

Prepared by and Return to: Moore & Alphin, PLLC (rhh)
3716 National Dr., Ste. 100, Raleigh, NC 27612

NORTH CAROLINA
JOHNSTON COUNTY

**SUPPLEMENTAL DECLARATION AND
AMENDMENTS TO DEVELOPMENT
AGREEMENT FOR FLOWERS PLANTATION AND
THE DECLARATION OF EASEMENTS AND
COVENANTS TO SHARE COSTS FOR FLOWERS
PLANTATION
(POD NE-9)**

THESE SUPPLEMENTAL DECLARATIONS AND AMENDMENTS are made this 14th day of March, 2016, by Rebecca D. Flowers, an individual (formerly known as Rebecca Flowers Finch), hereinafter referred to as "Declarant", DWF Development, Inc., a North Carolina corporation ("DWF") and by Flowers Plantation Foundation, Inc., a North Carolina nonprofit corporation (the "Foundation"), with respect to whatever rights, if any, the Foundation may have as a Declarant or otherwise under the "Development Agreement" (as defined herein) or the "Declaration" (as defined herein).

WITNESSETH:

WHEREAS, Declarant executed that certain Development Agreement for Flowers Plantation which is recorded in Deed Book 1615, Page 601, et seq., Johnston County Registry, on July 11, 1997, as amended from time to time (the "Development Agreement"); and

WHEREAS, Declarant executed that certain Declaration of Easements and Covenant to Share Costs for Flowers Plantation which is recorded in Deed Book 1615, Page 609, et seq., Johnston County Registry, on July 11, 1997, as amended from time to time (the "Declaration"); and

WHEREAS, pursuant to the terms of Section 5(a) of the Development Agreement, Declarant may unilaterally annex additional real property owned by Declarant to the

Development Agreement by recording a Supplemental Declaration within 40 years from the date of recording of the Development Agreement; and

WHEREAS, pursuant to the terms of Section 5(d) of the Development Agreement, Declarant may unilaterally amend the Development Agreement as long as Declarant has the right to annex additional property to the Development Agreement; and

WHEREAS, pursuant to the terms of Section 4.2 of the Declaration, Declarant may unilaterally subject to the Declaration the additional property described on Exhibit "B" therein by recording a Supplemental Declaration within 40 years from the date of recording of the Declaration; and

WHEREAS, pursuant to the terms of Section 5.3 of the Declaration, as long as Declarant owns any property described on Exhibit "A" or "B" to the Declaration, Declarant may unilaterally amend the Declaration for any purpose, and the real property described on Exhibit "A" attached hereto is part of the real property described on Exhibit "B" to the Declaration; and

WHEREAS, DWF owns the real property described herein on Exhibit A ("POD NE-9");
and

WHEREAS, Declarant owns real property described on Exhibit "B" to the Declaration;
and

WHEREAS, Declarant now desires to annex and submit POD NE-9 to the Development Agreement and Declaration; and

NOW THEREFORE, pursuant to the powers retained by Declarant under the Development Agreement and Declaration, Declarant declares as follows:

Declarant hereby annexes and submits POD NE-9 to the Development Agreement and Declaration. POD NE-9 shall be sold, transferred, used, conveyed, occupied, and mortgaged or otherwise encumbered pursuant to the provisions of the Development Agreement and Declaration, which shall run with the title to such real property and shall be binding upon all persons having any right, title, or any interest in such real property, their respective, heirs, personal representatives, successors, successors-in-interest and assigns.

IN WITNESS WHEREOF, the undersigned Declarant, DWF and the Foundation have caused this instrument to be executed as of the day and year indicated in the acknowledgement block below.

DECLARANT:

Rebecca D. Flowers
Rebecca D. Flowers, as individual

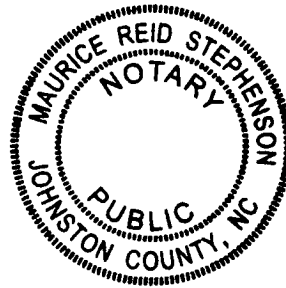
STATE OF NORTH CAROLINA

COUNTY OF *Johnston*

I, the undersigned notary public, in and for the County and State aforesaid, do hereby certify that Rebecca D. Flowers personally appeared before me this day and acknowledged the due execution of the foregoing instrument. Witness my hand and notarial stamp or seal on this the 14th day of March, 2016.

Maurice Reid Stephenson
NOTARY PUBLIC

My commission expires: 9/20/2017



FOUNDATION:

FLOWERS PLANTATION FOUNDATION, INC.,
a North Carolina nonprofit corporation

By: Rebecca D. Flowers
Rebecca D. Flowers, President

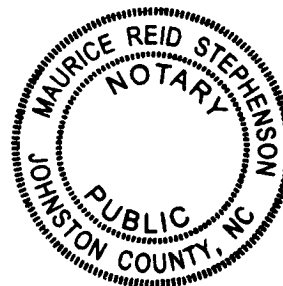
STATE OF NORTH CAROLINA

COUNTY OF Johnston

I, the undersigned notary public, in and for the County and State aforesaid, do hereby certify that Rebecca D. Flowers, President of Flowers Plantation Foundation, Inc, personally appeared before me this day and acknowledged the due execution of the foregoing instrument as an authorized act of and on behalf of the corporation. Witness my hand and notarial stamp or seal on this the 14th day of March, 2016.

Maurice Reid Stephenson
NOTARY PUBLIC

My commission expires: 9/30/2017



DWF:

DWF DEVELOPMENT, INC.,
a North Carolina corporation

By: Rebecca D. Flowers
Rebecca D. Flowers, President

STATE OF NORTH CAROLINA

COUNTY OF Johnston

I, the undersigned notary public, in and for the County and State aforesaid, do hereby certify that Rebecca D. Flowers, President of DWF Development, Inc, personally appeared before me this day and acknowledged the due execution of the foregoing instrument as an authorized act of and on behalf of the corporation. Witness my hand and notarial stamp or seal on this the 4th day of March, 2016.

Maurice Reid Stephenson
NOTARY PUBLIC

My commission expires: 9/30/2017

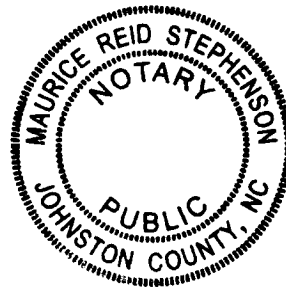


Exhibit "A"

BEING all of the property identified as "Tract NE-9A", containing 47.504 acres, as shown on a plat recorded in Plat Book 82, Pages 375, Johnston County Registry, to which plat reference is hereby made for a full and complete description of said property.

AND

BEING all of the property identified as "Tract NE-9B", containing 48.666 acres, as shown on a plat recorded in Plat Book 82, Pages 375, Johnston County Registry, to which plat reference is hereby made for a full and complete description of said property.