

For consent to first Amendment of the
Declaration of Covenants, Conditions &
Restrictions for Annandale
See Book 812, Pages 144, 147, 148

Billy V. Cooper CC
By: J. Cole DC

1-28-93
385 420
390 430
400 576
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BOOK 810 PAGE 128

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15

FIRST AMENDMENT TO THE
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR
ANNANDALE, MADISON COUNTY, MISSISSIPPI

WHEREAS, on October 18, 1985, Annandale Development Company, a Delaware corporation, declared and caused to be filed for record that certain Declaration of Covenants, Conditions, and Restrictions for Annandale, as recorded in Book 580 at Page 01 in the office of the Chancery Clerk of Madison County, Mississippi (the "Declaration"), and reference to which is hereby made for all purposes; and

WHEREAS, the Declaration subjected Lot A of Annandale Parkway, as described on Exhibit "A" of the Declaration, to the covenants, restrictions, conditions, uses, limitations, obligations, easements, servitudes, charges, assessments and liens set forth in the Declaration; and

WHEREAS, the Declaration, in Article I Section 3 thereof, declared said Lot A to constitute a common area; and

WHEREAS, Annandale Development Company subdivided, platted and designated a certain 23.48 acre parcel of real property as "Annandale Part A1" as recorded in the aforesaid Chancery Clerk's office in Plat Cabinet B, Slide 87, reference to which is hereby made for all purposes, and declared and caused to be filed for record that certain Supplementary Declaration of Covenants and Restrictions for Annandale Part A1, as recorded in Book 580 at Page 51 in the aforesaid Chancery Clerk's office, reference to which is hereby made for all purposes, which Supplementary Declaration imposed all of the terms, provisions and conditions of the Declaration on "Annandale Part A1"; and

WHEREAS, Annandale Development Company subdivided, platted and designated a certain 18.99 acre parcel of real property as "Annandale Part B1" as recorded in the aforesaid Chancery Clerk's office in Plat Cabinet B, Slide 87, reference to which is hereby made for all purposes, and declared and caused to be filed for record that certain Supplementary Declaration of Covenants and Restrictions for Annandale Part B1, as recorded in Book 580 at Page 63 in the aforesaid Chancery Clerk's office, reference to which is hereby made for all purposes, which Supplementary Declaration imposed all of the terms, provisions and conditions of the Declaration on "Annandale Part B1"; and

WHEREAS, Annandale Development Company subdivided, platted and designated a certain 15.01 acre parcel of real property as "Annandale Part B2" as recorded in Plat Cabinet B, Slide 88 in the aforesaid Chancery Clerk's office, reference to which is hereby made for all purposes, and declared and caused to be filed for record that certain Supplementary Declaration of Covenants and Restrictions for Annandale Part B2, as recorded in Book 580 at Page 69 in the aforesaid Chancery Clerk's office, reference to which is hereby made for all purposes, which Supplementary Declaration imposed all of the terms, provisions and conditions of the Declaration upon said "Annandale Part B2"; and

WHEREAS, Annandale Development Company subdivided, platted and designated a certain 33.39 acre parcel of real property as "Annandale Part B3" as recorded in the aforesaid Chancery Clerk's office in Plat Cabinet B, Slide 88, reference to which is hereby made for all purposes, and declared and caused to be filed for record that certain Supplementary Declaration of Covenants and Restrictions for Annandale Part B3, as recorded in Book 580 at Page 75 in the aforesaid Chancery Clerk's office, reference to which is hereby made for all purposes, which Supplementary Declaration imposed all of the terms, provisions and conditions of the Declaration upon said "Annandale Part B3"; and

For Consent to First Amendment of Declaration of Covenants etc...
See Book 814 Pages: 359; 360; 361; 362; 364.
Billy V. Cooper CC: By: K. Gregory DC. 2-16-93

WHEREAS, Annandale Development Company declared and caused to be filed for record that certain Supplementary Declaration of Covenants and Restrictions for Annandale Cottages, as recorded in Book 629 at Page 68 in the aforesaid Chancery Clerk's office, reference to which is hereby made for all purposes; which Supplementary Declaration of Covenants and Restrictions for Annandale Cottages imposed all of the terms, provisions and conditions of the Declaration on "Annandale Cottages" as recorded in the aforesaid Chancery Clerk's office in Plat Cabinet C, Slide 20, reference to which is hereby made for all purposes; and

WHEREAS, Annandale Development Company declared and caused to be filed for record that certain Supplementary Declaration of Covenants and Restrictions for The Fairways of Annandale, as recorded in Book 640 at Page 89 in the aforesaid Chancery Clerk's office, reference to which is hereby made for all purposes; which Supplementary Declaration of Covenants and Restrictions for The Fairways of Annandale imposed all of the terms, provisions and conditions of the Declaration on The Fairways of Annandale platted by Leonard W. Hindsman, Jr. as "Bradford Green", according to a map or plat of which filed for record in the aforesaid Chancery Clerk's office in Plat Cabinet C, Slide 24, reference to which is hereby made for all purposes; and

WHEREAS, Annandale Properties, L.P., a Mississippi limited partnership, is the successor to Annandale Development Company as the Declarant under the terms and provisions of the Declaration and said Supplementary Declarations, and is the owner of certain lots and real property including Lot A of "Annandale Parkway" and is a Class B Member of the Association; and

WHEREAS, Section 1. Amendment of Article XIII, Additional Provisions, of the Declaration provides for the amendment of the Declaration when there is one or more Class B Member(s) by an instrument executed and acknowledged by the Declarant and by the Owners who own at least fifty percent (50%) of all Lots subject to the Declaration; and

WHEREAS, Section 9. Consent of Article XIII, Additional Provisions, of the Declaration requires the written consent and approval of the holders of at least fifty percent (50%) of all first mortgages of record encumbering the Lots in order to abandon or transfer any common area; and

WHEREAS, the undersigned Declarant and Lot Owners, constituting Owners who own at least fifty percent (50%) of all Lots subject to the Declaration, and the undersigned mortgagees, constituting at least fifty percent (50%) of the mortgagees holding first mortgages of record encumbering Lots subject to the Declaration, desire to amend the Declaration.

NOW, THEREFORE, in consideration of the premises, Annandale Properties, L.P., a Mississippi limited partnership, as the Declarant and as the record owner of Lots subject to the Declaration, and the undersigned Lot Owners, being record owners of Lots subject to the Declaration, and the undersigned mortgagees, being holders of first mortgages on Lots subject to the Declaration, do hereby amend that certain Declaration of Covenants, Conditions, and Restrictions for Annandale, as recorded in Book 580 at Page 01 in the office of the Chancery Clerk of Madison County, Mississippi, as follows, to-wit:

1) Subparagraph (a) of Section 1. Definitions of Article I, Definitions and Declaration, is hereby deleted in its entirety and the following paragraph is substituted therefor:

(a) The word "Association shall mean and refer to The Annandale Property Owners' Association, Inc., its

successors and assigns and such other Property Owners' Associations as may be established for such real properties as may hereafter be annexed to the Property in accordance with the provisions of Section 1 of Article II.

2) Section 1. Definitions of Article I, Definitions and Declaration, is hereby amended to add the following subparagraph:

(u) The expression "Community Country Club" shall mean and refer to a country club developed by or with the consent of the Declarant, comprised of an executive golf course, a club house, tennis courts, a swimming pool, and other amenities and facilities, owned and operated for profit primarily for the benefit and use of those residents of the Community who choose to belong to said Club and secondarily for the benefit and use of others.

3) Section 2. Property Subject to Declaration of Article I, Definitions and Declaration, is hereby deleted in its entirety and the following paragraph is substituted therefor:

Section 2. Property Subject to Declaration. The real property which is and shall be held, conveyed, hypothecated or encumbered, sold, leased, rented, used, occupied, and improved subject to this Declaration shall be the six (6) parcels of land subdivided and platted, respectively, as Annandale Part A1, Annandale Part B1, Annandale Part B2, Annandale Part B3, Annandale Cottages, and Bradford Green, each according to a map or plat thereof filed for record in the office of the Chancery Clerk of Madison County, Mississippi, at Canton, Mississippi, together with such real properties as may hereafter be annexed to the Property in accordance with the provisions of Section 1 of Article II.

4) Section 3. Declaration of Initial Common Area of Article I, Definitions and Declaration, is hereby deleted in its entirety and the following paragraph is substituted therefor:

Section 3. Declaration of Initial Common Area. All of the real property described as Lot A on the plat attached to the Declaration as Exhibit "A", from and after the effective date of this First Amendment to the Declaration, shall no longer be set aside by the Declarant as nor constitute a Common Area, but from and after said effective date, may be held and owned as a Community Country Club. As of the effective date, each Lot Owner who is a Member of the Association shall be allowed to enjoy the swim and tennis facilities available at said Community Country Club at a monthly fee (the "Fee") not to exceed \$45.00 per month, provided, however, that the Fee may, from time to time after October 15, 1993, be increased by the Community Country Club in the same manner and with the same limitations as increases of the Association's assessments as same are limited by Sections 5(a) and (b) of Article V. Such privilege shall exist for as long as such Owner is a Member of the Association and abides by the house rules of the Community Country Club. The Board of Directors shall have the authority to convey any or all of the interest of the Association in and to said Lot A to the Community Country Club, any provisions of this Declaration to the contrary notwithstanding.

5) Section 4. Maximum Annual Maintenance Assessments of Article V, Determination of Assessments, is hereby amended as follows:

Section 4. Annual Maintenance Assessments. The initial annual maintenance assessment for each of the Lots to which Class A membership is appurtenant shall not exceed the sum of One Hundred Eighty Dollars (\$180.00) per annum, plus whatever additional amounts as properly may be assessed with respect to Lots in any particular Neighborhood because of a greater level of services provided for the Owners of Lots in the Neighborhood, provided that the amount thus prescribed may be increased from time to time from and after October 18, 1993, in accordance with the provisions in other Sections of this Declaration...

The remainder of Section 4, Article V shall remain unchanged.

6) The first paragraph of Section 2. Level of Services Within a Neighborhood of Article VII, Neighborhoods, is hereby amended to add the following subparagraph:

(f) the monitoring of use of public streets, sidewalks, medians and other public areas situated within or adjoining the Neighborhood, and access to same.

7) Section 10. Adjustments in Assessments of Article VII, Neighborhoods, is hereby amended to add the following sentence to said Section 10, to-wit:

Should such greater or lesser level of services be deemed to benefit or affect only Lots improved with dwellings or such other logical grouping of Lots as may be specified or described at the time of making such recommendation, then the Board of Directors may, in its sole discretion, increase or decrease the amount of the annual maintenance assessments for the Owners of such Lots so benefitted, affected, specified or described. For the purposes of this section, a lot shall be deemed improved at the time a dwelling becomes habitable.

8) Section 2. Architectural Review Committee-Operation of Article VIII, Requirements and Prohibitions, is hereby deleted in its entirety and the following paragraph is substituted therefor:

Section 2. Architectural Review Committee-Operation. The Board of Directors shall appoint one Architectural Review Committee for the Property; or, in the Board's discretion, the Board of Directors may appoint more than one Architectural Review Committee with each such committee solely having and discharging the authorities, obligations and responsibilities of the Architectural Review Committee, as such authorities, obligations and responsibilities are declared in this Declaration, for a specified Neighborhood or a specified group of associated Neighborhoods or a specified part of the Property. If the Board of Directors appoints more than one Architectural Review Committee, the Board of Directors shall clearly delineate the areas within the Property for which each Committee is solely responsible and shall ensure that all of the Property is within the jurisdiction of one, and only one, duly appointed Architectural Review Committee. Each Architectural Review Committee shall be composed of three (3) or more individuals designated from time to time by the Board of Directors, and such individuals shall serve at the pleasure of the Board of Directors. The affirmative vote of a majority of the members of an Architectural Review Committee shall be required in order to adopt or promulgate any rule or regulation, make any finding, determination, ruling or order, or issue any permit, consent, authorization, approval or the like pursuant to the authority contained in this Article. If the

Board of Directors appoints more than one Architectural Review Committee, then the provisions of this Declaration which reference directly or indirectly the Architectural Review Committee shall be interpreted as meaning the Architectural Review Committee appointed for the specified Neighborhood, specified group of associated Neighborhoods or a specified part of the Property in which the pertinent Lot is situated.

FURTHER, THEREFORE, nothing contained herein shall be deemed to amend or alter the terms of any existing mortgage between the Owner of any encumbered Lot and the mortgagee holding the first mortgage of record on said Lot.

IN WITNESS WHEREOF, the parties have caused this instrument to be executed this the 22nd day of October, 1992.

ANNANDALE PROPERTIES, L.P.
A MISSISSIPPI LIMITED PARTNERSHIP

BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.
GENERAL PARTNER

BY: Zach Hederman
ZACH T. HEDERMAN, JR., PRESIDENT

STATE OF MISSISSIPPI
COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said County and State, on this the 22nd day of October, 1992, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of Zach T. Hederman, Jr., Properties, Inc., a Mississippi corporation and General Partner of Annandale Properties, L.P., a Mississippi Limited Partnership, and as its act and deed, he executed the above and foregoing First Amendment to the Declaration of Covenants, Conditions, and Restrictions for Annandale, Madison County, Mississippi, on the day and for the purposes therein mentioned for and on behalf of the corporation as the General Partner of the Limited Partnership, after first having been duly authorized to do so.

Dwight B. Doty
Notary Public



My Commission Expires:
10/13/95

LOT 1, ANNANDALE PART A1

OWNER(S):

[Signature]
DON W. JACKSON

William C Beck
WITNESS

[Signature]
JEWEL LUSTER JACKSON

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of DON W. JACKSON AND JEWEL LUSTER JACKSON.

[Signature]
Notary Public



My Commission Expires:
November 7, 1993

LOT 2, ANNANDALE PART A1

OWNER(S):

Larry W Heiden
LARRY W. HEIDEN

William C Beck
WITNESS

Barbara J Heiden
BARBARA J. HEIDEN

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of LARRY W. HEIDEN AND BARBARA J. HEIDEN.

Horace Patten, Jr
Notary Public

My Commission Expires:
November 7, 1993

LOT 3, ANNANDALE PART A1

OWNER(S):

[Signature]
JOHN P. GORECKI

William C Beck
WITNESS

[Signature]
KERRI M. ROBERTSON

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of JOHN P. GORECKI AND KERRI M. ROBERTSON.

[Signature]
Notary Public

My Commission Expires:
November 7, 1993



LOT 4, ANNANDALE PART A1

OWNER(S):

K. Robertson
KERRI M. ROBERTSON
[Signature]

William C Beck
WITNESS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of **KERRI M. ROBERTSON.**

Horace [Signature]
Notary Public

My Commission Expires:
November 7, 1993



LOT 5, ANNANDALE PART A1

OWNER(S):

James T. Knight
JAMES T. KNIGHT

William C. Beck
WITNESS

Lorene A. Knight
LORENE A. KNIGHT

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Part A1, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of JAMES T. KNIGHT AND LORENE A. KNIGHT.

Horace F. [Signature]
Notary Public

My Commission Expires:
November 7, 1993



LOT 6, ANNANDALE PART A1

OWNER(S):

[Signature]
BEN F. NELSON

[Signature]
WITNESS

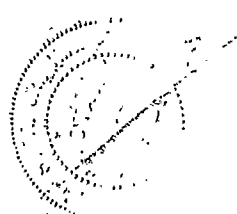
[Signature]
LYNN H. NELSON

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Part A1, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of BEN F. NELSON AND LYNN H. NELSON.

[Signature]
Notary Public

My Commission Expires:
November 7, 1993



LOT 7, ANNANDALE PART A1

OWNER(S):

Samuel D. Hensley, Jr.
SAMUEL D. HENSLEY, JR.

William C. Beck
WITNESS

Ellen M. Hensley
ELLEN M. HENSLEY

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of SAMUEL D. HENSLEY, JR. AND ELLEN N. HENSLEY.

Horace B. Foster, Jr.
Notary Public

My Commission Expires:
November 7, 1993



LOT 8, ANNANDALE PART 1A

OWNER(S):

James Edward Jones III
JAMES EDWARD JONES, III
Denise Coleman Jones
DENISE COLEMAN JONES

William C. Beck
WITNESS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of JAMES EDWARDS JONES, III, AND DENISE COLEMAN JONES.

Horace Foster
Notary Public

My Commission Expires:
November 7, 1993



LOT 9, ANNANDALE PART A1

OWNER(S):

William L. White
WILLIAM L. WHITE
Jerrie M. White
JERRIE M. WHITE

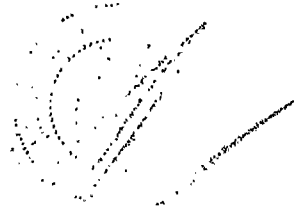
William C. Beck
WITNESS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of WILLIAM L. WHITE AND JERRIE M. WHITE.

Horace P. [Signature]
Notary Public

My Commission Expires:
November 7, 1993



LOT 11, ANNANDALE PART A1

OWNER(S):

William T. Brown, III
WILLIAM T. BROWN, III

William C Beck
WITNESS

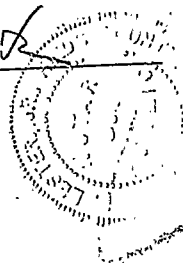
Sally S. Brown
SALLY S. BROWN

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Supplementary Declaration of Covenants, Conditions and Restrictions for Annandale, Part A1, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of WILLIAM T. BROWN, III, AND SALLY S. BROWN.

Horace Fenton, Jr.
Notary Public

My Commission Expires: November 7, 1993
11-7-93



LOT 13, ANNANDALE PART A1

OWNER(S):

Roger L. McGehee, Jr.
ROGER L. MCGEHEE, JR.

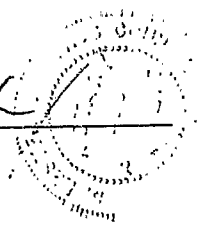
William C Beck
WITNESS

Linda B. McGehee
LINDA B. MCGEHEE

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of ROGER L. MCGEHEE, JR. AND LINDA B. MCGEHEE.

Horace B. ...
Notary Public



My Commission Expires:
November 7, 1993

BOOK 810 PAGE 144

LOT 17, ANNANDALE PART A1

OWNER(S):

[Signature]
THOMAS D. LANDRUM


William C Beck
WITNESS

Jill B. Landrum
JILL B. LANDRUM

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of THOMAS D. LANDRUM and JILL B. LANDRUM.

Horace B. Festina, Jr.
Notary Public 

My Commission Expires:
November 7, 1993

LOT 18, ANNANDALE PART A1

BUSA 820 PAGE 145

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

My Commission Expires:

April 3, 1993

Mrs. Louise Lay Coffey
Notary Public



LOT 19, ANNANDALE PART A1

OWNER(S):

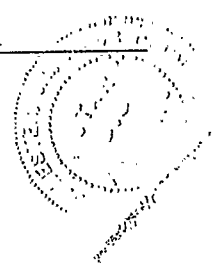
Sarah O'Reilly-Evans
SARAH O'REILLY-EVANS

William C. Beck
WITNESS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of SARAH O'REILLY-EVANS.

Horace B. Feston, Jr.
Notary Public



My Commission Expires:
November 7, 1993

LOT 20, ANNANDALE PART A1

OWNER(S):

C. Gerald Garnett
C. GERALD GARNETT

Donald Jackson
WITNESS

Becky W. Garnett
BECKY W. GARNETT

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 14th day of December, 1992, within my jurisdiction, Donald Jackson, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of C. GERALD GARNETT and BECKY W. GARNETT.

Dallas B. Doty
Notary Public

My Commission Expires:
10/13/95

LOT 22, ANNANDALE PART A1

OWNER(S):

Mark M. Porter Jr.
MARK M. PORTER, JR.

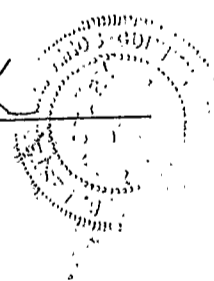
William C. Beck
WITNESS

Nancy P. Porter
NANCEY P. PORTER

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of MARK M. PORTER, JR. and NANCEY P. PORTER.

Horace B. Feston
Notary Public



My Commission Expires:
November 7, 1993

LOT 23, ANNANDALE PART A1

BOOK 810 PAGE 149

OWNER(S):

Theodore A. King
THEODORE A. KING

William C Beck
WITNESS

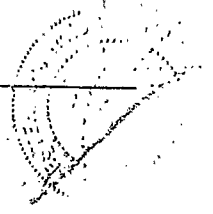
Linda H. King
LINDA H. KING

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of THEODORE A. KING and LINDA H. KING.

Horace Feston
Notary Public



My Commission Expires:
November 7, 1993

LOT 26, ANNANDALE PART A1

OWNER(S):

Steve Sparkman
STEVE T. SPARKMAN

William C Beck
WITNESS

Lou Ann Sparkman
LOU ANN SPARKMAN

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of STEVE T. SPARKMAN and LOU ANN SPARKMAN.

Horace Jackson
Notary Public

My Commission Expires:
November 7, 1993

LOT 27, ANNANDALE PART A1

OWNER(S):

Noland Lamar Jackson
NOLAND LAMAR JACKSON
Nolan
Betty Jean Butler Jackson
BETTY JEAN BUTLER JACKSON

William C Beck
WITNESS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of **NOLAND LAMAR JACKSON AND BETTY JEAN BUTLER JACKSON.**

Horace Festin J
Notary Public



My Commission Expires:
November 7, 1993

LOT 30, ANNANDALE PART A1

OWNER(S):

Rick Wilson Martin
RICK WILSON MARTIN

William C Beck
WITNESS

Janice Brickey Martin
JANICE BRICKEY MARTIN

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of RICK WILSON MARTIN and JANICE BRICKEY MARTIN.

Horace B. Festen, Jr.
Notary Public

My Commission Expires:
November 7, 1993

LOT 31, ANNANDALE PART A1 ^{BOOK} 810 ^{PAGE} 153

OWNER(S):

MIKE McCURLEY & ASSOCIATES, INC.

BY: Mike McCurley

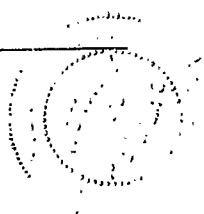
William C Beck
WITNESS

TITLE: President

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of Mike McCurley, who acknowledged that (s)he is President of **MIKE McCURLEY & ASSOCIATES, INC.**

Horace Fester
Notary Public



My Commission Expires:
November 7, 1993

LOTS 1 AND 2, ANNANDALE, PART B1

OWNER(S):

Herman R. Crowder
HERMAN R. CROWDER

William C Beck
WITNESS

Irene P Crowder
IRENE P. CROWDER

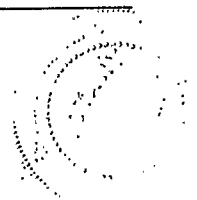
STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of HERMAN R. CROWDER AND IRENE P. CROWDER.

Horace Festery J
Notary Public

My Commission Expires:
November 7, 1993



LOT 3, ANNANDALE, PART B1

OWNER(S):

Robert E. Clement
ROBERT E. CLEMENTS

William C. Beck
WITNESS

Debra Barre Clements
DEBRA BARRE CLEMENTS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of ROBERT E. CLEMENTS AND DEBRA BARRE CLEMENTS.

Horace Festing J
Notary Public

My Commission Expires:
November 7, 1993

LOT 4, ANNANDALE PART B1

OWNER(S):

Gary L. Slade
GARY L. SLADE

William C. Beck
WITNESS

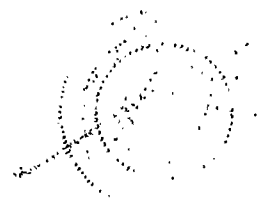
Rebecca B. Slade
REBECCA B. SLADE

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of GARY L. SLADE AND REBECCA B. SLADE.

Horace F. [Signature]
Notary Public

My Commission Expires:
November 7, 1993



LOT 5, ANNANDALE PART B1

OWNER(S):

Henry B. Tyler
HENRY B. TYLER

STATE OF Miss.
COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said County and State, on this the 18th day of November, 1992, within my jurisdiction, the within named HENRY B. TYLER, who acknowledged that he executed the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Part B1, Madison County, Mississippi.

[Signature]
Notary Public

My Commission Expires:
02-10-94

LOT 6, ANNANDALE, B1

OWNER(S):

Elizabeth B. McCullough
ELIZABETH B. MCCULLOUGH
MCCULLOUGH WAK

William C. Beck
WITNESS

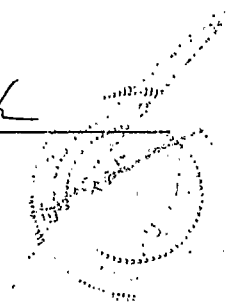
STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of ELIZABETH B. MCCULLOUGH.

MCCULLOUGH
EBM

Harold Festner, Jr.
Notary Public

My Commission Expires:
November 7, 1993



LOT 7, ANNANDALE PART B1

OWNER(S):

Robert W. Higgins
 DR. ROBERT W. HIGGINS

Laurie W. Higgins
 LAURIE W. HIGGINS

STATE OF Texas
 COUNTY OF Potter

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, within my jurisdiction, the above-named DR. ROBERT W. HIGGINS AND LAURIE W. HIGGINS, who acknowledged that they signed the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, after being by me first duly sworn.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 11 day of November, 1992.

Walter Dennis Hodges
 Notary Public

My Commission Expires:
02-08-93



LOT 8, ANNANDALE, B1

OWNER(S):

J.M. Williams
JAMES MICHAEL WILLIAMS

[Signature]
WITNESS

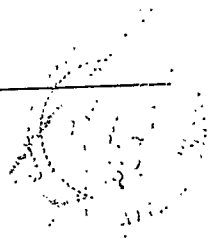
Kathy F. Williams
KATHY F. WILLIAMS

STATE OF Mississippi
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 14th day of December, 1992, within my jurisdiction, Donald Jackson, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of JAMES MICHAEL WILLIAMS AND KATHY F. WILLIAMS.

Dallas B. Doty
Notary Public

My Commission Expires:
10/13/95



LOT 9, ANNANDALE, B1

OWNER(S):

Harlon G. Sistrunk
HARLON G. SISTRUNK

William C Beck
WITNESS

Mary Annette Sistrunk
MARY ANNETTE SISTRUNK

STATE OF Mississippi

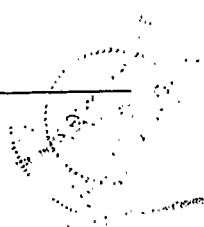
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of HARLON G. SISTRUNK AND MARY ANNETTE SISTRUNK.

Horace Sistrunk
Notary Public

My Commission Expires:

November 7, 1993



LOT 10, ANNANDALE, PART B1

OWNER(S):

William C Beck
WILLIAM C. BECK

Donald Jackson
WITNESS

Jacquelyn R. Beck
JACQUELYN R. BECK

STATE OF Mississippi

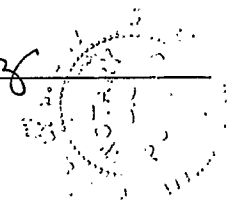
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 14th day of December, 1992, within my jurisdiction, Donald Jackson, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of WILLIAM C. BECK AND JACQUELYN R. BECK.

Doreen B. Doty
Notary Public

My Commission Expires:

10/13/95



LOT 12, ANNANDALE PART B1

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: Zach Hederman
ZACH T. HEDERMAN, JR., President

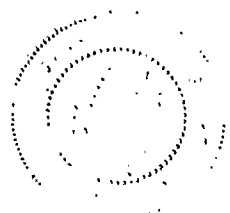
STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Mrs. Louise B. Coffey
Notary Public

My Commission Expires:
April 3, 1993



BOOK 810 PAGE 164

LOT 13, ANNANDALE PART B1

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Thomas Lawrence R. Coffey
Notary Public

My Commission Expires:
April 3, 1993

LOT 14, ANNANDALE PART B1

BOOK 810 PAGE 165

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Louis B. Coffey
Notary Public

My Commission Expires:

April 3, 1993



LOT 15, ANNANDALE, B1

BOOK 810 PAGE 166

OWNER(S):

Martin E. Holmes
MARTIN E. HOLMES

William C. Beck
WITNESS

Kathy L. Holmes
KATHY L. HOLMES

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of MARTIN E. HOLMES AND KATHY L. HOLMES.

Horace P. Foster, Jr.
Notary Public



My Commission Expires:
November 7, 1993

LOT 16, ANNANDALE PART B2

BOOK 810 PAGE 167

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Anna Louise Ray Coffett
Notary Public

My Commission Expires:

April 3, 1993

OWNER(S):

William C Beck
WILLIAM C. BECK

[Signature]
WITNESS

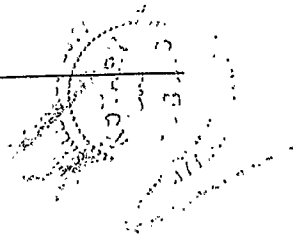
Jacquelyn R Beck
JACQUELYN R. BECK

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 14th day of December, 1992, within my jurisdiction, Donald Jackson, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of WILLIAM C. BECK AND JACQUELYN R. BECK.

Dale B. Doty
Notary Public



My Commission Expires:

10/13/95

LOT 18, ANNANDALE PART B2

BOOK 810 PAGE 169

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Shirley Louise Byrnes
Notary Public

My Commission Expires:

April 3, 1993

LOT 19, ANNANDALE PART B2

BOOK 810 PAGE 170

OWNER(S):

Patricia B. Boyd
PATRICIA B. BOYD

Sally B. Doty
WITNESS

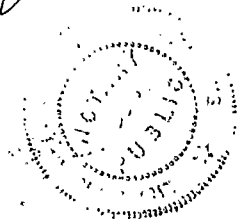
STATE OF Mississippi
COUNTY OF Linds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 23rd day of October, 1992, within my jurisdiction, Sally B. Doty, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of PATRICIA B. BOYD.

Max Hume Jay Coffell
Notary Public

My Commission Expires:

April 3, 1993



LOT 20, ANNANDALE PART B2

BOOK 810 PAGE 171

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Theresa Louise Ray Coffey
Notary Public

My Commission Expires:

April 3, 1993

LOT 21, ANNANDALE PART B2

BOOK 810 PAGE 172

OWNER(S):

Kate D. Sharp
KATE D. SHARP

Sally B. Doty
WITNESS

STATE OF *Mississippi*
COUNTY OF *Hinds*

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this *23rd* day of *October*, 1992, within my jurisdiction, *Sally B. Doty*, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of KATE D. SHARP.

Theresa Lynn Coffey
Notary Public

My Commission Expires:

April 3, 1993



LOT 23, ANNANDALE PART B2

BOOK 810 PAGE 173

OWNER(S):

R. Scott Hines
R. SCOTT HINES

Sally B. Doty
WITNESS

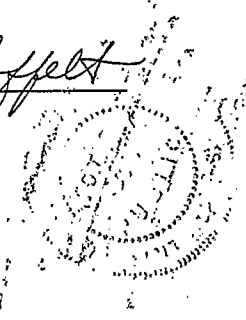
Jean R. Hines
JEAN R. HINES

STATE OF Mississippi
COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 12th day of November, 1992, within my jurisdiction, Sally B. Doty, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of R. SCOTT HINES and JEAN R. HINES.

Ann Louise Ray Coffelt
Notary Public

My Commission Expires:
April 3, 1993



LOT 24, ANNANDALE PART B2

BOOK 810 PAGE 174

OWNER(S):

Michael E. Turbeville
MICHAEL E. TURBEVILLE

Jerry B. Doty
WITNESS

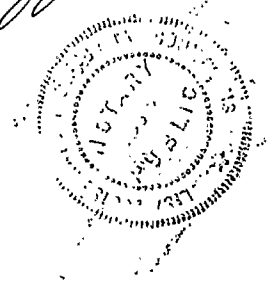
STATE OF Mississippi
COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 22nd day of October, 1992, within my jurisdiction, Jerry B. Doty, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of MICHAEL E. TURBEVILLE.

John Lawrence P. Coffey
Notary Public

My Commission Expires:

April 3, 1993



LOT 25, ANNANDALE PART B2

BOOK 810 PAGE 175

OWNER(S):

B. Michael Carter
B. MICHAEL CARTER

Sally B. Doty
WITNESS

Rebecca J. Carter
REBECCA J. CARTER

STATE OF Mississippi
COUNTY OF Linds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 22nd day of October, 1992, within my jurisdiction, Sally B. Doty, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of B. MICHAEL CARTER and REBECCA J. CARTER.

John House Day Coffey
Notary Public

My Commission Expires:

April 3, 1993



LOT 27, ANNANDALE PART B2

OWNER(S):

BOOK 810 PAGE 176

[Signature]
GARY J. FEREBEE

[Signature]
CLAUDELL P. FEREBEE

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said County and State, on this the 13th day of November, 1992, within my jurisdiction, the within named GARY J. FEREBEE and CLAUDELL P. FEREBEE, who acknowledged that they executed the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi.

[Signature]
Notary Public

My Commission Expires:
My Commission Expires Oct. 21, 1996



LOT 31, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BOOK 810 PAGE 177

BY: Zach Hederman
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

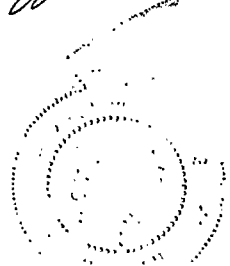
PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

My Commission Expires:

April 3, 1993

Donna Louise Coffey
Notary Public



LOT 32, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BOOK 810 PAGE 178

BY: Zach Hederman
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

My Commission Expires:
April 3, 1993

Ann Louise G. Coffey
Notary Public



LOT 33, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BOOK 810 PAGE 179

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Theresa Louise P. Coffey
Notary Public

My Commission Expires:

April 3, 1993

LOT 35, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BOOK 810 PAGE 180

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI
COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Anna Louise R. Coffey
Notary Public

My Commission Expires:
April 3, 1993

LOT 36, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BOOK 810 PAGE 181

BY: Zach T. Hederman
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

My Commission Expires:

April 3, 1993

John House D. Coffey
Notary Public

LOT 37, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BOOK 810 PAGE 182

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Theresa R. Coffey
Notary Public

My Commission Expires:

April 3, 1993

LOT 38, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BOOK 810 PAGE 183

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

John Louis P. Coffey
Notary Public

My Commission Expires:

April 3, 1993

LOT 40, ANNANDALE PART B3

OWNER(S):

Ricky J. Calhoon
RICKY J. CALHOON

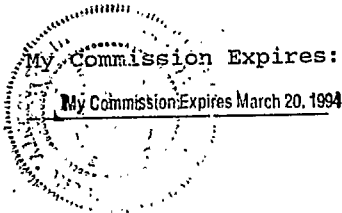
Ann P. Calhoon
ANN P. CALHOON

BOOK 810 PAGE 184

STATE OF Mississippi
COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said County and State, on this the 26th day of October, 1992, within my jurisdiction, the within named RICKY J. CALHOON and ANN P. CALHOON, who acknowledged that they executed the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi.

Brenda L. Beard
Notary Public



LOT 41, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

BOOK 810 PAGE 185

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

My Commission Expires:

April 3, 1993

Janet Louise Ray Coffey
Notary Public

LOT 42, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: Zach Hederman
ZACH T. HEDERMAN, JR., President

BOOK 810 PAGE 186

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Laurie Kay Coffey
Notary Public

My Commission Expires:

April 3, 1993

LOT 43, ANNANDALE PART B3

OWNER(S):

ANNANDALE PROPERTIES, L.P.,
A Mississippi Limited Partnership
BY: ZACH T. HEDERMAN, JR., PROPERTIES, INC.,
A Mississippi Corporation,
General Partner

BY: *Zach Hederman*
ZACH T. HEDERMAN, JR., President

BOOK 810 PAGE 187

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the said County and State, within my jurisdiction, the within named ZACH T. HEDERMAN, JR., who acknowledged that he is President of ZACH T. HEDERMAN, JR., PROPERTIES, INC., a Mississippi Corporation, General Partner of ANNANDALE PROPERTIES, L.P., a Mississippi Limited Partnership, and as the act and deed of the Corporation in its capacity as General Partner, he signed and delivered the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said Corporation and Partnership so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this 17th day of December, 1992.

Louise J. Coffey
Notary Public

My Commission Expires:

April 3, 1993



LOT 44, ANNANDALE, B3

BOOK 810 PAGE 188

OWNER(S):

Michael J. Wood
MICHAEL JOSEPH WOOD

William C. Beck
WITNESS

Bobbie F. Wood
BOBBIE F. WOOD

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of MICHAEL JOSEPH WOOD AND BOBBIE F. WOOD.

Horace F. Foster, Jr.
Notary Public

My Commission Expires:
November 7, 1993

LOT 46, ANNANDALE PART B3

BOOK 810 PAGE 189

OWNER(S):

Glen Jent
GLEN JENT

Myrla Jent
MYRLA JENT

STATE OF Mississippi

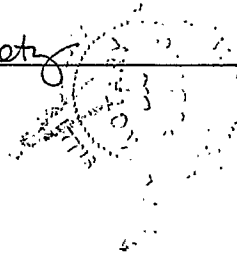
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said County and State, on this the 14th day of December, 1992, within my jurisdiction, the within named GLEN JENT and MYRLA JENT, who acknowledged that they executed the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi.

Daley B. Doty
Notary Public

My Commission Expires:

10/13/95



LOT 48, ANNANDALE PART B3

OWNER(S):

William R. James
WILLIAM R. JAMES

Paula P. James
PAULA P. JAMES

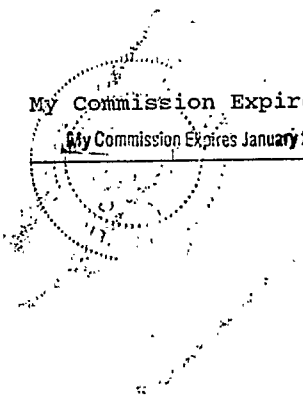
BOOK 810 PAGE 190

STATE OF Mississippi
COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said County and State, on this the 26th day of October, 1992, within my jurisdiction, the within named WILLIAM R. JAMES and PAULA P. JAMES, who acknowledged that they executed the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi.

Ann Elizabeth Gibson
Notary Public

My Commission Expires:
My Commission Expires January 23, 1994



LOT 50, ANNANDALE, B3

OWNER(S):

Theodore A. King
THEODORE A. KING

William C Beck
WITNESS

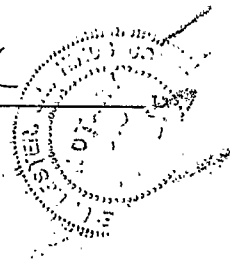
Linda H. King
LINDA HICKS KING

BOOK 810 PAGE 191

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of THEODORE A. KING AND LINDA HICKS KING.

Horace T. Taylor
Notary Public



My Commission Expires:
November 7, 1993

LOT 51, ANNANDALE, B3

BOOK 810 PAGE 192

OWNER(S):

[Signature]
RICHARD H. MACSHERRY

William C Beck
WITNESS

Deborah M. Macsherry
DEBORAH M. MACSHERRY

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of **RICHARD H. MACSHERRY AND DEBORAH M. MACSHERRY.**

Horace Ferguson
Notary Public

My Commission Expires:
November 7, 1993

OWNER(S):

Jesse Lamar Gates, Jr.
Jesse
JAMES LAMAR GATES, JR.

William C Beck
WITNESS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of JAMES LAMAR GATES, JR.

Horace F. Folsom, Jr.
Notary Public

My Commission Expires:
November 7, 1993

LOT 54, ANNANDALE PART B3

BOOK 810 PAGE 194

OWNER(S):

GEORGETOWN REALTY, INC.

BY: William J. Harris, Jr.
TITLE: President

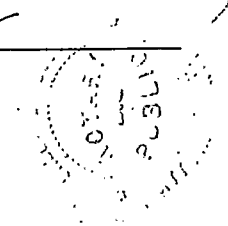
STATE OF Mississippi

COUNTY OF MANSON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said County and State, on this the 14th day of December, 1992, within my jurisdiction, the within named William J. Harris, Jr., who acknowledged that (X)he is President of GEORGETOWN REALTY, INC. and that in said representative capacity (X)he executed the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, after first having been duly authorized so to do.

Darryl B. Doty
Notary Public

My Commission Expires:
10/13/95



LOT 9, BRADFORD GREEN, ANNANDALE

OWNER(S):

BOOK 810 PAGE 195

Gerald Nye Hinton
GERALD NYE HINTON

William C Beck
WITNESS

Nelda T. Hinton
NELDA T. HINTON

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Supplementary Declaration of Covenants, Conditions and Restrictions for Bradford Green, Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of GERALD NYE HINTON AND NELDA T. HINTON.

Horace F. Perry
Notary Public

My Commission Expires:
November 7, 1993

LOT 10, BRADFORD GREEN, ANNANDAL

BOOK 810 PAGE 196

OWNER(S):

Byron R. Palmore
BYRON RANDOLPH PALMORE

William C Beck
WITNESS

Sharron Williams Palmore
SHARRON WILLIAMS PALMORE

STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of BYRON RANDOLPH PALMORE AND SHARRON WILLIAMS PALMORE.

Horace Beck
Notary Public

My Commission Expires:
November 7, 1993

LOTS 11, BRADFORD GREEN, ANNANDALE

BOOK 810 PAGE 197

OWNER(S):

Richard L. Forman
RICHARD L. FORMAN

William C. Beck
WITNESS

Ramelle T. Forman
RAMELLE T. FORMAN

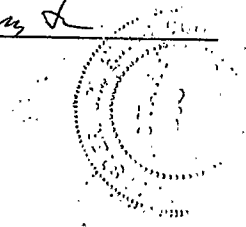
STATE OF Mississippi

COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of RICHARD L. FORMAN AND RAMELLE T. FORMAN.

Horace Festen
Notary Public

My Commission Expires:
November 7, 1993



LOT 14, BRADFORD GREEN, ANNANDALE

BOOK 810 PAGE 198

OWNER(S):

Thomas E. Gallagher
THOMAS E. GALLAGHER

William C Beck
WITNESS

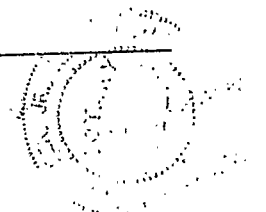
Frances Elaine Gallagher
FRANCES ELAINE GALLAGHER

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of THOMAS E. GALLAGHER AND FRANCES ELAINE GALLAGHER.

Horace F. ...
Notary Public

My Commission Expires:
November 7, 1993



LOT 13, BRADFORD GREEN

BOOK 810 PAGE 139

OWNER(S):

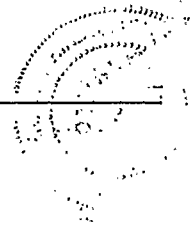
Robert L. Abney, III
DR. ROBERT L. ABNEY, III

William C. Beck
WITNESS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of DR. ROBERT L. ABNEY, III.

Howard Festum J
Notary Public



My Commission Expires:
November 7, 1993

LOT 16, BRADFORD GREEN, ANNANDALE

BOOK 810 PAGE 200

OWNER(S):

Stewart S. Macsherry
STEWART S. MACSHERRY

William C Beck
WITNESS

STATE OF Mississippi
COUNTY OF Madison

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, on this 24th day of November, 1992, within my jurisdiction, William C. Beck, one of the subscribing witnesses to the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Madison County, Mississippi, who, being first duly sworn, states that he/she saw the above named, whose names is subscribed thereto, sign and deliver the same to Annandale Properties, L.P., and that the affiant subscribed his/her name as witness thereto in the presence of STEWART S. MACSHERRY.

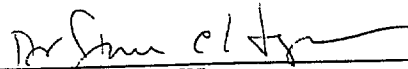
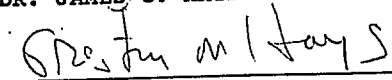
Horace B. Fustum
Notary Public

My Commission Expires:
November 7, 1993

LOT 29, ANNANDALE PART B3

BOOK 810 PAGE 201

OWNER(S):


 DR. JAMES C. HAYS

 PRESTON M. HAYS

STATE OF Mississippi
 COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in
 and for the said County and State, on this the 19th day of
December, 1992, within my jurisdiction, the within named
 DR. JAMES C. HAYS and PRESTON M. HAYS, who acknowledged that they
 executed the above and foregoing First Amendment to the Declaration
 of Covenants, Conditions and Restrictions for Annandale, Part B3,
 Madison County, Mississippi.


 Notary Public

My Commission Expires:
 NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE.
 MY COMMISSION EXPIRES: April 19, 1996.
 BONDED THRU NOTARY PUBLIC UNDERWRITERS.

LOT 30, ANNANDALE PART B3

OWNER(S):

Richard L. Forman
RICHARD L. FORMAN

Ramelle T. Forman
RAMELLE T. FORMAN

STATE OF Mississippi
COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said county and state, within my jurisdiction, the above-named RICHARD L. FORMAN AND RAMELLE T. FORMAN, who acknowledged that they signed the above and foregoing First Amendment to the Supplementary Declaration of Covenants, Conditions and Restrictions for Annandale, Part B3, Madison County, Mississippi, after being by me first duly sworn.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 31st day of December, 1992.

Vickie R. Turner
Notary Public

My Commission Expires:
My Commission Expires Aug. 28, 1995

LOT 52, ANNANDALE PART B3

BOOK 810 PAGE 203

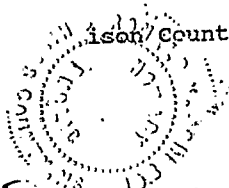
OWNER(S):

J. Elmer Nix M-D
J. ELMER NIX

Rosemary C Nix
ROSEMARY C. NIX

STATE OF Mississippi
COUNTY OF Hinds

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said County and State, on this the 23 day of December, 1992, within my jurisdiction, the within named J. ELMER NIX and ROSEMARY C. NIX, who acknowledged that they executed the above and foregoing First Amendment to the Declaration of Covenants, Conditions and Restrictions for Annandale, Part B3, Madison County, Mississippi.



Ronald V Johnson
Notary Public

My Commission Expires:
My Commission Expires March 4, 1993.



STATE OF MISSISSIPPI, County of Madison:
I certify that the within instrument was filed for record in my office this 8 day of April, 1993, at 9:00 o'clock a M., and was duly recorded on the JAN 08 1993, Book No. 810, Page 128.
BILLY V. COOPER, CHANCERY CLERK BY: K. Caraway D.C.