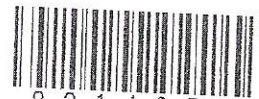


TRANSFER NOT NECESSARY
MATT NOLAN, AUDITOR
WARREN COUNTY, OHIO

FEB 29 2016

MATT NOLAN
AUDITOR, WARREN CO. OHIO



8 2 1 4 0 5 5

Tx:4169352

LINDA ODA

WARREN COUNTY RECORDER

2016-004960

DECLARATION

02/29/2016 11:31:17 AM

REC FEE: 52.00 PGS: 5

PIN:

5
60

**SECOND AMENDMENT TO DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS FOR
THE VILLAS OF TIMBER RIDGE OWNERS ASSOCIATION**

THIS SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR THE VILLAS OF TIMBER RIDGE OWNERS ASSOCIATION, hereinafter referred to as the "Second Amendment", is made on the date hereinafter set forth by **THE VILLAS OF TIMBER RIDGE OWNERS ASSOCIATION**, an Ohio not-for-profit corporation, hereinafter referred to as the "Association", under the circumstances summarized in the following Recitals.

RECITALS

A. The Association was formed and operates to administer and maintain The Villas of Timber Ridge, a planned community located in the City of Carlisle, Warren County, Ohio, hereinafter referred to as "The Villas of Timber Ridge", which consists of the property described in Exhibit "A" attached hereto, hereinafter referred to as the "Property".

B. The Property is subject to a Declaration of Covenants, Conditions and Restrictions for The Villas of Timber Ridge Owners Association, hereinafter referred to as the "Declaration", which was subsequently amended.

C. The Declaration and the amendment thereto are recorded in the Official Records of Warren County, Ohio as follows:

Instrument

Official Records

Declaration

Volume 3850, Page 719

First Amendment

Volume 5852, Page 537

D. The term Declaration as used herein shall refer to the Declaration as amended.

E. This Second Amendment is being executed by the Association for the purpose of amending the Declaration with the approval of at least seventy-five percent (75%) of the total votes of the Association pursuant to Section 11.2 of the Declaration.

F. Attached hereto as Exhibit "B" is the certificate of the President of the Association that the Members of the Association representing at least seventy-five percent (75%) of the total votes of the Association have approved this Second Amendment.

NOW, THEREFORE, the Declaration is hereby amended as follows:

1. The limitation as provided in the First Amendment to the Declaration that the Declaration apply or affect only the Property is hereby deleted and removed. The Developer or its assignee may, by a Supplemental Declaration as provided for in Section 12.2 of the Declaration, add to its provisions the property described in Exhibit "C" attached hereto.

2. Unless herein specifically amended or modified all of the provisions of the Declaration shall remain in full force and effect.

EXECUTED on the date set forth in the acknowledgement of the signatures below.

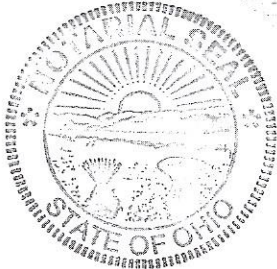
**THE VILLAS OF TIMBER RIDGE
OWNERS ASSOCIATION**

By: Christy Miles Pres
Its President

By: Clara R. Rude
Its Secretary

STATE OF OHIO, COUNTY OF Warren, SS:

The foregoing instrument was acknowledged before me this 13th day of Sep., 2016 by Chet Miles, President and Claudia Rhule, Secretary of The Villas of Timber Ridge Owners Association, an Ohio corporation, on behalf of such corporation.



Debbie L Rhule
Notary Public

DEBBIE L. RHULE
NOTARY PUBLIC • STATE OF OHIO
Recorded in Montgomery County
My commission expires Nov. 23, 2017

THIS INSTRUMENT PREPARED BY:

HANS H. SOLTAU
Attorney at Law
6776 Loop Road
Centerville, Ohio 45459

EXHIBIT "A"

PROPERTY

FRANKLIN
TOWNSHIP

Situate in Sections 33 and 34, Town 2, Range 5 East, City of Carlisle, Warren County, Ohio and being Lots 1 through 40 inclusive, together with Reserve Areas A and B of The Villas of Timber Ridge, Section One, as recorded in Plat Book 69, Pages 68 and 69 of the Plat Records of Warren County, Ohio.

Sidwell Nos. 01-33-276-017 through 01-33-276-058 inclusive

01-33-276-017 Lot 1
01-33-276-018 Lot 2
01-33-276-019 Lot 3
01-33-276-020 Lot 4
01-33-276-021 Lot 5
01-33-276-022 Lot 6
01-33-276-023 Lot 7
01-33-276-024 Lot 8
01-33-276-025 Lot 9
01-33-276-026 Lot 10
01-33-276-027 Lot 11
01-33-276-028 Lot 12
01-33-276-029 Lot 13
01-33-276-030 Lot 14
01-33-276-031 Lot 15
01-33-276-032 Lot 16
01-33-276-033 Lot 17
01-33-276-034 Lot 18
01-33-276-035 Lot 19
01-33-276-036 Lot 20
01-33-276-037 Lot 21

01-33-276-038 Lot 22
01-33-276-039 Lot 23
01-33-276-040 Lot 24
01-33-276-041 Lot 25
01-33-276-042 Lot 26
01-33-276-043 Lot 27
01-33-276-044 Lot 28
01-33-276-045 Lot 29
01-33-276-046 Lot 30
01-33-276-047 Lot 31
01-33-276-048 Lot 32
01-33-276-049 Lot 33
01-33-276-050 Lot 34
01-33-276-051 Lot 35
01-33-276-052 Lot 36
01-33-276-053 Lot 37
01-33-276-054 Lot 38
01-33-276-055 Lot 39
01-33-276-056 Lot 40
01-33-276-057 Reserve A

01-33-276-058 Reserve B



EXHIBIT "B"

CERTIFICATION

The undersigned, being the duly elected and acting President of The Villas of Timber Ridge Owners Association, an Ohio not-for-profit corporation, hereinafter referred to as "Association", hereby certifies that the Second Amendment to Declaration of Covenants, Conditions and Restrictions for The Villas of Timber Ridge Owners Association has been approved and consented to by at least seventy-five percent (75%) of the total votes of the Association.

THE VILLAS OF TIMBER RIDGE
OWNERS ASSOCIATION

Dated: 2-12-, 2016

By: *Chris Miles Pres*
Its President

TRANSFER NOT NECESSARY
MATT NOLAN, AUDITOR
WARREN COUNTY, OHIO

FEB 29 2016

MATT NOLAN
AUDITOR, WARREN CO. OHIO

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Tx:4169352
LINDA ODA
WARREN COUNTY RECORDER
2016-004962
DECLARATION
02/29/2016 11:31:19 AM
REC FEE: 38.00 PGS: 3
PIN:

3
36
**SUPPLEMENTAL DECLARATION TO DECLARATION
OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR
THE VILLAS OF TIMBER RIDGE OWNERS ASSOCIATION**

THIS SUPPLEMENTAL DECLARATION TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR THE VILLAS OF TIMBER RIDGE OWNERS ASSOCIATION, hereinafter referred to as the "Supplemental Declaration", is made on the date hereinafter set forth by **TIMBER RIDGE ESTATES DEVELOPMENT, LTD.**, an Ohio limited liability company, hereinafter referred to as "Developer" under the circumstances summarized in the following Recitals.

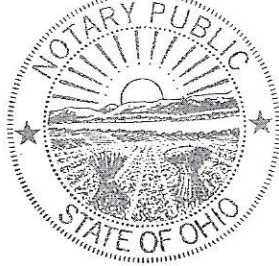
RECITALS

2016
004961
A. Developer is the owner of the real property described in Exhibit "A" hereinafter referred to as the "Additional Property", and is the assignee to Associates Construction, Inc. by virtue of a Limited Assignment of Developer's Rights recorded at Volume _____, Page _____ of the Official Records of Warren County, Ohio, the initial Developer of The Villas of Timber Ridge, a planned community located in the City of Carlisle, Warren County, Ohio.

B. The Developer and owner of the Additional Property intends to and the purpose of this Supplemental Declaration is to add the Additional Property to the Property described in the Declaration of Covenants, Conditions and Restrictions for The Villas of Timber Ridge Owners Association, hereinafter referred to as the "Declaration", as amended, which is recorded in the Official Records of Warren County, Ohio as follows:

STATE OF OHIO, COUNTY OF Warren, SS:

The foregoing instrument was acknowledged before me this 16th day of February, 2016 by Rod Morris, _____ of Associates Construction, Inc., the sole member of Timber Ridge Estates Development, Ltd., an Ohio limited liability company, on behalf of such company.



Dawn R. Rush

Notary Public

DAWN R. RUSH, Notary Public

In and for the State of Ohio

My Commission Expires Dec. 2, 2019

THIS INSTRUMENT PREPARED BY:

HANS H. SOLTAU
Attorney at Law
6776 Loop Road
Centerville, Ohio 45459

EXHIBIT "A"

PROPERTY

FRANKLIN
TOWNSHIP

Situate in Sections 33 and 34, Town 2, Range 5 East, City of Carlisle, Warren County, Ohio and being Lots 71 through 80 inclusive of The Villas of Timber Ridge, Section Four, as recorded in Plat Book 92, Page 51 of the Plat Records of Warren County, Ohio.

Sidwell Nos. 01-33-276-081 through 01-33-276-090 inclusive

Lot 71	01-33-276-081
72	01-33-276-082
73	01-33-276-083
74	01-33-276-084
75	01-33-276-085
76	01-33-276-086
77	01-33-276-087
78	01-33-276-088
79	01-33-276-089
80	01-33-276-090

29

TRANSFER NOT NECESSARY
MATT NOLAN, AUDITOR
WARREN COUNTY, OHIO

FEB 29 2016

MATT NOLAN
AUDITOR, WARREN CO. OHIO



8 2 1 4 0 5 6

Tx:4169352

LINDA ODA

WARREN COUNTY RECORDER

2016-004961

ASSIGNMENT

02/29/2016 11:31:18 AM

REC FEE: 52.00 PGS: 5

PIN:

5/60

LIMITED ASSIGNMENT OF DEVELOPER'S RIGHTS

THIS LIMITED ASSIGNMENT OF DEVELOPER'S RIGHTS, hereinafter referred to as "Limited Assignment", is made on the date(s) hereinafter set forth by **ASSOCIATE CONSTRUCTION, INC.**, an Ohio corporation, hereinafter referred to as "Assignor" and **TIMBER RIDGE ESTATES DEVELOPMENT, LTD.**, an Ohio limited liability company, hereinafter referred to as "Assignee" under the circumstances summarized in the following Recitals.

RECITALS

A. Assignor is the Developer, as defined in and pursuant to the Declaration of Covenants, Conditions and Restrictions of The Villas of Timber Ridge Owners Association, hereinafter referred to as the "Declaration" which was subsequently amended.

B. The Declaration and the amendments thereto are recorded in the Official Records of Warren County, Ohio as follows:

Instrument

Official Records

Declaration

Volume 3850, Page 719

First Amendment

Volume 5852, Page 537

Second Amendment

Volume _____, Page _____

2016 - 004960

NOW, THEREFORE, the parties do hereby agree as follows:

1. Assignor, for good and valuable consideration paid, the receipt and sufficiency of which is hereby acknowledged by Assignor, does hereby assign and transfer to Assignee the right to add the property as described in Exhibit "A" attached hereto and improvements thereon, hereinafter referred to as the "Property", to the Declaration pursuant to the annexation provisions thereof.

2. Assignee hereby accepts such rights and acknowledges that such assignment is limited to adding the Property and shall not be construed to extend the Development Period as defined in the Declaration.

3. This Limited Assignment shall be construed in accordance with the laws of the State of Ohio.

EXECUTED on the date(s) set forth in the acknowledgments of the signatures below.

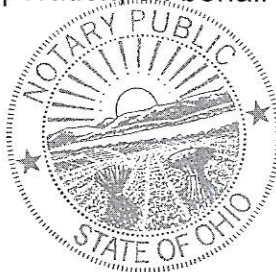
ASSIGNOR:

Associate Construction, Inc.

By: Rod Morris
Its v/p

STATE OF OHIO, COUNTY OF Warren, SS:

The foregoing instrument was acknowledged before me this 16 day of February, 2016 by Rod Morris, _____ of Associates Construction, Inc., an Ohio corporation, on behalf of such corporation.



Dawn R. Rush
Notary Public

DAWN R. RUSH, Notary Public
In and for the State of Ohio
My Commission Expires Dec. 2, 2019

ASSIGNEE:

Timber Ridge Estates
Development, Ltd.

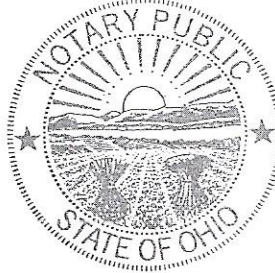
By:

Red Morris

of Associates Construction, Inc.
Its Sole Member

STATE OF OHIO, COUNTY OF Warren, SS:

The foregoing instrument was acknowledged before me this 16 day of February, 2016 by Red Morris, _____ of Associates Construction, Inc., the sole member of Timber Ridge Estates Development, Ltd., an Ohio limited liability company, on behalf of such company.



Dawn R. Rush
Notary Public

DAWN R. RUSH, Notary Public
In and for the State of Ohio
My Commission Expires Dec. 2, 2019

THIS INSTRUMENT PREPARED BY:

HANS H. SOLTAU
Attorney at Law
6776 Loop Road
Centerville, Ohio 45459

Instrument

Official Records

Declaration

Volume 3850, Page 719

First Amendment

Volume 5852, Page 537

Second Amendment

Volume _____, Page _____
2016-004962

C. The term Declaration, as used herein, shall refer to the Declaration as amended.

D. The Developer retained the right to add the Additional Property in Section 12.2 of the Declaration.

NOW, THEREFORE, the Declaration is hereby amended as follows:

1. The Property as described in Section 1.17 and in Exhibit "A" to the Declaration is hereby amended to include the Additional Property which is hereby, in all respects, submitted to the Declaration.

2. Unless herein specifically provided all provisions of the Declaration shall remain in full force and effect.

EXECUTED on the date set forth in the acknowledgement of the signature below.

**TIMBER RIDGE ESTATES
DEVELOPMENT, LTD.**

By: _____

Rod Monte v.p.

of Associates Construction, Inc.
Its Sole Member

EXHIBIT "A"

PROPERTY

FRANKLIN
TOWNSHIP

Situate in Sections 33 and 34, Town 2, Range 5 East, City of Carlisle, Warren County, Ohio and being Lots 71 through 80 inclusive of The Villas of Timber Ridge, Section Four, as recorded in Plat Book 92, Page 51 of the Plat Records of Warren County, Ohio.

Sidwell Nos. 01-33-276-081 through 01-33-276-090 inclusive

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76	01-33-276-086
77	01-33-276-087
78	01-33-276-088
79	01-33-276-089
80	01-33-276-090

WCELO
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Map Dept.