.81', THENCE RUN ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 2175.07', AN ARC LENGTH OF 84.76', AND A CHORD BEARING AND DISTANCE OF N32°00'40"E 84.75', THENCE RUN N30°53'41"E FOR A DISTANCE OF 15.78', THENCE RUN ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 4337.93', AN ARC LENGTH OF 99.31', AND A CHORD BEARING AND DISTANCE OF N31°33'02"E 99.31', THENCE RUN N30°53'41"E FOR A DISTANCE OF 51.61', THENCE RUN ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 338.46', AN ARC LENGTH OF 18.95', AND A CHORD BEARING AND DISTANCE OF N29°17'27"E 18.95', THENCE RUN S58°59'07"E FOR A DISTANCE OF 157.62', THENCE RUN S31°00'53"W FOR A DISTANCE OF 272.03', THENCE RUN S32°46'58"W FOR A DISTANCE OF 11.66', THENCE RUN S32°46'58"W FOR A DISTANCE OF 11.66', THENCE ALONG A CURVE TO THE RIGHT, WITH A RADIUS OF 792.74', AN ARC LENGTH OF 89.37', AND A CHORD BEARING AND DISTANCE OF S45°15'20"E 89.32', THENCE RUN S43°28'06"E FOR A DISTANCE OF 67.62', THENCE ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 886.12', AN ARC LENGTH OF 541.30', AND A CHORD BEARING AND DISTANCE OF S61°29'51"E 532.92', THENCE RUN S78°59'04"E FOR A DISTANCE OF 356.41', THENCE RUN N78°31'33"E FOR A DISTANCE OF 213.45', THENCE RUN S77°27'42"E FOR A DISTANCE OF 102.98', THENCE RUN S34°50'10"W FOR A DISTANCE OF 426.91' TO A POINT ON THE NORTH SECTION LINE OF SECTION 7, T-20-S, R-3-W, THENCE RUN S34°50'10"W FOR A DISTANCE OF 235.91', THENCE RUN S25°31'40"W FOR A DISTANCE OF 361.52', THENCE RUN S35°13'12"W FOR A DISTANCE OF 722.17', THENCE RUN S25°40'46"W FOR A DISTANCE OF 602.38', THENCE RUN S28°21'18"W FOR A DISTANCE OF 625.66', THENCE RUN S52°47'45"E FOR A DISTANCE OF 376.81', THENCE RUN S52°15'28"W FOR A DISTANCE OF 207.11', THENCE RUN S06°43'20"E FOR A DISTANCE OF 583.13', THENCE RUN S36°22'40"E FOR A DISTANCE OF 207.34', THENCE RUN S40°21'13"E 262.33', THENCE RUN S41°42'12"E 550.83', THENCE RUN S44°46'52"E 21.23', THENCE RUN S89°43'47"E 574.83', THENCE RUN S00°14'22"E 578.97', THENCE RUN S44°46'52"E 708.93', THENCE RUN S42°13'06"E 224.84', THENCE RUN S42°13'06"E 351.31', THENCE RUN S37°55'30"W 1434.60' TO THE POINT OF BEGINNING. CONTAINING 430.91 ACRES MORE OR LESS. SUBJECT TO EASEMENTS AND RIGHTS-OF-WAY OF RECORD, IF ANY.

THE FOREGOING DESCRIBED PARCEL 1B IS INCLUSIVE OF, AND THE LAND REFERRED TO HEREIN SHALL INCLUDE, LOTS 1 AND 2, ACCORDING TO THE MAP OF SOUTHPOINTE, SECOND SECTOR, AS RECORDED IN MAP BOOK 11, PAGE 30, IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA.

LESS AND EXCEPTED THE FOLLOWING DESCRIBED PARCEL:

COMMENCING AT A FOUND 2" CAPPED PIPE MARKING THE COMMON CORNER TO SECTIONS 7, 8, 17, AND 18, TOWNSHIP 20 SOUTH, RANGE 3 WEST AND THENCE RUNNING ALONG THE NORTH LINE OF SAID SECTION 18 N89°58'31"W FOR A DISTANCE OF 1326.48' TO A FOUND 3" CAPPED PIPE MARKING THE POINT OF BEGINNING OF THE PARCEL HEREIN DESCRIBED, THENCE CONTINUING ALONG SAID NORTH SECTION LINE, RUN N89°58'48"W FOR A DISTANCE OF 2655.33', THENCE DEPARTING SAID NORTH SECTION LINE, RUN N00°24'03"W FOR A DISTANCE OF 1322.32', THENCE RUN S89°45'06"E FOR A DISTANCE OF 1329.05', THENCE RUN S89°43'47"E A DISTANCE OF 1330.07', THENCE RUN S00°14'22"E A DISTANCE OF 1311.19' TO THE POINT OF BEGINNING. CONTAINING 80.33 ACRES MORE OR LESS. SUBJECT TO EASEMENTS AND RIGHTS-OF-WAY OF RECORD, IF ANY.


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