

Prepared by and Hold for: Kristoff Law Offices, P.A.

NORTH CAROLINA
JOHNSTON COUNTY

**SUPPLEMENTAL DECLARATION TO
DEVELOPMENT AGREEMENT FOR FLOWERS
PLANTATION AND
THE DECLARATION OF EASEMENTS AND
COVENANTS TO SHARE COSTS FOR FLOWERS
PLANTATION
(TRILLIUM, PHASE TWO-A)**

17th THESE SUPPLEMENTAL DECLARATIONS AND AMENDMENTS are made this day of November, 2014, 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, the Development Agreement and the Declaration establish certain covenants,

conditions and restrictions for the planned community more commonly known as Flowers Plantation (the "Community");

WHEREAS, Declarant executed that certain Supplemental Declarations and Amendments to the Development Agreement for Flowers Plantation and the Declaration of Easements and Covenant to Share Costs for Flowers Plantation which is recorded in Deed Book 4343, Page 671, seq., Johnston County Registry, on August 22, 2013 (the "Amended Declaration"); and

WHEREAS, pursuant to the Amended Declaration, certain provisions of the Development Agreement and Declaration were modified as applied to the property defined in the Amended Declaration as the "Trillium Tract"; and

WHEREAS, the term Trillium Tract as defined in the Amended Declaration referred to property as described in Exhibit A attached to the Amended Declaration, which Exhibit A was inadvertently omitted from the Amended Declaration;

WHEREAS, Declarant, DWF and Foundation intended the Trillium Tract to be all that certain tract of land situated in Wilders Township, Johnston County, North Carolina commonly known as Lots 1 through 34, inclusive in Trillium at Flowers Plantation, Phase One as shown on that certain subdivision plat prepared by True Line Surveying, P.C. and recorded in Plat Book 78 at Pages 481 and 482 of the Johnston County Registry (the "Trillium Tract"), together with such additional property as is subjected to that certain Declaration of Covenants, Conditions and Restrictions for Trillium at Flowers Plantation that is recorded in Deed Book 4343, Page 678, Johnston County Registry as supplemented and amended from time to time (the "Trillium Declaration");

WHEREAS, the Trillium Tract was subjected to the Trillium Declaration; and

WHEREAS, pursuant to that certain general warranty deed from DWF to Lennar Carolinas, LLC recorded in Deed Book 4349 at Page 589 of the Johnston County Registry the Trillium Tract conveyed thereby, was conveyed subject to the Development Agreement, Declaration, Amended Declaration and Trillium Declaration;

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 ("Trillium, Phase Two-A"); and

WHEREAS, via a separate Supplemental Declaration to Declaration of Covenants, Conditions and Restrictions for Trillium at Flowers Plantation, to be recorded immediately after this Supplemental Declaration, Trillium Phase Two-A shall be subjected to the Trillium Declaration; and

WHEREAS, DWF and Declarant now desire to reaffirm its intent to annex and submit Trillium Tract to the Development Agreement, the Declaration and the Amended Declaration; and

WHEREAS, DWF and Declarant now desire to annex and submit Trillium, Phase Two-A to the Development Agreement, the Declaration and the Amended Declaration; and

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

Declarant and DWF hereby ratify and incorporate the recitals set forth herein and do hereby annex and submit the Trillium Tract and Trillium, Phase Two-A to the Development Agreement, the Declaration and the Amended Declaration. The Trillium Tract and Trillium, Phase Two-A shall be sold, transferred, used, conveyed, occupied, and mortgaged or otherwise encumbered pursuant to the provisions of the Development Agreement, the Declaration and Amended 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 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 certify that the following person(s) personally appeared before me this day, each acknowledging to me that he or she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: Rebecca D. Flowers.

Date: November 12, 2014

Lynn A Watkins
Official Signature of Notary Public

Lynn A Watkins
Notary printed or typed name

[OFFICIAL SEAL]

My commission expires: 12-7-2016



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

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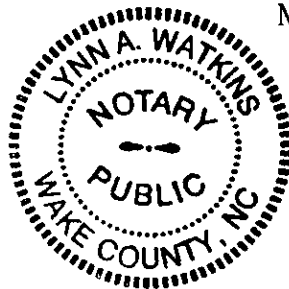
Date: November 12, 2014

Lynn A Watkins
Official Signature of Notary Public

Lynn A Watkins
Notary printed or typed name

[OFFICIAL SEAL]

My commission expires: 12-7-2016



DWF:

DWF Development, Inc., a North
Carolina corporation

By: Rebecca D. Flowers
Name: Rebecca D. Flowers
Title: President

STATE OF NORTH CAROLINA

COUNTY OF JOHNSTON

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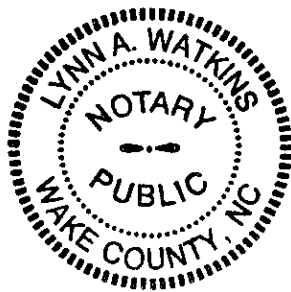


Exhibit A

Trillium at Flowers Plantation, Phase Two-A

All that certain parcel of land lying and being within Wilders Township, Johnston County, North Carolina and being more particularly described as follows:

BEING all of Lots 35, 36, 37, 38, 39, 40, 54, 55, 56, 57, 58, 77 and 78, Trillium at Flowers Plantation, Phase Two-A, as shown on a map recorded in Plat Book 80, Pages 348-349 Johnston County Registry, to which plat reference is hereby made for a full and complete description of said lots.