

After recording, please return to:
David A. Herrigel, Esq.
Hyatt & Stubblefield, P.C.
225 Peachtree Street, Suite 1200
Atlanta, Georgia 30303

STATE OF GEORGIA
COUNTY OF COBB

Reference: Deed Book 8116
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SECOND AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR BROWN'S FARM

THIS AMENDMENT is made as of the date set forth below by Cousins Real Estate Corporation, a Georgia corporation.

WHEREAS, on March 1, 1994, Cousins Real Estate Corporation, a Georgia corporation, as declarant ("Declarant"), recorded that certain Declaration of Covenants, Conditions, and Restrictions for Brown's Farm in Deed Book 8116, Page 171 et seq., of the Office of the Clerk of the Superior Court of Cobb County, Georgia ("Declaration"); and

WHEREAS, on May 18, 1995, Declarant filed that certain Supplemental Declaration to the Declaration of Covenants, Conditions, and Restrictions for Brown's Farm recorded in Deed Book 8703, page 107 et seq., of the Office of the Clerk of the Superior Court of Cobb County, Georgia; and

WHEREAS, on August 15, 1995, the Declaration was amended by that certain First Amendment to the Declaration of Covenants, Conditions, and Restrictions for Brown's Farm, recorded in Deed Book 9042, Page 125 et seq., of the Office of the Clerk of the Superior Court of Cobb County, Georgia; and

WHEREAS, pursuant to the terms of Section 15.2 of the Declaration, so long as the Class "B" membership exists, the Declarant may unilaterally amend the Declaration, provided the amendment has no material adverse effect upon any right of any Owner (as such capitalized terms are defined in the Declaration); and

WHEREAS, the Class "B" membership presently exists, with the Declarant being the sole Class "B" Member; and

WHEREAS, the Declarant desires to amend the preamble and Article VII of the Declaration to allow annexation without approval of Membership by recording a plat describing the property to be annexed; and

WHEREAS, Declarant also desires to amend Exhibit "C" to the Declaration to remove the complete prohibition on the placement of satellite dishes on the Properties and to provide that satellite dishes measuring

18 inches or less in diameter may be permitted within the Properties in accordance with the standards set forth in the Design Guidelines and subject to the approvals required pursuant to Article IX of the Declaration; and

WHEREAS, the amendments provided for herein have no material adverse effect upon any right of any Owner;

NOW, THEREFORE, pursuant to the authority described herein, Declarant, as the Class "B" Member, hereby amends the Declaration as follows:

1.

The preamble to the Declaration is hereby amended by deleting the first sentence of the third paragraph in its entirety and substituting the following therefor:

Declarant hereby declares that all of the property described in Exhibit "A" and any additional property subjected to this Declaration as provided below shall be held, sold, used and conveyed subject to the following easements, restrictions, covenants, and conditions, which shall run with the title to the real property subjected to this Declaration.

2.

The second paragraph of Section 7.1 is hereby amended by deleting it in its entirety and by substituting the following therefor:

Such annexation shall be accomplished by filing in the Public Records a plat describing the property being annexed or by filing a Supplemental Declaration in the Public Records describing the property being annexed. Such annexation shall not require the consent of Members, but shall require the consent of the owner of such property, if other than Declarant. Any such annexation shall be effective upon the filing of record of such plat or Supplemental Declaration unless otherwise provided therein.

3.

Section 2 of Exhibit "C," Prohibited Activities and Conditions, subsection (b), is hereby amended by deleting Section 2 (b) in its entirety and by substituting the following therefor:

(b) Any construction, erection or placement of any clothesline, or antenna, satellite dish, or other apparatus for the transmission or reception of television, radio, satellite, or other signals of any kind, permanently or temporarily, on the outside portion of the Unit, whether such portion is improved or unimproved. Notwithstanding the above, a satellite dish measuring 18 inches or less in diameter may be permitted by the Reviewing Body in accordance with Article IX of the Declaration if found to be in compliance with the standards set forth in the Design Guidelines.

