

06004087

THIS INSTRUMENT PREPARED BY

Douglas S. Hale, Attorney
 HALE AND HALE, PLC
 312 First Tennessee Bank Building
 Franklin, Tennessee 37064

| RESTRICTIONS | |
|--------------|----------|
| 01/25/2006 | 03:48 PM |
| BATCH | 64590 |
| MTG TAX | 0.00 |
| TRN TAX | 0.00 |
| REC FEE | 10.00 |
| DP FEE | 2.00 |
| REG FEE | 0.00 |
| TOTAL | 12.00 |

STATE OF TENNESSEE, WILLIAMSON COUNTY

SADIE WADE
 REGISTER OF DEEDS

SECOND AMENDMENT TO**DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS****FOR HARDISON HILLS**

This SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR HARDISON HILLS is made effective this 25th day of January, 2006, 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 that certain First Amendment To Declaration Of Covenants, Conditions And Restrictions For Hardison Hills of record in Book 2868, page 844, said Register's Office the Declaration was amended to designate Lots in Phase Two of Hardison Hills;

WHEREAS, pursuant to Article XII, Section 2 Amendment, the Declarant owns 100% of the Lots located within Section Three of Hardison Hills P.D.D. Subdivision of record in Plat Book P39, pages 141a and 141b, said Register's Office (hereinafter referred to as "Section Three Lots");

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

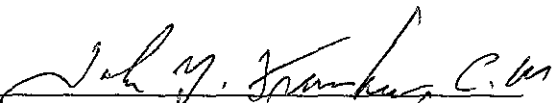
WHEREAS, the purpose of this Second Amendment is to modify and amend Exhibit B to the Declaration to designate Lots in Phase Three of Hardison Hills as being forty-five (45) lots and being numbers Lots 178 through 221.

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 Three of Hardison Hills is Lot 178 ("178") through and including Lot 221 ("221") for a total of forty-five (45) lots;
2. The Declaration as originally executed, except as modified and amended hereby, is hereby ratified and affirmed.

DECLARANT:

CARTER DEVELOPMENT, LLC

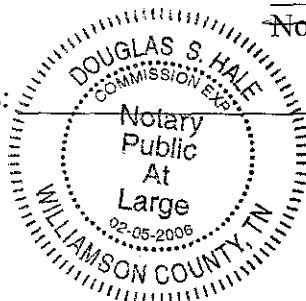
By: 
John Y. Franks, Chief Manager

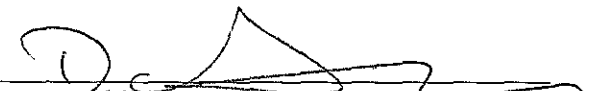
STATE OF TENNESSEE
COUNTY OF WILLIAMSON

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 bargainor, 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 25th day of January, 2006.

My commission expires:




Notary Public