

STATE OF NORTH CAROLINA
 COUNTY OF NEW HANOVER

SUPPLEMENTAL DECLARATION TO DECLARATION CREATING
 UNIT OWNERSHIP OF PROPERTY UNDER THE
 PROVISIONS OF CHAPTER 47A OF THE GENERAL
 STATUTES OF THE STATE OF NORTH CAROLINA
 (Recorded: Book 1231, Page 650, As Amended)
 SUN SKIPPER, PHASE 5

THIS SUPPLEMENTAL DECLARATION, made this 8th day of March,
 1984, by SUGGS AND HARRELSON, INC., a Delaware corporation authorized to
 transact business in the State of North Carolina, with an office and place of
 business located in the County of New Hanover, State of North Carolina,
 hereinafter referred to as "DECLARANT";

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KNOW ALL BY THESE PRESENTS:

THAT, WHEREAS, the Declarant is the owner of that certain real property
 in the County of New Hanover, State of North Carolina, which is more particu-
 larly described as being all of Lots 5 and 6 in Block 28 of the Northern
 Section of Carolina Beach, as shown upon a map recorded in Map Book 3, at Page
 67, of the New Hanover County Registry; and

WHEREAS, the Declarant is the owner of the one multi-unit building, and
 certain other improvements, heretofore constructed upon the aforesaid prop-
 erty; and

WHEREAS, it is the desire and the intention of the Declarant to market,
 sell and convey interests in the property and the improvements thereon as a
 condominium project pursuant to the provisions of Chapter 47A of the North
 Carolina General Statutes, entitled "Unit Ownership Act"; and

WHEREAS, said real property is located at Carolina Beach, North Carolina,
 and is a portion of the real property described in ARTICLE III of the Declara-
 tion Creating Unit Ownership of Property under the provisions of Chapter 47A
 of the General Statutes of the State of North Carolina (hereinafter "Declara-
 tion") establishing SUN SKIPPER, PHASE 1, Condominium, said Declaration being
 recorded in Book 1231, beginning on Page 650, as amended by instruments
 recorded in Book 1233, Pages 539, 542, 546, 549 and 554, of the New Hanover
 County Registry. The site plan for said PHASE 1 is attached to said Declara-
 tion as Exhibit "A", and is also recorded in Condominium Plat Book 4, at Page
 26, of the New Hanover County Registry. In ARTICLE III of said Declaration,
 the Declarant reserved the right and option to add and subject to the provi-
 sions of said Declaration the property described in ARTICLE III thereof; and

WHEREAS, it is the desire and intention of the Declarant in the recorda-
 tion of this Supplemental Declaration in the Office of the Register of Deeds
 of New Hanover County, North Carolina, to submit all of the real property and
 the improvements thereto described above, to the provisions of the said
 Chapter 47A, and specifically to the provisions of the above referenced
 recorded Declaration; and

NOW, THEREFORE, THE DECLARANT DOES HEREBY DECLARE THAT ALL OF THE REAL
 PROPERTY DESCRIBED ABOVE, AS WELL AS ALL OF THE IMPROVEMENTS CONSTRUCTED
 THEREON, IS HELD AND SHALL BE HELD, CONVEYED, HYPOTHECATED, ENCUMBERED, USED,
 OCCUPIED, AND IMPROVED SUBJECT TO THE FOLLOWING ARTICLES OF COVENANTS, CONDI-
 TIONS, RESTRICTIONS, USES, LIMITATIONS AND OBLIGATIONS, ALL OF WHICH ARE
 DECLARED TO BE IN FURTHERANCE OF A PLAN FOR THE IMPROVEMENT OF SAID PROPERTY
 AND THE DIVISION THEREOF INTO CONDOMINIUM UNITS AND SHALL BE DEEMED TO RUN
 WITH THE LAND AND SHALL BE A BURDEN AND A BENEFIT TO THE DECLARANT, ITS
 SUCCESSORS AND ASSIGNS, AND ANY PERSON OR ENTITY ACQUIRING OR OWNING AN
 INTEREST IN THE REAL PROPERTY AND IMPROVEMENTS, OR ANY SUBDIVISION THEREOF,
 THEIR GRANTEEES, SUCCESSORS, HEIRS, EXECUTORS, ADMINISTRATORS, DEVISEES AND
 ASSIGNS.

ARTICLE I.

Submission of Property

A. Pursuant to the provisions of Chapter 47A of the North Carolina
 General Statutes, Section 47A-2, the Declarant does hereby submit all of the

WITNESSED TO JN Jackson

ROUNTREE, RYALS, JACKSON, SEAGLE & CARTER
 WILMINGTON, NORTH CAROLINA 28402-1400

Admitted to record
20 day of March, 1984
 at 4:30 P. M.
 Recorded in Book 1248
 Page 1202
 Rebecca P. Tucker, Register
 New Hanover Co., N. C.

real property described on Page 1 hereof, together with all improvements thereon and described herein, to the provisions of the "Unit Ownership Act" of the State of North Carolina, which is codified as Chapter 47A of the General Statutes of the State of North Carolina.

B. In furtherance thereof, Declarant declares and affirms that the real property described on Page 1 hereof, is a portion of the real property described in ARTICLE III of the DECLARATION CREATING UNIT OWNERSHIP OF PROPERTY UNDER THE PROVISIONS OF CHAPTER 47A OF THE GENERAL STATUTES OF THE STATE OF NORTH CAROLINA (hereinafter "Declaration"), which is recorded in Book 1231, beginning at Page 650, as amended, in the Office of the Register of Deeds of New Hanover County, North Carolina, and, therefore, by virtue of the exclusive right and option belonging to the Declarant, as reserved to it in Article III of said Declaration, the Declarant further declares that all of the real property described on Page 1 hereof, as well as all of the improvements constructed thereon, is hereby subjected to and henceforth shall be held, conveyed, hypothecated, encumbered, used, occupied and improved subject to each and every provision of those Articles of Covenants, Conditions, Restrictions, Uses, Limitations and Obligations which are set forth in that recorded Declaration referred to hereinabove, except as those provisions are necessarily altered or changed for this submission as set forth hereinbelow.

Hereinbelow, Declarant has set forth those provisions of said recorded Declaration which of necessity must change for this submission, and has incorporated by reference those provisions which do not.

ARTICLE II.

DEFINITIONS

The definitions for the terms used in this Supplemental Declaration and used in the Articles of the said recorded Declaration (recorded in Book 1231, beginning at Page 650, as amended), as they are applicable to this Submission of real property by incorporation herein shall be as follows:

1. The terms Act, Association, Assessment, Board, By-Laws, Common Areas and Facilities, Common Expenses, Common Surplus, Condominium, Declarant, Majority or Majority of Unit Owners, Person, Singular, Plural Gender, and Unit Owner are defined in Article II of the Declaration recorded in Book 1231, at Page 650, as amended, referred to hereinabove, and said definitions are incorporated herein by reference.

2. The term Building shall mean and refer to the single multi-unit building which the Declarant has constructed upon the real property described on Page 1 hereof, to be used for residential purposes, as hereinafter provided. Attached hereto and made a part hereof by reference is Exhibit "A" which consists of a full and exact copy of the layout of the building as well as a survey of the real property, drawn by Jack G. Stocks, R.L.S., showing the location of the building thereon. In general, the building has three stories built above a ground floor level situated on the finished grade. There are no basements. The building has a total of approximately 12,000 gross square feet of heated area within the three levels or stories above the storage level, with approximately 4,000 square feet on each of said three levels. The building has been subdivided into twelve (12) units, hereinafter defined, as well as the common areas and facilities, also hereinabove defined, of the building. The building has been principally constructed with wood, concrete, stuccorite and asphalt shingle roofing.

3. The term Declaration shall mean and refer to that DECLARATION CREATING UNIT OWNERSHIP OF PROPERTY UNDER THE PROVISIONS OF CHAPTER 47A OF THE GENERAL STATUTES OF THE STATE OF NORTH CAROLINA which is recorded in Book 1231, beginning at Page 650, as amended, in the Office of the Register of Deeds of New Hanover County, North Carolina.

4. The term real property shall mean and refer to all of the property described on Page 1 hereof.

5. The term Supplemental Declaration shall mean and refer to this instrument.

6. The term Unit or Condominium Unit shall mean and refer to any one of those twelve (12) subdivisions of enclosed space within the building, together with any additional areas or spaces accompanying the same as defined hereinbelow, and which are intended to or will be sold as dwelling units pursuant to the Act and this Supplemental Declaration. The deed for any particular unit shall convey such unit by its unit designation and the same shall be deemed to include all that is defined as a part of that unit as stated specifically in this definition, as well as the privileges and appurtenances accompanying any such unit and subject to the covenants, conditions, restrictions, and obligations applicable to unit owners as all are more generally stated and described throughout this Supplemental Declaration.

The twelve (12) units of the building are and will be identified by their unit designations, which are Units E-1 through E-12, both inclusive. These units and their designations are shown upon the plans of the building attached hereto in Exhibit "A" which also shows graphically all particulars of the building and its twelve (12) units, including, but not limited to, the layout, location, ceiling, and floor elevations, dimensions of the units, and the area and location of the common areas and facilities. Reference is hereby made to said plans for the purposes of identifying and locating each unit within the building, as well as identifying its dimensions and approximate areas. No unit bears the same designation as any other. Any conflict between said plans and this definition shall be resolved by reference to the said plans, which shall control.

All units, as well as the additional areas defined as part of each unit hereinbelow, are bounded both as to horizontal and vertical boundaries by the interior finished surface of the units' perimeter walls, ceilings and floors, of the interior surface of the perimeter walls, ceilings, and floors of the additional areas conveyed as part of each unit as defined hereinbelow, subject to the easement reserved hereinbelow for such encroachments as are contained in the building whether the same now exist or may be caused or created by existing construction, settlement, or movement of the building, or by permissible repairs, construction, or alteration.

All units shall be substantially the same in design, construction and material. Each of the twelve (12) units is wholly contained within one of the three levels or stories of the building; there being four (4) units upon or within each of the three (3) levels or stories of the building above the ground floor level situated on finished grade. Each unit shall have two (2) bedrooms, two (2) bathrooms, a combined living/dining/kitchen area, a linen closet, two (2) clothes closets, a closet housing the units' air handling equipment, and a closet housing a washer and dryer.

Each unit is hereby defined to include one open-air balcony or deck, shown on said plans, which is located adjacent to the living area of the unit, and a small deck adjacent to one or both of the bedrooms.

In addition, each of the two (2) interior units on the third floor only, has a loft area with skylight.

The decks are bounded horizontally by the interior finished surface of the floor and ceiling overhang of the decks and is bounded vertically by the interior finished surface or interior plane of either the deck railings or perimeter walls of the decks. The outside storage rooms are bounded both horizontally and vertically by the interior finished surface of its ceiling, floor and perimeter walls.

7. The term Unit Designation shall mean and refer to the letter and number combination which designates a unit within the condominium as the same is shown upon the plans of the building in Exhibit "A" attached hereto.

ARTICLE III.

Plan of Development and Scope of Declaration

The name by which the entire condominium project is known is SUN SKIPPER. The Declarant has caused to be constructed upon the real property described on Page 1 hereof, the single multi-unit building, containing the twelve (12) units of the building as well as the common areas and facilities of both the

building and the real property, all as defined hereinabove and as shown upon the plans contained in Exhibit "A" attached hereto and made a part hereof by reference. The units of the building, together with their privileges and appurtenances, shall be offered for sale to the public by the Declarant as condominium units pursuant to the provisions of Chapter 47A of the General Statutes of the State of North Carolina, subject to the covenants, conditions, restrictions, and obligations stated in the Articles of this Supplemental Declaration, the Articles of the Declaration recorded in Book 1231, beginning at Page 650, as amended, referred to hereinabove, which have been incorporated herein by reference, the Articles of Incorporation of the Association, its duly adopted By-Laws and its Rules and Regulations. The units and their owners shall be subject to the jurisdiction of the Association of which each unit owner shall be a member and which shall manage the upkeep and maintenance of the entire condominium project, PHASES 1, 2, 3, 4 and 5 of SUN SKIPPER, together with any future phases thereof, as a whole, as envisioned and provided for in its Articles of Incorporation and the Declaration (recorded in Book 1231, beginning at Page 650, as amended).

The Declarant, by this Supplemental Declaration, submits only the real property described on Page 1 hereof, together with the improvements thereon, to the Act and hereinafter this submission shall be referred to as SUN SKIPPER, PHASE 5. Nevertheless, the Declarant hereby reserves to itself the exclusive right and option, but not the obligation, to add to or expand the property subject to the Declaration recorded in Book 1231, at Page 650, as amended, referred to hereinabove, by the addition of all or any portion or portions of the remainder of the real property described in ARTICLE III of said Declaration in one or more phases of SUN SKIPPER upon the terms and in the manner set forth in Article III of said Declaration, which are incorporated herein by reference.

ARTICLE IV.

The Nature and Incidents of Unit Ownership

A. Each unit shall be conveyed and treated as an individual real property capable of independent use and fee simple ownership, and the owner of each unit shall also own, as an appurtenance to the ownership of each said unit, an undivided interest in the common areas and facilities of SUN SKIPPER, PHASE 1, PHASE 2, PHASE 3, PHASE 4, PHASE 5 and future phases, if any.

Pursuant to the provisions of Paragraph E of Article III of the Declaration recorded in Book 1231, beginning at Page 650, as amended, the Declarant does hereby establish as the undivided fractional or percentage interest belonging to each unit owner of units in SUN SKIPPER, PHASE 1, PHASE 2, PHASE 3, PHASE 4 and PHASE 5, those percentages shown on Exhibit "B" hereto attached, which said interest is appurtenant to each of the eighty-one (81) units of SUN SKIPPER, PHASE 1, PHASE 2, PHASE 3, PHASE 4 and PHASE 5. Declarant covenants with all present unit owners of Units in PHASE 1, PHASE 2, PHASE 3 and PHASE 4 of SUN SKIPPER and all future unit owners of Units in either PHASE 1, PHASE 2, PHASE 3, PHASE 4 or PHASE 5 of SUN SKIPPER that the undivided fractional or percentage interest in the total common areas and facilities of SUN SKIPPER, PHASE 1, PHASE 2, PHASE 3, PHASE 4 and PHASE 5, as stated hereinabove, was determined in a manner consistent both with the provisions of Paragraph E of Article III of the Declaration and with the Act.

B. The provisions of Paragraphs B, C, and D of Article IV of the Declaration, are adopted and incorporated herein by reference, changing the reference to Exhibit "C" in Paragraph B thereof to Exhibit "A" and the reference to "the owners of Units in SUN SKIPPER, PHASE 1, PHASE 2, PHASE 3 and PHASE 4", to "the owners of Units in SUN SKIPPER, PHASE 1, PHASE 2, PHASE 3, PHASE 4 and PHASE 5".

ARTICLE V.

Incorporation

The terms and provisions of Articles V, VI, VII, VIII, IX, X, XI, XII, XIII, XIV, XV, XVI, XVII and Exhibit "B" of the Declaration, are hereby adopted in their entirety and incorporated herein by reference.

IN WITNESS WHEREOF, the Declarant, SUGGS AND HARRELSON, INC., has caused this Supplemental Declaration to be signed in its corporate name by its President, sealed with its corporate seal and attested by its Assistant Secretary, all the day and year first above written.

ATTEST: SUGGS AND HARRELSON, INC.

B. Rex Stephens
Assistant Secretary

BY: B. H. Mendenhall
President



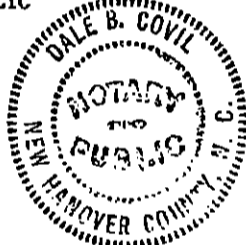
COUNTY OF NEW HANOVER

I, a Notary Public in and for the State and County aforesaid, do certify that B. Rex Stephens, personally came before me this day and acknowledged that he is Assistant Secretary of SUGGS AND HARRELSON, INC., a Delaware corporation authorized to transact business in the State of North Carolina, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal and attested by himself as its Assistant Secretary.

WITNESS my hand and official stamp or seal, this the 8th day of March, 1984.

My Commission Expires:
3-16-86

Dale B. Covil
NOTARY PUBLIC



JOINDER AND CONSENT OF TRUSTEE AND BENEFICIARY/MORTGAGEE

CAMERON BROWN COMPANY and O.B. HAWKINS, JR., as Trustee, join in the execution of this "SUPPLEMENTAL DECLARATION CREATING UNIT OWNERSHIP OF PROPERTY UNDER THE PROVISIONS OF CHAPTER 47A OF THE GENERAL STATUTES OF THE STATE OF NORTH CAROLINA" for the sole purpose of subjecting, submitting and subordinating any and all right, title and interest in the property described on Page 1 hereof, that they have, or either of them has, or may have, by virtue of that Deed of Trust recorded in BOOK 1230, at PAGE 1689, in the Office of the Register of Deeds of New Hanover County, North Carolina, to said SUPPLEMENTAL DECLARATION, and every provision hereof, and to the jurisdiction of SUN SKIPPER UNIT OWNERS ASSOCIATION, as the same may be amended or supplemented from time to time.

IN WITNESS WHEREOF, CAMERON-BROWN COMPANY has caused this JOINDER AND CONSENT to be signed in its corporate name by its duly authorized officers and its seal to be hereunto affixed by authority of its Board of Directors, this the 8th day of March, 1984; and, O.B. HAWKINS, JR., as TRUSTEE, has hereunto set his hand and seal, this the 8th day of March, 1984.

O.B. Hawkins, Jr. (SEAL)
O.B. HAWKINS, JR., TRUSTEE



CAMERON-BROWN COMPANY

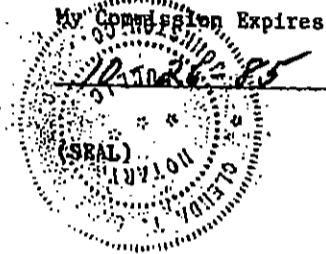
BY: Thomas A. Babney
Assistant Vice-President

STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

I, a Notary Public of the County and State aforesaid, certify that O.B. HAWKINS, JR., TRUSTEE, personally appeared before me this day and acknowledged the execution of the foregoing JOINDER AND CONSENT.

Witness my hand and official stamp or seal, this the 8th day of March, 19 84.

My Commission Expires:



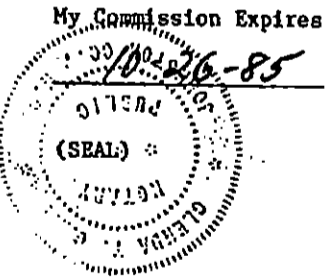
Glenda T. Game (Polk)
NOTARY PUBLIC

STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

I, a Notary Public in and for the State and County aforesaid, do certify that Susan L. Saunders, personally came before me this day and acknowledged that s he is Assistant Secretary of CAMERON-BROWN COMPANY, a North Carolina corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its Assistant Vice-President, sealed with its corporate seal and attested by her self as its Assistant Secretary.

Witness my hand and official stamp or seal, this the 8th day of March, 19 84.

My Commission Expires:



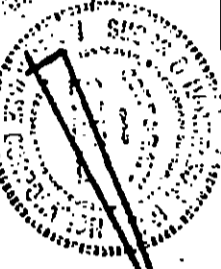
Glenda T. Game (Polk)
NOTARY PUBLIC

STATE OF NORTH CAROLINA
New Hanover County
The Foregoing Certificate of Dale
B. Coulson and Glenda T. Game, Notaries Public, are
certified to be correct.
This the 20 day of Mar, 1984

Rebecca P. Tucker, Register of Deeds
By Mary Sue Oates
Clerk

CONTRACT OF SALE AND ACCORD

I, JACK E. STOCKS, OWNER, HEREBY SELL AND CONVEY TO THE BUYER, JACOB E. STOCKS, THE PROPERTY DESCRIBED IN THE CONTRACT OF SALE AND ACCORD DATED THIS 14th DAY OF MARCH, 1934, TO WIT: A CERTAIN TRACT OF LAND IN THE CITY OF WILMINGTON, N. C., BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: ...

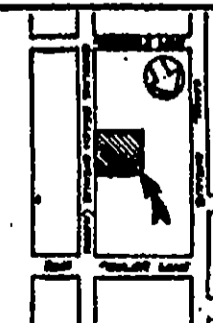
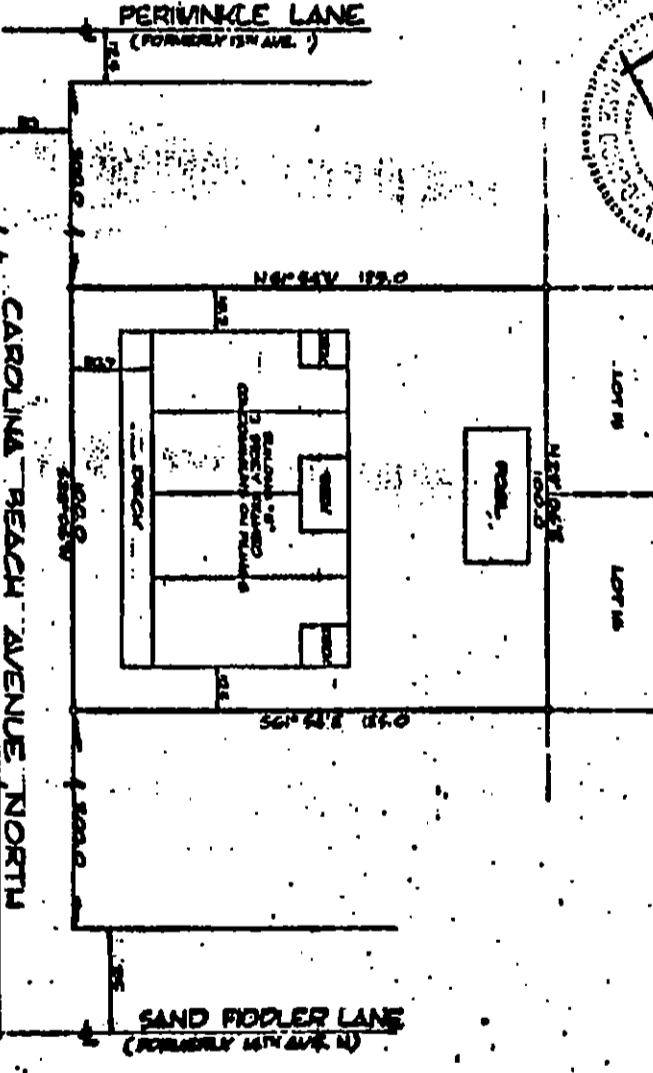
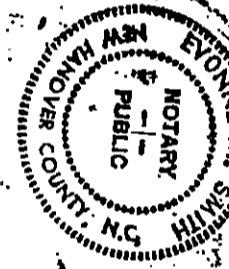


Jack E. Stocks
NOTARY PUBLIC
WILMINGTON, N. C.

Robert M. Smith
NOTARY PUBLIC
WILMINGTON, N. C.

3. A NOTARY PUBLIC OF THE COUNTY AND STATE OF NORTH CAROLINA, HEREBY CERTIFIES THAT HE HAS PERSONALLY KNOWN AND BELIEVES TO BE THE PERSONS WHOSE NAMES ARE SIGNED TO THE FOREGOING INSTRUMENT, AND THAT HE BELIEVES THEM TO BE FULLY CAPABLE OF UNDERSTANDING THE CONTENTS AND EFFECTS OF SAID INSTRUMENT, AND THAT HE BELIEVES THEM TO BE VOLUNTARILY EXECUTING SAID INSTRUMENT.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL OF OFFICE, THIS 14th DAY OF MARCH, 1934.



SUBJECT OFC:
LOT 5 & 6, BLOCK 20,
SUN SKIPPER PHASE IV,
WILMINGTON, N. C.

JACOB E. STOCKS
REGISTERED LAND SURVEYOR
WILMINGTON, N. C.

SUN SKIPPER PHASE IV

CAROLINA BEACH NEW HANOVER COUNTY NORTH CAROLINA
SCALE 1" = 20' 0" 40' 60' 80' 100'

THESE PLANS WERE PREPARED BY ME, DENNIS A. LENNERT, REGISTERED ARCHITECT, NORTH CAROLINA, NO. 3494, AND I BELIEVE THEM TO BE THE WORK OF THE ARCHITECT WHOSE NAME IS SIGNED TO THEM, AND THAT HE BELIEVES THEM TO BE FULLY CAPABLE OF UNDERSTANDING THE CONTENTS AND EFFECTS OF SAID INSTRUMENT, AND THAT HE BELIEVES THEM TO BE VOLUNTARILY EXECUTING SAID INSTRUMENT.

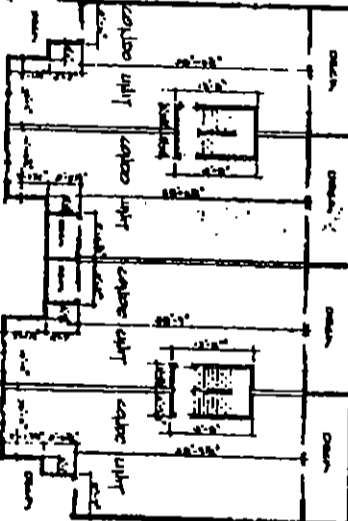
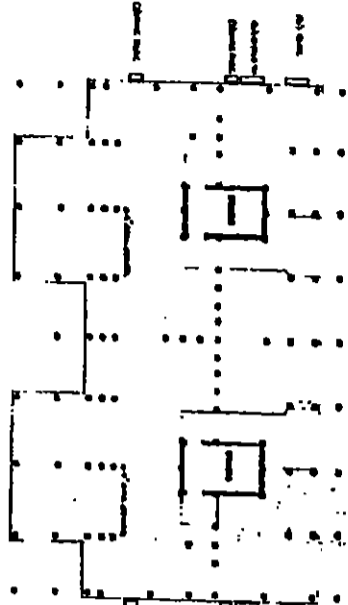
1248 1209

SITE PLAN

Site Plan showing location of building on lot. The building is shown as a rectangle with a smaller rectangle inside representing the main structure. The lot is bounded by streets on three sides. A north arrow is present.

THIRD FLOOR PLAN

Third Floor Plan showing layout of rooms and corridors. The plan includes several rooms, each with a window and the label "casement window". A central hallway provides access to the rooms.

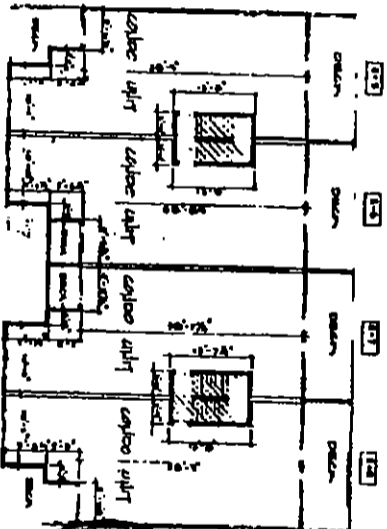
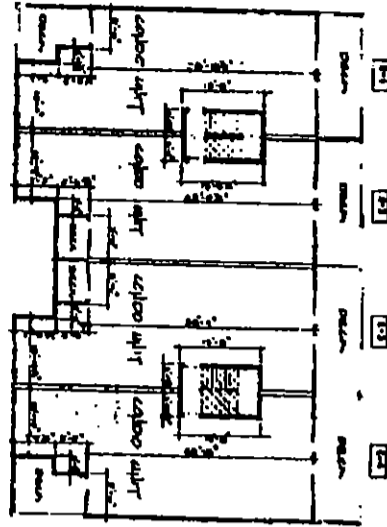


FIRST FLOOR PLAN

First Floor Plan showing layout of rooms and corridors. The plan includes a central hallway, several rooms, and a large open area. Windows are labeled "casement window".

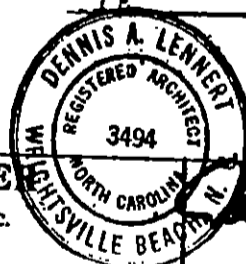
SECOND FLOOR PLAN

Second Floor Plan showing layout of rooms and corridors. The plan includes a central hallway, several rooms, and a large open area. Windows are labeled "casement window".



LOFT PLANS

Loft Plans showing layout of the loft area. The plan includes a central hallway and several rooms. Windows are labeled "casement window".



SUN SKIPPER
CAROLINA BEACH N.C.



Dennis A. Lennert

EXHIBIT "B"

<u>UNIT NO.</u>	<u>PHASE NO.</u>	<u>PERCENTAGE OF OWNERSHIP IN COMMON AREAS - PHASES 1, 2,3,4 & 5</u>
C-1	1	1.60%
C-2	1	1.60%
C-3	1	1.60%
C-4	1	1.60%
C-5	1	1.60%
C-6	1	1.60%
D-1	2	1.60%
D-2	2	1.60%
D-3	3	1.60%
D-4	2	1.60%
D-5	2	1.60%
D-6	2	1.60%
D-7	2	1.60%
D-8	2	1.60%
D-9	2	1.60%
D-10	2	1.792%
D-11	2	1.792%
D-12	2	1.60%
A-1	3	0.99%
A-2	3	0.99%
A-3	3	0.99%
A-4	3	0.99%
A-5	3	0.99%
A-6	3	0.99%
A-7	3	0.99%
A-8	3	0.99%
A-9	3	0.99%
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A-11	3	0.99%
A-12	3	0.99%
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A-24	3	0.99%
A-25	3	0.99%
A-26	3	0.99%
A-27	3	0.99%
B-1	4	0.99%
B-2	4	0.99%
B-3	4	0.99%
B-4	4	0.99%
B-5	4	0.99%
B-6	4	0.99%
B-7	4	0.99%
B-8	4	0.99%
B-9	4	0.99%
B-10	4	0.99%

EXHIBIT "B"

PAGE TWO

B-11	4	0.99%
B-12	4	0.99%
B-13	4	0.99%
B-14	4	0.99%
B-15	4	0.99%
B-16	4	0.99%
B-17	4	0.99%
B-18	4	0.99%
B-19	4	0.99%
B-20	4	0.99%
B-21	4	0.99%
B-22	4	0.99%
B-23	4	0.99%
B-24	4	0.99%
E-1	5	1.60%
E-2	5	1.60%
E-3	5	1.60%
E-4	5	1.60%
E-5	5	1.60%
E-6	5	1.60%
E-7	5	1.60%
E-8	5	1.60%
E-9	5	1.60%
E-10	5	1.793%
E-11	5	1.793%
E-12	5	1.793%