

BOOK 1632 PAGE 348

WHEREAS, the Declarant is the owner of that certain tract or parcel of land designated as Section III-A WILLIAMS FARM SUBDIVISION as hereinafter described; and

WHEREAS, the Declarant will convey the property described in Section III-A WILLIAMS FARM SUBDIVISION, as hereinafter described subject to all those conditions, restrictions, reservations, liens and charges set forth herein, which provisions may be different than those contained in the Master Declaration and in other sections of the subdivision;

NOW THEREFORE, the Declarant does hereby publish and declare all of the property described below shall be held, conveyed, hypothecated, encumbered, used, occupied and improved subject to all the terms and conditions set forth hereafter, which is declared and agreed to in furtherance of the plan for the improvements of said property in the subdivision thereof and shall be deemed to run with the land and shall be a burden and a benefit to Declarant, its successors and assigns, and any person acquiring or owning any interest in the real property improvements, their Grantees, successors, heirs, executors, administrators, devisees and assigns.

1. DESCRIPTION OF PROPERTY: Being all of that property as described as follows:

Being all of those lots as shown on that final plat showing "WILLIAMS FARM, SECT. III-A" as recorded in Map Book 39, Page 163, Onslow County Registry.

2. INCORPORATION BY REFERENCE: All of the terms, conditions, provisions and rights reserved by the Declarant as set forth in the Master Declaration as recorded in Book 1073, Page 887, and amended in Book 1120, Page 587 and , Book 1200, Page 69, Onslow County Registry are incorporated herein by reference, except however, those provisions set out hereafter. By the submission of Section 3 of the property to the terms and conditions of this Declaration, the Declarant expressly reserves all those rights and privileges as set forth in the Master Declaration as above referred to.

3. CONFLICT OF PROVISIONS: In the event of a conflict of between the provisions of this Amendment and the Master Declaration as recorded in Book 1073, Page 887, and amended in Book 1120, page 587 and , Book 1200, Page 69, Onslow County Registry, the provisions of this Amendment shall control, and all provisions shall be interpreted consistent herewith.

BOOK 1632 PAGE 349

4. COMBINATION OF LOTS AND SUBSEQUENT PROHIBITION AGAINST SUBDIVISION. An owner of two adjoining lots shall have the right to elect to treat two lots as one, and shall have the right to place one dwelling on the two lots which straddles the common boundary line between the two lots and/or encroaches into the side setback area of one or both of such lots. Provided, further, however, that such owner must, in order to make said election (and thus take advantage of the limited waiver of side setback requirements herein), execute and record, prior to commencement of construction of any such dwelling utilizing two (2) lots, an instrument in a form approved by the Association making such election. Any such election shall be recorded in the Office of the Register of Deeds of Carteret County, North Carolina. Upon such election, the two (2) lots shall thereafter be deemed one (1) lot for all purposes, including voting rights and assessments. Such election shall be deemed a waiver by the owner and future owners of property in said subdivision to thereafter subdivide the lot and no such subdivision shall thereafter be made. Nothing herein shall affect the rights of the Developer to subdivide any previously platted lot not yet transferred to third party.

5. VEHICLES, BOATS, STORAGE, TRAVEL TRAILERS, ETC.:

(a) No vehicle without current inspection sticker, bus or self propelled recreational vehicle shall be parked overnight on any lot except in an enclosed garage; however, guests of an owner may so park such vehicle for a period not to exceed seven (7) days each calendar year.

(b) Firewood, bicycles, motorcycles, horse trailers, pleasure boats, utility trailers, all terrain vehicles, or other items may be stored only on that part of any lot away from the street lying behind the back line of the house. No automobile, other vehicle(s), motorcycle(s) or other similar items shall be repaired or placed "on blocks" or stands except in an enclosed garage.

6. WINDOW APPEARANCE: All draperies or other window dressings in each dwelling unit shall be white or off white or in lieu thereof shall have a white lining.

7. Fence Minimum Requirements: No fences over six (6) feet in height shall be constructed on any lot. No fence shall be erected between any building and the street right of way unless such fence shall be of an ornamental nature. Brick and split-rail fences shall be deemed to meet the requirements of this restriction. Any portion of any fence which can be viewed from the street right of way shall be of an ornamental nature. The term fence shall include but not be limited to, a wall, fence, landscaping, berm, or hedge which act as a fence or privacy or security inducing structure. Architectural review requirements must be met prior to construction of any fence. Chain link fences shall not be visible.

BOOK 1632 PAGE 350

8. ANIMALS: No animals, livestock, or poultry of any kind shall be kept or maintained on any Lot or in any dwelling except that household pets may be kept provided that said pets are not kept for breeding or commercial purposes. Notwithstanding anything in this document to the contrary, horses and appurtenant structures shall be allowed on any lot which lot, together with any adjacent acreage shall afford a minimum of one (1) acre of pastureland per horse. Owners shall be solely and absolutely liable for the acts of any such pet or animal.

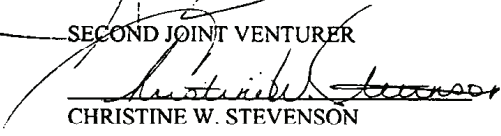
IN WITNESS WHEREOF, as the above date, Grantor has signed below, and each non human Grantor (corporation, limited liability company, general partnership, limited partnership, etc.) Has signed this instrument in the ordinary course of business, by the signature(s) below if its duly authorized representative(s), as the act of such entity.

WILLIAMS FARM ASSOCIATES, a
North Carolina Joint Venture,
Declarant

FIRST JOINT VENTURER


JERRY S. STEVENSON

SECOND JOINT VENTURER

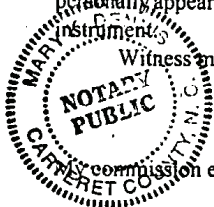

CHRISTINE W. STEVENSON

BOOK 1632 PAGE 351

NORTH CAROLINA
COUNTY OF Carteret

I, a Notary Public, do hereby certify that JERRY S. STEVENSON, Joint Venturer,
personally appeared before me this day and acknowledged the due execution of the foregoing
instrument.

Witness my hand and official seal, this the 5th day of June, 2000.



Mary K. Dennis
NOTARY PUBLIC

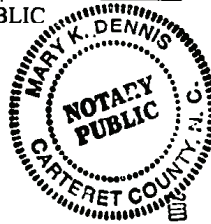
NORTH CAROLINA
COUNTY OF Carteret

I, a Notary Public, do hereby certify that CHRISTINE W. STEVENSON, Joint
Venturer, personally appeared before me this day and acknowledged the due execution of the
foregoing instrument.

Witness my hand and official seal, this the 5th day of June, 2000.

My commission expires: 6-24-2002

Mary K. Dennis
NOTARY PUBLIC



RESCOVPLUDANDMT FRM(042692)
G:\DATA\CLIENT\WMS\FRM and sec 3 wptrc 439cf 1279

JUN - 6 PM 12: 58

NORTH CAROLINA, Onslow County
The foregoing certificate(s) of Mary K. Dennis

Notary(ies) Public is (are) certified to be correct. This instrument was presented for registration and recorded in this office in
Book 1632 Page 347 This 6th day of June
2000 A.D. at 12:58 o'clock P. M.

Mitchell M. Thomas By _____
Register of Deeds, Onslow County Register of Deeds

Prepared By: BONDTSDALE

BOOK 1715 PAGE 552

2001 JUN -4 P.1 3:55

00-003

Index in the Grantor Index:

**Williams Farm Subdivision
Williams Farm Associates, A NC Joint Venture
Williams Farm Architectural Control Committee
Williams Farm Community Services Association, Inc.**

NORTH CAROLINA
ONSLow COUNTY

**FIRST AMENDMENT TO MASTER DECLARATION OF COVENANTS
AND RESTRICTIONS (SF/CSA/FNMA/VA)**

THAT WHEREAS, the undersigned constitute at least ninety percent (90%) of the owners of the individual lots that are subject to the Master Declaration of Covenants and Restrictions recorded in Book 1073, Page 887, Onslow County Registry, as amended by instrument recorded in Book 1200, Page 69, Onslow County Registry; and

WHEREAS, the express terms of the aforereferenced covenants provide that same may be modified by an instrument executed by not less than ninety percent (90%) of the owners of lots subject to the master declaration; and

WHEREAS, the undersigned have agreed to modify the terms and provisions of subparagraph (l) of Article 8 in accordance with those provisions hereinafter set forth.

NOW, THEREFORE, in consideration of the premises and in accordance with the provisions of Article 16 of the aforereferenced master declaration, the undersigned hereby amend subparagraph (l) of Article 8 so that subparagraph (l) shall now read as follows:

1. Vehicles, Boats, Storage, Travel Trailers, etc.: No vehicle without current inspection sticker, vehicle over 5000 pounds empty weight, horse or animal trailer or empty boat trailer, utility trailer, or any other trailer or similar item, or bus shall be parked overnight on any lot except in an enclosed garage unless same shall not be visible from the street or any other home wherever constructed; provided, however, guests of an owner may so park such vehicle for a period not to exceed seven (7) days each calendar year. A pleasure boat on its trailer may be parked and raw firewood, bicycles, motorcycles, or other items may be stored only on that part of any lot away from the street lying behind the front line of the house. No automobile, other vehicles(s), motorcycle(s) or other similar items shall be repaired or placed "on blocks" or stands except in an enclosed garage.

Recreational vehicles may be parked in driveways away from the street behind the back line of the house so that it is not viewable from the street.

ORIGINAL

BOOK 1715 PAGE 553

IN WITNESS WHEREOF the undersigned have hereunto set their hands and seals as of

the _____ day of _____

Polly Thomas (SEAL)
POLLY THOMAS

Linda Cobb (SEAL)
LINDA COBB

Brenda Byrd (SEAL)
PERRY BYRD

Brenda Byrd (SEAL)
MRS. PERRY BYRD

Thomas Marape (SEAL)
THOMAS MARAPESE

Mrs. Thomas Marape (SEAL)
MRS. THOMAS MARAPESE

~~PHILIP ANDERSON (SEAL)~~

~~MRS. PHILIP ANDERSON (SEAL)~~

Bill Dobbratz (SEAL)
BILL DOBBRATZ

Mrs. Bill Dobbratz (SEAL)
MRS. BILL DOBBRATZ

Michael Josilevich (SEAL)
MICHAEL JOSILEVICH

Sheila Josilevich (SEAL)
SHEILA JOSILEVICH

~~*Jerry Stevenson* (SEAL)~~
JERRY STEVENSON

~~*Mrs. Jerry Stevenson* (SEAL)~~
MRS. JERRY STEVENSON

Peter Eweje (SEAL)
PETER EWEJE

Peter Eweje (SEAL)
MRS. PETER EWEJE

Jon Lesan (SEAL)
JON LESAN

Angela Lesan (SEAL)
ANGELA LESAN

James Schultz (SEAL)
JAMES SCHULTZ

Mrs. James Schultz (SEAL)
MRS. JAMES SCHULTZ

Tina Flynt (SEAL)
TINA FLYNT

Kathy Henson (SEAL)
KATHY HENSON

Phillip O'Hara (SEAL)
PHILLIP O'HARA

Martha O'Hara (SEAL)
MARTHA O'HARA

John J. Steele (SEAL)
JOHN J. STEELE

Valerie R. Steele (SEAL)
VALERIE R. STEELE

Martin A. Aragona, Jr. (SEAL)
Martin A. Aragona, Jr. (SEAL)

Lori T. Aragona (SEAL)
Lori T. Aragona (SEAL)

ORIGINAL

New Text Doc
BOOK 1715 PAGE 554

James Lanier
JAMES LANIER

William J. Con
~~MR. SMITH~~

M. Lynn Smith
MRS. SMITH

~~Mr.~~ Johnson
MR. JOHNSON

~~Mrs.~~ Johnson
MRS. JOHNSON

James Fitzpatrick
MR. FITZPATRICK

Cynthia P. Fitzpatrick
MRS. FITZPATRICK

Woodcrafters

ORIGINAL

BOOK 1715 PAGE 555

New Text Document

MR. ~~HOOPS~~ Hoopes

John A. Hoopes

MRS. ~~HOOPS~~ Hoopes

Janice L. Hoopes

MR. MIKE CHOATE

Mike Choate

MRS. MIKE CHOATE

Mrs. Heather Choate

Tom
Tom vonLembke

Janette Alben vonLembke

ORIGINAL

BOOK 1715 PAGE 556

Ronald Choate (SEAL)
RONALD CHOATE

MRS. RONALD CHOATE (SEAL)

Marvin L. Goodson (SEAL)
MARVIN L. GOODSON

Connie M. Goodson (SEAL)
CONNIE M. GOODSON

Gregory Popkin (SEAL)
GREGORY POPKIN

Mrs. Gregory Popkin (SEAL)
MRS. GREGORY POPKIN

Mike Tuton (SEAL)
MIKE TUTON

Mrs. Mike Tuton (SEAL)
MRS. MIKE TUTON

Millon Hardison (SEAL)
MILSON HARDISON

Mrs. Millon Hardison (SEAL)
MRS. MILLON HARDISON

HUGH LANIER (SEAL)

MRS. HUGH LANIER (SEAL)

L. O. Stevenson (SEAL)
L. O. STEVENSON

Mrs. L. O. Stevenson (SEAL)
MRS. L. O. STEVENSON

JOE HENDERSON (SEAL)

MRS. JOE HENDERSON (SEAL)

Gene Thompson (SEAL)
GENE THOMPSON

MRS. GENE THOMPSON (SEAL)

Patrick Connor (SEAL)
PATRICK CONNOR

Cheryl Connor (SEAL)
CHERYL CONNOR

Frank Henson (SEAL)
FRANK HENSON

Ryan Weston (SEAL)
RYAN WESTON

Clark Ruse (SEAL)
CLARK RUSE

Mrs. Clark Ruse (SEAL)
MRS. CLARK RUSE

Brian Peele (SEAL)
BRIAN PEELE

Mrs. Brian Peele (SEAL)
MRS. BRIAN PEELE

Jace Redick (SEAL)
JACE REDICK

Paula Redick (SEAL)
MRS. JACE REDICK

Sean Hsu (SEAL)
SEAN HSU

Mrs. Sean Hsu (SEAL)
MRS. SEAN HSU

Stephen Pierson (SEAL)
STEPHEN PIERSON

Merry Pierson (SEAL)
MERRY PIERSON

BOOK 1715 PAGE 557

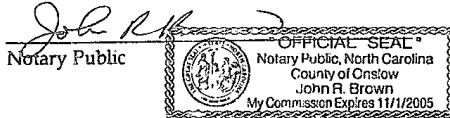
NORTH CAROLINA, ONSLOW COUNTY

I, a Notary Public of the County and State aforesaid, certify that Lawrence and Cynthia Fitzpatrick personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal this 16th day of May, 2001.

My commission expires:

1 Nov 2005



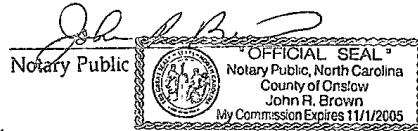
NORTH CAROLINA, ONSLOW COUNTY

I, a Notary Public of the County and State aforesaid, certify that Wood Craft Builders (Jo Johnson) personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal this 15th day of May, 2001.

My commission expires:

1 Nov 2005



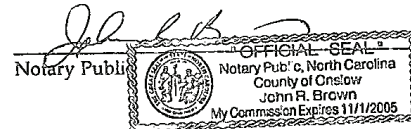
NORTH CAROLINA, ONSLOW COUNTY

I, a Notary Public of the County and State aforesaid, certify that John and Yovvie Hoops personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal this 15th day of May, 2001.

My commission expires:

1 Nov 2005



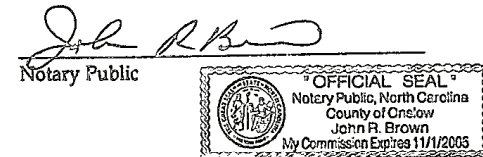
NORTH CAROLINA, ONSLOW COUNTY

I, a Notary Public of the County and State aforesaid, certify that Mike and Heather Chirto personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal this 16th day of May, 2001.

My commission expires:

1 Nov 2005



ORIGINAL

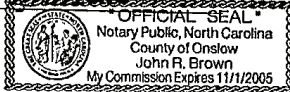
BOOK 1715 PAGE 558

NORTH CAROLINA, ONSLOW COUNTY

I, a Notary Public of the County and State aforesaid, certify that James Lawler AND WIFE, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal this 17th day of May, 2001.

My commission expires: 1 Nov 2005

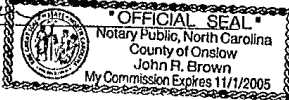
John R. Brown
Notary Public


NORTH CAROLINA, ONSLOW COUNTY

I, a Notary Public of the County and State aforesaid, certify that RONALD E. VONLEMBKE AND WIFE, JEANETTE, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal this 23rd day of May, 2001.

My commission expires: 1 Nov 2005

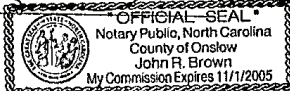
John R. Brown
Notary Public


NORTH CAROLINA, ONSLOW COUNTY

I, a Notary Public of the County and State aforesaid, certify that McBrynn Smith and William Cosner, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal this 20th day of MAY, 2001.

My commission expires: 1 Nov 2005

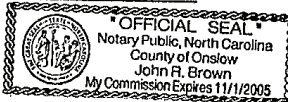
John R. Brown
Notary Public


NORTH CAROLINA, ONSLOW COUNTY

I, a Notary Public of the County and State aforesaid, certify that Jim and Marie Johnson, personally appeared before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal this 26th day of MAY, 2001.

My commission expires: 1 Nov 2005

John R. Brown
Notary Public


ORIGINAL

BOOK 1715 PAGE 559

I, A Notary Public of the county and state aforesaid, certify that
I, A. and B. Ojeburobuh personally appeared before me this
day and acknowledged the execution of the foregoing instrument, witness my
hand and official stamp on this 20th day of May 2005.

DR. OJEBUROBUH I.A.

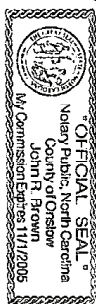
[Signature]

Mrs. OJEBUROBUH B.

[Signature]

My Commission Expires:
1 November 2005

[Signature]
Notary Public



ORIGINAL

BOOK 1715 PAGE 560

CHARLES RIVERS (SEAL)

MRS. CHARLES RIVERS (SEAL)

MARLO CONSTRUCTION, INC.

by:

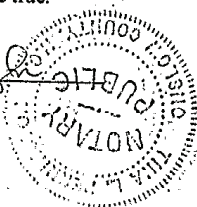
William A. Aragona, Jr.
President

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 15th day of February, ~~2000~~ ²⁰⁰¹, personally appeared before me, the said named POLLY THOMAS, to me known and known to me to be the person described in and who executed the foregoing instrument, and she acknowledged that she executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

My Commission Expires:
8-10-2001

Tim L. Pennington
Notary Public



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 17th day of December, 2000, personally appeared before me, the said named LINDA COBB, to me known and known to me to be the person described in and who executed the foregoing instrument, and she acknowledged that she executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

My Commission Expires:
8-10-2001

Tim L. Pennington
Notary Public



BOOK 1715 PAGE 561

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 1st day of April, ²⁰⁰¹2000, personally appeared before me, the said named Pem Byrd and Freida Byrd, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
8-10-2001

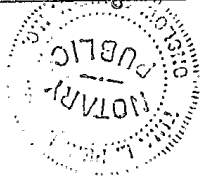


STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 17th day of December, 2000, personally appeared before me, the said named Thomas Marapese and Mrs. Thomas Marapese, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
8-10-2001



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 15th day of April, ²⁰⁰¹2000, personally appeared before me, the said named Jon Lesan and Angela Lesan, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
8-10-2001

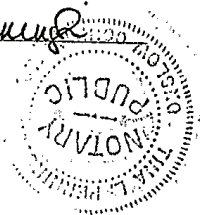


BOOK 1715 PAGE 562

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 15th day of December, 2000, personally appeared before me, the said named Jenny Dobbratz and Mrs. Bill Dobbratz, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

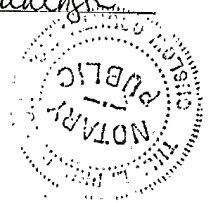


My Commission Expires:
8-10-2001

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 15th day of January, ²⁰⁰¹2000, personally appeared before me, the said named Michael Joselevich and Sheila Joselevich, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public



My Commission Expires:
8-10-2001

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 8th day of December, 2000, personally appeared before me, the said named Stephen Pierson and Mery Pierson, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public



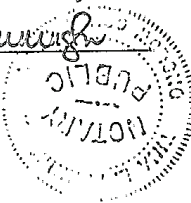
My Commission Expires:
8-10-2001

BOOK 1715 PAGE 563

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 8th day of December, 2000, personally appeared before me, the said named Peter Eweje and Mrs. Peter Eweje, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Zandra P. Purnish
Notary Public

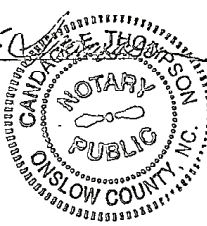


My Commission Expires:
8-10-2001

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 5th day of April, 2000, personally appeared before me, the said named Phillip O'Hara and Martha O'Hara, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Charles E. Thompson
Notary Public

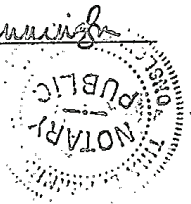


My Commission Expires:
03-28-05

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 8th day of December, 2000, personally appeared before me, the said named James Schultz and Mrs. James Schultz, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Zandra P. Purnish
Notary Public



My Commission Expires:
8-10-2001

ORIGINAL

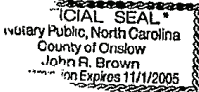
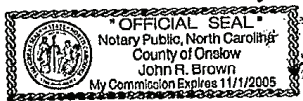
BOOK 1715 PAGE 564

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 2nd day of December, 2000, personally appeared before me, the said named TINA FLYNT, to me known and known to me to be the person described in and who executed the foregoing instrument, and she acknowledged that she executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
1 November 2005



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 3rd day of March, ²⁰⁰¹2000, personally appeared before me, the said named KATHY HENSON, to me known and known to me to be the person described in and who executed the foregoing instrument, and she acknowledged that she executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
8-18-2001



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this _____ day of _____, 2000, personally appeared before me, the said named PHILLIP O'HARA and MARTHA O'HARA, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Notary Public

My Commission Expires:

ORIGINAL

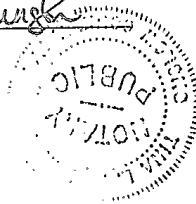
BOOK 1715 PAGE 565

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 1st day of December, 2000, personally appeared before me, the said named JOHN J. STEELE and VALERIE R. STEELE, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Anna R. Purnell
Notary Public

My Commission Expires:
8-10-2001



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 8th day of December, 2000, personally appeared before me, the said named Ronald Choate and _____, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Anna R. Purnell
Notary Public

My Commission Expires:
8-10-2001



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 15th day of December, 2000, personally appeared before me, the said named MARVIN L. GOODSON and CONNIE M. GOODSON, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Anna R. Purnell
Notary Public

My Commission Expires:
8-10-2001

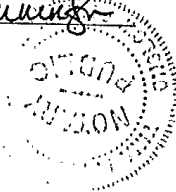
ORIGINAL



BOOK 1715 PAGE 566

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

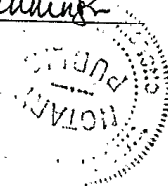
On this 8th day of December, 2000, personally appeared before me, the said named Gregory Popkin and Mrs. Gregory Popkin, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public


My Commission Expires:
8-10-2001

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW


On this 15th day of December, 2000, personally appeared before me, the said named Mike Tuton and Mrs. Mike Tuton, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public


My Commission Expires:
8-10-2001

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 7th day of April, ²⁰⁰¹2000, personally appeared before me, the said named Milton Hardison and Mrs. Milton Hardison, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public


My Commission Expires:
8-10-2001

ORIGINAL

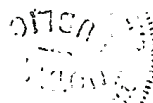
BOOK 1715 PAGE 567

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 5th day of April, ²⁰⁰¹2000, personally appeared before me, the said named L.O. Steverson and Laura Steverson, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
8-10-2001

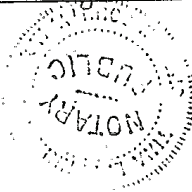


STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 21st day of February, ²⁰⁰¹2000, personally appeared before me, the said named Sean Hsu and Mrs Sean Hsu, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
8-10-2001

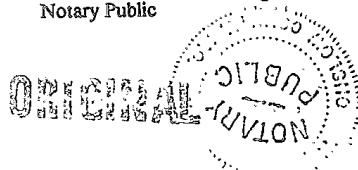


STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 12th day of March, ²⁰⁰¹2000, personally appeared before me, the said named Gene Thompson and _____, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
8-10-2001



BOOK 1715 PAGE 568

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this _____ day of _____, 2000, personally appeared before me, the said named _____ and _____, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

My Commission Expires: _____

Notary Public

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 18th day of April, ²⁰⁰¹~~2000~~, personally appeared before me, the said named PATRICK CONNER and CHERYL CONNER, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

My Commission Expires: 8-10-2001

Janet R. Dunning
Notary Public



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 15th day of May, ²⁰⁰¹~~2000~~, personally appeared before me, the said named FRANK HENSON, to me known and known to me to be the person described in and who executed the foregoing instrument, and he acknowledged that he executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

My Commission Expires: 8-10-2001

Janet R. Dunning
Notary Public



ORIGINAL

BOOK 1715 PAGE 569

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 17th day of January, 2000, personally appeared before me, the said named RYAN WESTON, to me known and known to me to be the person described in and who executed the foregoing instrument, and he acknowledged that he executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Tim D. Pannunzi
Notary Public

My Commission Expires:
8-10-2001

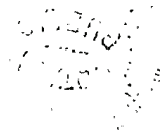


STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 16th day of December, 2000, personally appeared before me, the said named Clark Ruse and Mrs. Clark Ruse, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Tim D. Pannunzi
Notary Public

My Commission Expires:
8-10-2001



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 9th day of December, 2000, personally appeared before me, the said named Brian Pele and Shannon Pele, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Tim D. Pannunzi
Notary Public

My Commission Expires:
8-10-2001

ORIGINAL



BOOK 1715 PAGE 570

WILLIAMS FARM ASSOCIATES, a
North Carolina Joint Venture,
Declarant

FIRST JOINT VENTURER

[Handwritten signature of Jerry S. Stevenson]

JERRY S. STEVENSON

SECOND JOINT VENTURER

[Handwritten signature of Christine W. Stevenson]

CHRISTINE W. STEVENSON

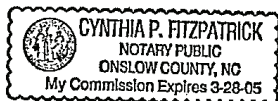
NORTH CAROLINA
COUNTY OF Onslow

I, a Notary Public, do hereby certify that JERRY S. STEVENSON, Joint
Venturer, personally appeared before me this day and acknowledged the due execution of
the foregoing instrument.

Witness my hand and official seal, this the 4th day of June, ~~2000~~ ²⁰⁰¹

[Handwritten signature of Cynthia P. Fitzpatrick]
NOTARY PUBLIC

My commission expires: 3/28/05



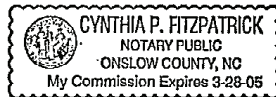
NORTH CAROLINA
COUNTY OF Onslow

I, a Notary Public, do hereby certify that CHRISTINE W. STEVENSON, Joint
Venturer, personally appeared before me this day and acknowledged the due execution of
the foregoing instrument.

Witness my hand and official seal, this the 4th day of June, ~~2000~~ ²⁰⁰¹

[Handwritten signature of Cynthia P. Fitzpatrick]
NOTARY PUBLIC

My commission expires: 3/28/05



RESCOV\FUDAM\DMT FRM(082692)
G:\DATA\CLIENT\WMS\FRM\Signature Line.wpdtr 489cf1279

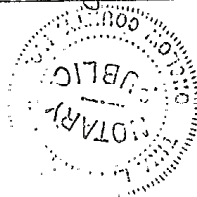
BOOK 1715 PAGE 571

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 21st day of February, 2000, personally appeared before me, the said named Jace Redick and Paula Redick, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
8-10-2001



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this 4th day of June, ²⁰⁰¹2000, personally appeared before me, the said named Jerry S. Stoverson and Cherise W. Stoverson, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

[Signature]
Notary Public

My Commission Expires:
3/28/05



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

On this _____ day of _____, 2000, personally appeared before me, the said named _____ and _____, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same and, being duly sworn by me, made oath that the statements in the foregoing instrument are true.

NORTH CAROLINA, ONSLOW COUNTY John R. Brown, Tuba K. Pennington, Candace E. Thompson,
The foregoing certificate(s) of
Cynthia P. Fitzpatrick

Notary(ies) Public is (are) certified to be correct. This instrument was presented for registration and recorded in this office in
Book 1715 Page 552 This 4th day of June
2001 A.D., at 3:55 o'clock P. M.
Michael M. Roman By _____
Register of Deeds, Onslow County Register of Deeds

5/2
Case

Book Page
1743 0168

Prepared by: FRANK W. ERWIN, ATTORNEY
Erwin, Simpson & Stroud, Attorneys, P.L.L.C.
Emerald Isle-Jacksonville-Swansboro

Index in the Grantor Index:

- Williams Farm Subdivision
- Williams Farm Associates, A NC Joint Venture
- Williams Farm Architectural Control Committee
- Williams Farm Community Services Association, Inc.

2001 AUG 16 PM 1:41

NORTH CAROLINA
ONSLOW COUNTY

AMENDMENT TO MASTER DECLARATION OF
RESTRICTIVE COVENANTS OF WILLIAMS FARM
SUBDIVISION (Section II-B)

THIS AMENDMENT TO MASTER DECLARATION OF RESTRICTIVE COVENANTS OF WILLIAMS FARM SUBDIVISION, made this the 16th day of AUGUST, 2001, by WILLIAMS FARM ASSOCIATES, a North Carolina Joint Venture, Composed of Jerry S. Stevenson (First Joint Venturer) and Christine W. Stevenson (Second Joint Venturer); hereinafter collectively referred to as "Declarant";

BACKGROUND STATEMENT

WHEREAS, the Declarant has heretofore caused to be recorded a Master Declaration of Restrictive Covenants in Book 1073, Page 887 and amended thereafter in Book 1120, Page 587; Book 1200, Page 69; Book 1632, Page 347, and Book 1715, Page 552, Onslow County Registry; and

WHEREAS, the Master Declaration as above recorded and originally published expressly provided that the Declarant shall have the right, from time to time, to record Supplemental Declarations for portions ("Parcels") of the Properties which may designate specific use and other restrictions within said Parcel; and

WHEREAS, the Declarant has now completed certain improvements on that certain tract of land designated as Section II-B of WILLIAMS FARM SUBDIVISION; and

WHEREAS, the Declarant is the owner of that certain tract or parcel of land designated as Section II-B WILLIAMS FARM SUBDIVISION as hereinafter described; and

WHEREAS, the Declarant will convey the property described in Section II-B WILLIAMS FARM SUBDIVISION, as hereinafter described subject to all those conditions, restrictions, reservations, liens and charges set forth herein, which provisions may be different than those contained in the Master Declaration and in other sections of the subdivision;

NOW THEREFORE, the Declarant does hereby publish and declare all of the property described below shall be held, conveyed, hypothecated, encumbered, used, occupied and improved subject to all the terms and conditions set forth hereafter, which is declared and agreed to in

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 346-3566
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

W

Book Page
1743 0169

furtherance of the plan for the improvements of said property in the subdivision thereof and shall be deemed to run with the land and shall be a burden and a benefit to Declarant, its successors and assigns, and any person acquiring or owning any interest in the real property improvements, their Grantees, successors, heirs, executors, administrators, devisees and assigns.

SECTION 1. DESCRIPTION OF PROPERTY: Being all of that property as described as follows:

Being all lots 94, 95 and 96 as shown on that final plat showing "WILLIAMS FARM, SECTION II-B" as recorded in Map Book 41, Page 146, Onslow County Registry.

SECTION 2. INCORPORATION BY REFERENCE: All of the terms, conditions, provisions and rights reserved by the Declarant as set forth in the Master Declaration as recorded in Book 1073, Page 887, and amended in Book 1120, Page 587; Book 1200, Page 69; Book 1632, Page 347, and Book 1715, Page 552, Onslow County Registry are incorporated herein by reference. By the submission of Section II-B of the property to the terms and conditions of this Declaration, the Declarant expressly reserves all those rights and privileges as set forth in the Master Declaration as above referred to.

IN WITNESS WHEREOF, as the above date, Grantor has signed below, and each non human Grantor (corporation, limited liability company, general partnership, limited partnership, etc.) Has signed this instrument in the ordinary course of business, by the signature(s) below if its duly authorized representative(s), as the act of such entity.

WILLIAMS FARM ASSOCIATES, a
North Carolina Joint Venture,
Declarant

FIRST JOINT VENTURER


JERRY S. STEVENSON

SECOND JOINT VENTURER


CHRISTINE W. STEVENSON

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 346-3566
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

Book Page
1743 0170

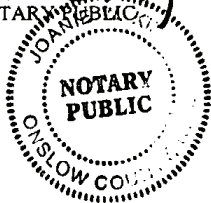
NORTH CAROLINA
COUNTY OF ONSLOW

I, a Notary Public, do hereby certify that JERRY S. STEVENSON, Joint Venturer, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 16th day of AUGUST, 2001.

My commission expires: 5-24-2003

Joane W. King
NOTARY PUBLIC



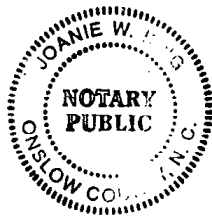
NORTH CAROLINA
COUNTY OF ONSLOW

I, a Notary Public, do hereby certify that CHRISTINE W. STEVENSON, Joint Venturer, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 16th day of AUGUST, 2001.

My commission expires: 5-24-2003

Joane W. King
NOTARY PUBLIC



RESCOV\FUDAMDMT.FRM(082692)
DATA\CLIENT\WMSFRM\AMDSECH-B(081501)
CF1279

NORTH CAROLINA, ONSLOW COUNTY
The foregoing certificate(s) of _____

Joane W. King

Notary(ies) Public is (are) certified to be correct. This instrument was presented for registration and recorded in this office in
Book 1743 Page 168 This 16th day of August
2001 A.D. at 1:40 o'clock P M.
M. D. Lee M. Thomas By _____
Register of Deeds, Onslow County Register of Deeds

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 346-3566
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540
3

23
Erwin

BOOK 1880 PAGE 686

2002 AUG -8 AM 10:20

Prepared by: FRANK W. ERWIN, ATTORNEY
Erwin, Simpson & Stroud, Attorneys, P.L.L.C.
Emerald Isle-Jacksonville-Swansboro

Index in the Grantor Index:
Williams Farm Subdivision
Williams Farm Associates, A NC Joint Venture
Williams Farm Architectural Control Committee
Williams Farm Community Services Association, Inc.

NORTH CAROLINA
ONSLow COUNTY

**AMENDMENT TO MASTER DECLARATION OF
RESTRICTIVE COVENANTS OF WILLIAMS FARM
SUBDIVISION (Section III-B)**

THIS AMENDMENT TO MASTER DECLARATION OF RESTRICTIVE COVENANTS OF WILLIAMS FARM SUBDIVISION, made this the 7th day of AUGUST, 2002, by WILLIAMS FARM ASSOCIATES, a North Carolina Joint Venture, Composed of Jerry S. Stevenson (First Joint Venturer) and Christine W. Stevenson (Second Joint Venturer); hereinafter collectively referred to as "Declarant";

BACKGROUND STATEMENT

WHEREAS, the Declarant has heretofore caused to be recorded a Master Declaration of Restrictive Covenants in Book 1073, Page 887 and amended thereafter in Book 1120, Page 587; Book 1200, Page 69; Book 1632, Page 347, Book 1715, Page 552, and Book 1743, Page 168, Onslow County Registry; and

W

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

BOOK 1880 PAGE 687

WHEREAS, the Master Declaration as above recorded and originally published expressly provided that the Declarant shall have the right, from time to time, to record Supplemental Declarations for portions ("Parcels") of the Properties which may designate specific use and other restrictions within said Parcel; and

WHEREAS, the Declarant has now completed certain improvements on that certain tract of land designated as Section III-B of WILLIAMS FARM SUBDIVISION; and

WHEREAS, the Declarant is the owner of that certain tract or parcel of land designated as Section III-B WILLIAMS FARM SUBDIVISION as hereinafter described; and

WHEREAS, the Declarant will convey the property described in Section III-B WILLIAMS FARM SUBDIVISION, as hereinafter described subject to all those conditions, restrictions, reservations, liens and charges set forth herein, which provisions may be different than those contained in the Master Declaration and in other sections of the subdivision;

NOW THEREFORE, the Declarant does hereby publish and declare all of the property described below shall be held, conveyed, hypothecated, encumbered, used, occupied and improved subject to all the terms and conditions set forth hereafter, which is declared and agreed to in furtherance of the plan for the improvements of said property in the subdivision thereof and shall be deemed to run with the land and shall be a burden and a benefit to Declarant, its successors and assigns, and any person acquiring or owning any interest in the real property improvements, their Grantees, successors, heirs, executors, administrators, devisees and assigns.

SECTION 1. DESCRIPTION OF PROPERTY: Being all of that property as described as follows:

Being all numbered lots as shown on that final plat showing "WILLIAMS FARM, SECTION III-B" as recorded in Map Book 43, Page 81, Onslow County Registry.

SECTION 2. INCORPORATION BY REFERENCE: All of the terms, conditions, provisions and rights reserved by the Declarant as set forth in the Master Declaration as recorded in Book 1073, Page 887, and amended in Book 1120, Page 587; Book 1200, Page 69; Book 1632, Page 347, Book 1715, Page 552, and Book 1743, Page 168, Onslow County Registry are incorporated herein by reference. By the submission of Section III-B of the property to the terms and conditions of this Declaration, the Declarant expressly reserves all those rights and privileges as set forth in the Master Declaration as above referred to.

IN WITNESS WHEREOF, as the above date, Grantor has signed below, and each non human Grantor (corporation, limited liability company, general partnership, limited partnership, etc.) Has

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

BOOK 1880 PAGE 688

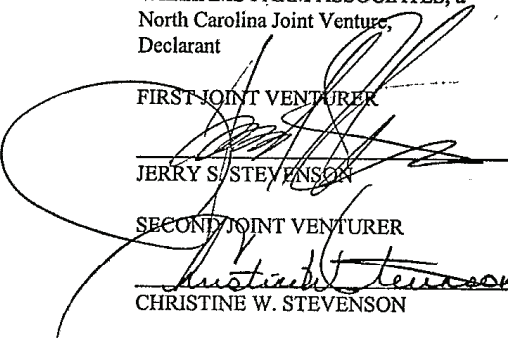
signed this instrument in the ordinary course of business, by the signature(s) below if its duly authorized representative(s), as the act of such entity.

WILLIAMS FARM ASSOCIATES, a
North Carolina Joint Venture,
Declarant

FIRST JOINT VENTURER


JERRY S. STEVENSON

SECOND JOINT VENTURER


CHRISTINE W. STEVENSON

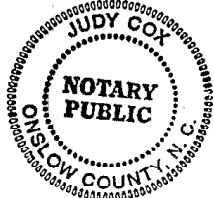
NORTH CAROLINA
COUNTY OF ONSLOW

I, a Notary Public, do hereby certify that JERRY S. STEVENSON, Joint Venturer, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 7th day of AUGUST, 2002.


NOTARY PUBLIC

My commission expires: 1-14-2007



W

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

BOOK 1880 PAGE 689

NORTH CAROLINA
COUNTY OF ONSLOW

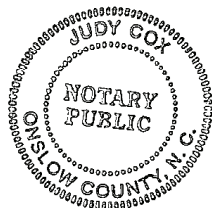
I, a Notary Public, do hereby certify that CHRISTINE W. STEVENSON, Joint Venturer,
personally appeared before me this day and acknowledged the due execution of the foregoing
instrument.

Witness my hand and official seal, this the 7th day of AUGUST, 2002.

Judy Cox
NOTARY PUBLIC

My commission expires: 1-14-2007

RESCOVPLDAMDMT.FRM(082692)
DATA\CLIENT\WMSFRM\AMDSECH-B(081501)
DATA\CLIENT\WMSFRM\AMDSECH-B(080502)
CF1279



NORTH CAROLINA, Onslow County
The foregoing certificate(s) of

Judy Cox

Notary(ies) Public is (are) certified to be correct. This instrument was presented for registration and recorded in this office in
Book 1880 Page 686 This 6 day of August
2002 A.D. at 10:20 o'clock a M.
Michael M. Stroud By ---
Register of Deeds, Onslow County Register of Deeds

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540



Doc ID: 000074600006 Type: CAP
Recorded: 04/28/2004 at 09:49:19 AM
Fee Amt: \$29.00 Page 1 of 6
Onslow County, NC
Mildred M Thomas Register of Deeds

BK **2236** PG **473-478**

Prepared by: FRANK W. ERWIN, ATTORNEY
Erwin, Simpson & Stroud, Attorneys, P.L.L.C.
Emerald Isle-Jacksonville-Swansboro

Index in the Grantor Index:

- Williams Farm Subdivision**
- Williams Farm Associates, A NC Joint Venture**
- Jerry S. Stevenson, Inc.**
- Williams Farm Architectural Control Committee**
- Williams Farm Community Services Association, Inc.**

NORTH CAROLINA
ONSWLOW COUNTY

**AMENDMENT TO MASTER DECLARATION OF
RESTRICTIVE COVENANTS OF WILLIAMS FARM
SUBDIVISION (Section III-C)**

THIS AMENDMENT TO MASTER DECLARATION OF RESTRICTIVE COVENANTS OF WILLIAMS FARM SUBDIVISION, made this the 21st day of April, 2004, by **WILLIAMS FARM ASSOCIATES**, a North Carolina Joint Venture, Composed of Jerry S. Stevenson (First Joint Venturer) and Christine W. Stevenson (Second Joint Venturer) and **JERRY S. STEVENSON, INC.** ; hereinafter collectively referred to as "Declarant";

BACKGROUND STATEMENT

WHEREAS, the Williams Farm Associates as Declarant has heretofore caused to be recorded a Master Declaration of Restrictive Covenants in Book 1073, Page 887 and amended thereafter in Book

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

Just

1120, Page 587; Book 1200, Page 69; Book 1632, Page 347, Book 1715, Page 552, and Book 1743, Page 168, and Book 1880, Page 686, Onslow County Registry; and

WHEREAS, Williams Farm Associates has transferred to Jerry S. Stevenson, Inc. that property described in Exhibit A, and both Williams Farm Associates and Jerry S. Stevenson, Inc. join in this Amendment to Master Declaration to exercise the Declarant Rights set forth in the Master Declaration as above recorded and originally published;

WHEREAS, the Master Declaration as above recorded and originally published expressly provided that the Declarant shall have the right, from time to time, to record Supplemental Declarations for portions ("Parcels") of the Properties which may designate specific use and other restrictions within said Parcel; and

WHEREAS, the Declarant has now completed certain improvements on that certain tract of land designated as Section III-C of WILLIAMS FARM SUBDIVISION; and

WHEREAS, the Declarant is the owner of that certain tract or parcel of land designated as Section III-C WILLIAMS FARM SUBDIVISION as hereinafter described; and

WHEREAS, the Declarant will convey the property described in Section III-C WILLIAMS FARM SUBDIVISION, as hereinafter described subject to all those conditions, restrictions, reservations, liens and charges set forth herein, which provisions may be different than those contained in the Master Declaration and in other sections of the subdivision;

NOW THEREFORE, the Declarant does hereby publish and declare all of the property described below shall be held, conveyed, hypothecated, encumbered, used, occupied and improved subject to all the terms and conditions set forth hereafter, which is declared and agreed to in furtherance of the plan for the improvements of said property in the subdivision thereof and shall be deemed to run with the land and shall be a burden and a benefit to Declarant, its successors and assigns, and any person acquiring or owning any interest in the real property improvements, their Grantees, successors, heirs, executors, administrators, devisees and assigns.

SECTION 1. DESCRIPTION OF PROPERTY: Being all of that property as described as follows:

BEING all of that property described on Exhibit A, attached hereto and incorporated herein by this reference as if fully set forth herein.

SECTION 2. INCORPORATION BY REFERENCE: All of the terms, conditions, provisions and rights reserved by the Declarant as set forth in the Master Declaration as recorded in Book 1073, Page

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

887. and amended in Book 1120, Page 587; Book 1200, Page 69; Book 1632, Page 347, Book 1715, Page 552, Book 1743, Page 168, and Book 1880, Page 686, Onslow County Registry are incorporated herein by reference. By the submission of Section III-C of the property to the terms and conditions of this Declaration, the Declarant expressly reserves all those rights and privileges as set forth in the Master Declaration as above referred to.

IN WITNESS WHEREOF, as the above date, Grantor has signed below, and each non human Grantor (corporation, limited liability company, general partnership, limited partnership, etc.) Has signed this instrument in the ordinary course of business, by the signature(s) below if its duly authorized representative(s), as the act of such entity.

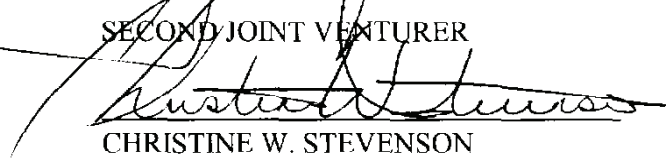
WILLIAMS FARM ASSOCIATES, a
North Carolina Joint Venture,
Declarant

FIRST JOINT VENTURER



JERRY S. STEVENSON

SECOND JOINT VENTURER



CHRISTINE W. STEVENSON

JERRY STEVENSON, INC.

BY: 

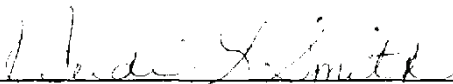
JERRY S. STEVENSON, PRESIDENT

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

NORTH CAROLINA
ONSLOW COUNTY

I, a notary public, do hereby certify that JERRY S. STEVENSON personally came before me this day and acknowledged that he is President of JERRY STEVENSON, INC., a North Carolina corporation, and being authorized to do so, executed the foregoing on behalf of the corporation.

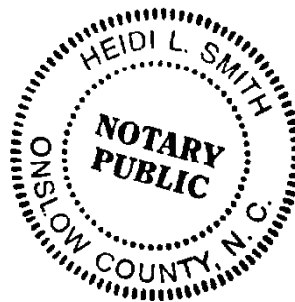
Witness my hand and official seal this the 27th day of APRIL, 2004.



Notary Public

My commission expires: MAY 22 2008

RESCOV\PUDAMDMT.FRM(082692)
DATA\CLIENT\WMSFRM\AMDSECII-B(081501)
DATA\CLIENT\WMSFRM\AMDSECIII-B(080502)
DATA\CLIENT\WMSFRM\AMD SEC III-C(100203)
CF1279
rev 042604
fwe



ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

EXHIBIT "A"

Being all of that property as shown on that plat entitled "Final Plat showing Williams Farm, Section III-C" as recorded in Map Book 46, Page 86, Onslow County Registry.

G:\DATA\CLIENT\WMSFRM\amd sec III-C.wpd

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540

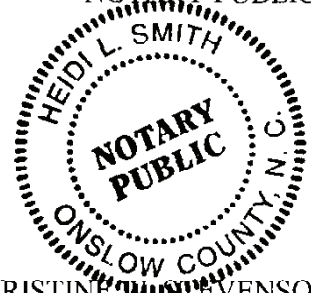
NORTH CAROLINA
COUNTY OF ONSLOW

I, a Notary Public, do hereby certify that JERRY S. STEVENSON, Joint Venturer, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 27th day of APRIL, 2004.

Heidi L. Smith
NOTARY PUBLIC

My commission expires: MAY 22 2008



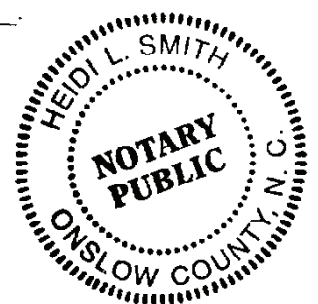
NORTH CAROLINA
COUNTY OF ONSLOW

I, a Notary Public, do hereby certify that CHRISTINE W. STEVENSON, Joint Venturer, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 27th day of APRIL, 2004.

Heidi L. Smith
NOTARY PUBLIC

My commission expires: MAY 22 2008



NORTH CAROLINA, ONSLOW COUNTY Heidi L. Smith
The foregoing certificate(s) of _____

Notary(ies) Public is (are) certified to be correct. This instrument was presented for registration and recorded in this office in
Book 2236 Page 473 This 28 day of April
2004 A.D. at 9:49 o'clock A. M.
Melinda M. Thomas By _____
Register of Deeds, Onslow County Register of Deeds

ERWIN, SIMPSON & STROUD Attorneys, P.L.L.C. - Telephone: (910) 455-1800
825 Gum Branch Road, Suite 115, P. O. Box 7206, Jacksonville, NC 28540



Doc ID: 004302530003 Type: CRP
 Recorded: 04/04/2008 at 04:04:42 PM
 Fee Amt: \$20.00 Page 1 of 3
 Onslow County, NC
 Maryland K. Washington Reg. of Deeds
 BK **3044** PG **779-781**

Dewey

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

GRANT OF VARIANCE FOR AND APPROVAL OF
MINOR ENCROACHMENTS

THIS GRANT OF VARIANCE FOR MINOR ENCROACHMENTS is made this 3rd day of April, 2008, by WILLIAMS FARM COMMUNITY SERVICES ASSOCIATION, INC., a North Carolina non-profit corporation, hereinafter referred to as the "Association" and WILLIAMS FARM ARCHITECTURAL CONTROL COMMITTEE (the "Committee") to AUSTIN R. BRUNELLI and wife, WHAJA P. BRUNELLI, residents of Onslow County, North Carolina, hereinafter referred to as "Owner" (whether one or more).

WITNESSETH:

WHEREAS, a Master Declaration of Covenants and Restrictions was recorded on October 7, 1992 in Book 1073, Page 887, in the office of the Register of Deeds of Onslow County, North Carolina (the "Covenants"), establishing certain covenants, conditions, easements and restrictions for the residential development of the Williams Farm Subdivision, consisting of several sections, as shown upon various recorded maps in the office of the Register of Deeds of Onslow County, North Carolina; and

WHEREAS, in paragraph/section 6 of the Covenants, entitled "Architectural Review", each building, wall, fence or other structure or improvements of any nature, together with any ornamentation or landscaping, shall be erected, placed or altered upon the premises only in accordance with the plans and specifications and plot plan approved by the "Committee"; and

WHEREAS, the Owner is the contract purchaser of all that certain lot, tract or parcel of land described as Lot 16 as shown on a map entitled, "Recombination Survey, Lot 16 Williams Farm, Sect. I-B", dated August 2, 1998, prepared by John L. Pierce - Surveying and recorded in Map Book 29, Page 215, in the office of the Register of Deeds of Onslow County, North Carolina (the "Lot"); and

WHEREAS, the plot/site plan for proposed construction of a residential dwelling, together with the driveways and other improvements on the Lot as shown on a map, entitled "Recombination Survey, Lot 16, Williams Farm - Sect. I-B", was approved by the Committee in accordance with the Covenants; and

WHEREAS, according to a new physical survey of the Lot, entitled "Physical Survey: Recombination Survey Lot 16, Williams Farm - Section I-B", dated 03/31/08, prepared by Parker & Associates, Inc. (the "Physical Survey"), the following encroachments within setback lines and easements shown on the recorded subdivision maps of the Lot are shown: (1) approximately 1 foot triangular encroachment of the northeastern corner of the dwelling and portion of the drive through canopy encroach

the 50 foot minimum building setback line; (2) a portion of the concrete driveway at the southeastern corner of the dwelling encroaches a thirty (30) foot wide easement and (3) the 2 foot by 2 foot brick columns along the northern line of the Lot encroach the right of way of Royal Bluff Road and minimum building line (the "Approved Encroachments"); and

WHEREAS, in paragraph/section 6 of the Covenants, the Committee is required to approve any change in appearance of any building, wall, fence or other structure or improvements; and

WHEREAS, in paragraph/section 12 of the Covenants, entitled "Variances", the Association is given the authority to allow reasonable variances and adjustments of the restrictions set forth in the Declaration; and

WHEREAS, the Owner has requested, and the Association and Committee have agreed, to a variance and approval of the location of the Approved Encroachments as shown on the Physical Survey.

NOW, THEREFORE, in consideration of the premises and in accordance with the Covenants, the Committee and Association hereby approve the location of the dwelling on the Lot as actually constructed and the Approved Encroachments shown on the Physical Survey and grant a variance based upon the Association's determination that the constructed improvements are within the general development scheme of, and the nonconformity of any constructed improvements within the Approved Encroachments is not materially detrimental or injurious to other property or improvements within, the Williams Farm subdivision.

PROVIDED, HOWEVER, it is understood and agreed that the following encroachments, as shown on the Physical Survey, are not approved and this variance does not apply to (1) the 2 foot by 2 foot brick columns along the eastern line of the Lot encroaching upon the adjacent 70 foot wide proposed future right of way and minimum building line, or (2) a portion of concrete flume, approximately 14.21 feet in length and 3.42 feet in width, encroaching upon the adjacent 70 foot wide proposed future right of way.

THIS VARIANCE AND APPROVAL shall be binding upon the owners of lots within the Subdivision, their heirs, successors and assigns and inure to the benefit of the Owner, their heirs and assigns and shall be deemed a negative easement for the Owner, appurtenant to the Lot and run with the land.

IN WITNESS WHEREOF, the Committee and Association have caused this instrument to be executed by their respective duly authorized representative or officer, the day and year first above written.

WILLIAMS FARM COMMUNITY SERVICES ASSOCIATION, INC., a North Carolina non-profit corporation,

By:  _____
Jerry S. Stevenson
Vice-President

WILLIAMS FARM ARCHITECTURAL CONTROL COMMITTEE

By: :  _____
Jerry S. Stevenson
Authorized Committee Member

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

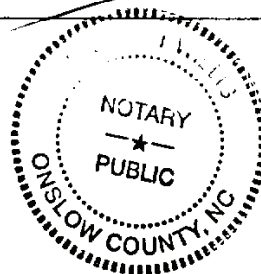
The undersigned, a Notary Public in and for the aforesaid County and State, does hereby certify that Jerry S. Stevenson, personally came before me this day, and having provided satisfactory proof of his/her identity, acknowledged that ___he is Vice-President of WILLIAMS FARM COMMUNITY SERVICES ASSOCIATION, INC., a North Carolina non-profit corporation, and that by authority duly given by its board of directors, the foregoing instrument was signed in its name by him/her as its Vice-President as the act and deed of said corporation for the purposes set forth therein and in the capacity indicated.

Witness my hand and official stamp or seal, this 4 day of April, 2008.



Notary Public

My Commission Expires: 8/25/2010



STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

The undersigned, a Notary Public in and for the aforesaid County and State, does hereby certify that Jerry S. Stevenson, personally came before me this day, and having provided satisfactory proof of his/her identity, acknowledged that ___he is a Committee Member off WILLIAMS FARM ARCHITECTURAL CONTROL COMMITTEE, a committee appointed by the Association, and that by authority duly given, the foregoing instrument was signed in its name by him/her as it's a Committee Member as the act and deed of said Committee for the purposes set forth therein and in the capacity indicated.

Witness my hand and official stamp or seal, this 4 day of April, 2008.



Notary Public

My Commission Expires: 8/25/2010

