

THIS INSTRUMENT PREPARED BY

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HALE AND HALE, PLC
312 First Tennessee Bank Building
Franklin, Tennessee 37064

BK 2868 PG 844

FIRST AMENDMENT TO

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

FOR HARDISON HILLS

This FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR HARDISON HILLS is made effective this 10 day of June, 2003, by CARTER DEVELOPMENT, LLC, a Tennessee limited liability company;

WITNESSETH:

WHEREAS, Carter Development, LLC is by definition the "Declarant" pursuant to the terms and conditions of that certain Declaration Of Covenants, Conditions And Restrictions For Hardison Hills of record in Book 2469, page 611, Register's Office for Williamson County, Tennessee (hereinafter referred to as the "Declaration");

WHEREAS, pursuant to Article III, the Declarant represents the Class "B" member of the Association;

WHEREAS, pursuant to Article XII, Section 2 Amendment, the Declarant owns 100% of the Lots located within Section Two of Hardison Hills P.D.D. Subdivision of record in Plat Book P35, page 51, Register's Office of Williamson County, Tennessee. (hereinafter referred to as "Section Two Lots");

WHEREAS, the Section Two Lots are in keeping with the Preliminary Site Plan described in the Declaration and reflected on Exhibit D attached thereto; and

WHEREAS, the purpose of this First Amendment is to modify and amend Exhibit B to the Declaration to designate Lots in Phase Two of Hardison Hills as being forty (40) lots and being numbers Lots 76 through 129.

NOW, THEREFORE, in consideration of the recitals hereinabove set forth, and other good and valuable considerations, the receipt and adequacy of which are hereby acknowledged, the Declarant modifies and amends the Declaration as follows:

1. Exhibit B to the Declaration is modified and amended by incorporating therein the designation of Lots Phase Two of Hardison Hills is Lot 76 ("76") through and including Lot 129 ("129") for a total of forty (40) lots;
2. The Declaration as originally executed, except as modified and amended hereby, is hereby ratified and affirmed.

DECLARANT:

CARTER DEVELOPMENT, LLC

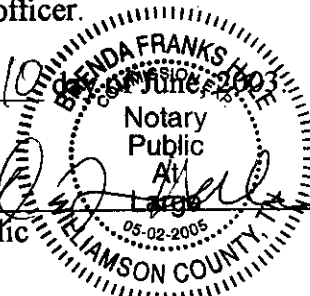
By: *John Y. Franks, C.M.*
John Y. Franks, Chief Manager

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

Before me, the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared John Y. Franks, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Chief Manager of Carter Development, LLC, the within named bargainer, a limited liability company, and that he, as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the company by himself as such officer.

Witness my hand and official seal at office this 10

Notary Public



My commission expires: 05/02/05

State of Tennessee, County of WILLIAMSON
Received for record the 11 day of
JUNE 2003 at 3:40 PM. (RECR 551572)
Recorded in official records
Book 2868 pages 844- 845
State Tax \$.00 Clerks Fee \$.00,
Recording \$ 12.00, Total \$ 12.00,
Register of Deeds SABIE WADE
Deputy Register BETH LYNCH

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