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FOR REGISTRATION REGISTER OF DEEDS
REBECCA P. SMITH
NEW HANOVER COUNTY, NC
2007 MAR 20 03:56:17 PM
BK:5157 PG:152-153 FEE:\$14.00

INSTRUMENT # 2007013907

STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

**SUPPLEMENTAL DECLARATION
OF COVENANTS, CONDITIONS AND
RESTRICTIONS FOR
TOWNES AT MARKETPLACE, LLC**

This Declaration, Made the 19 day of March, 2007, by **TOWNES AT MARKETPLACE, LLC**, hereinafter referred to as "Declarant" or "Developer" for the purposes hereinafter stated;

WITNESSETH:

WHEREAS, Declarant has subjected Phase 1, TOWNES AT MARKETPLACE, to a Declaration of Covenants, Conditions and Restrictions (the "Declaration") recorded December 18, 2006 and recorded in Book 5119, Pages 156-188, New Hanover County Registry; and

WHEREAS, Declarant has subjected Phase 2, TOWNES AT MARKETPLACE, to said Declaration by Supplemental Declaration recorded February 6, 2007 in Book 5138, Page 252 of the New Hanover County Registry, said property being shown on a map thereof recorded in Map Book 50, Page 392, in the office of the Register of Deeds of New Hanover County; and

WHEREAS, Declarant desires for Phase 3, TOWNES AT MARKETPLACE, the same being shown on a map thereof recrded in Map Book 51, Page 80 in the Office of the Register of Deeds for New Hanover County, to be subject to the Declaration.

NOW, THEREFORE, Declarant hereby declares that all of the property within Phase 3, Townes At Marketplace, as described above, shall be held, sold and conveyed subject to the Declaration, as amended, which Declaration shall run with the land and be binding on all parties having any right, title or interest in the described property or any part thereof, their heirs, successors or assigns, and shall inure to the benefit of each owner thereof.

IN TESTIMONY WHEREOF, the Declarant has caused this instrument to be signed in its company name by its Member/Manager pursuant to authority of Grantor's Operating Agreement as of the day and year first above written.

TOWNES AT MARKETPLACE, LLC

By: [Signature]
Howard A. Penton III, Manager

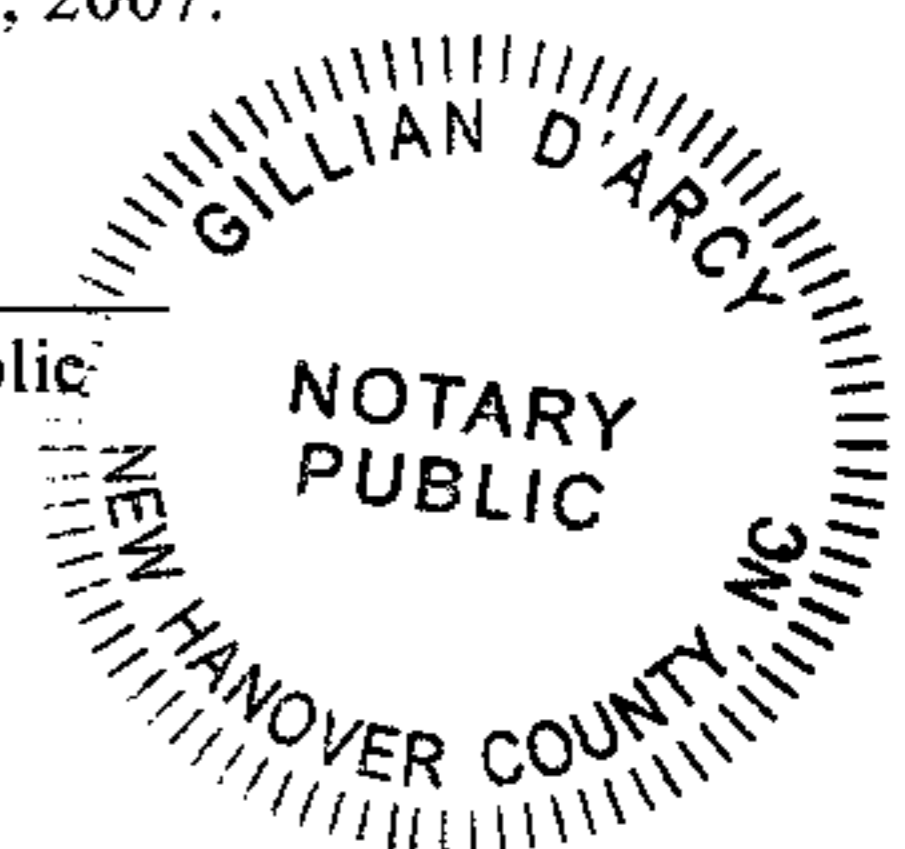
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, Gillian D'Arcy, a Notary Public of said county do hereby certify that Howard A. Penton III personally appeared before me this day and acknowledged that he is Manager of TOWNES AT MARKETPLACE, LLC a North Carolina limited liability company, and that he, as Manager, being authorized to do so, executed this instrument on behalf of the company.

Witness my hand and official stamp or seal, this 19 day of March, 2007.

My Commission expires: 4-6-2009
(SEAL)

Gillian D'Arcy
Notary Public



Ret
Hague, Hill



REBECCA P. SMITH
REGISTER OF DEEDS, NEW HANOVER
216 NORTH SECOND STREET

WILMINGTON, NC 28401

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Recorder: SCOTT, NANCY A

State of North Carolina, County of New Hanover

**YELLOW PROBATE SHEET IS A VITAL PART OF YOUR RECORDED DOCUMENT.
PLEASE RETAIN WITH ORIGINAL DOCUMENT AND SUBMIT FOR RE-RECORDING.**

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