

DRAWN BY AND FOR
PERRY PERRY
2300 THE
227 W. H. S. S.
CHARLOTTE, N.C. 28202

STATE OF NORTH CAROLINA

THIRD AMENDMENT AND SUPPLEMENTARY
DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR NORTHCROSS

COUNTY OF MECKLENBURG

THIS THIRD AMENDMENT AND SUPPLEMENTARY DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS FOR NORTHCROSS (the "Amendment")
is made this 9th day of October, 1995, by HUNTLANDS LIMITED
PARTNERSHIP, a North Carolina Limited Partnership, hereinafter referred to as "Declarant";

WITNESSETH

WHEREAS, the Declaration of Covenants, Conditions and Restrictions for NorthCross was
recorded in the Mecklenburg County Public Registry in Book 6229, at Page 610; and

WHEREAS, the above referenced Declaration was amended by Amendment to Declaration
of Covenants, Conditions and Restrictions for NorthCross recorded in Book 6959 at Page 250 and
re-recorded in Book 7071 at Page 803 in the aforesaid Public Registry and by Second Amendment
to Declaration of Covenants, Conditions and Restrictions for NorthCross recorded in Book 7659 at
Page 569 in the aforesaid Public Registry (as amended, hereinafter called the "Declaration"); and

WHEREAS, Declarant desires to amend the Declaration in the manner hereinafter set forth;
and

WHEREAS, Section 3 of Article IX of the Declaration provides that the Declaration may be
amended by an instrument signed by the Owners of at least fifty-one percent (51%) of the Total
Votes and by the Declarant, so long as the Declarant still owns any Lots (unless the context
otherwise requires, all defined terms utilized herein shall have the same meaning ascribed to them
in the Declaration); and

JUDITH A GIBSON REC OF DEEDS MECK NC
BK: 08325 PG: 0365/0369 #:0087 16.00
FILED FOR REGISTRATION 10/12/95 08:57

BB, CC

WHEREAS, Section 3 of Article III of the Declaration provides that notwithstanding any contrary provisions of the Declaration, the Declarant shall be entitled to fifty-one percent (51%) of the Total Votes of Master Association Members until January 1, 2000;

NOW, THEREFORE, the undersigned Declarant does hereby amend the Declaration as follows:

1. The provisions of Exhibit E of the Declaration entitled "Permitted Uses" are hereby amended as follows:

To the uses permitted in Parcel H appearing on pages 38 and 39 of the Declaration (Book 6229 at Pages 647 and 648 in the aforesaid Public Registry) the following numerical designation and uses are added:

"22. Dwellings, multi-family and related amenities for use by the multi-family development."

2. Pursuant to the provisions of Article II, Section 2 of the Declaration, Declarant does hereby annex the property described in Exhibit A, which is attached hereto and incorporated herein for all purposes, (the Annexed Property") and does hereby bring the Annexed Property within the scheme of the Declaration and the jurisdiction of the Master Association as set forth in Article II, Section 2 of the Declaration. The Annexed Property shall be included within Parcel H for purposes of Article VII of the Declaration and the permitted uses assigned to Parcel H shall also be assigned to the Annexed Property.

3. Declarant hereby acknowledges and agrees that in all other respects the Declaration shall remain unchanged and in full force and effect and the Declaration, as amended herein, is hereby ratified, affirmed and approved.

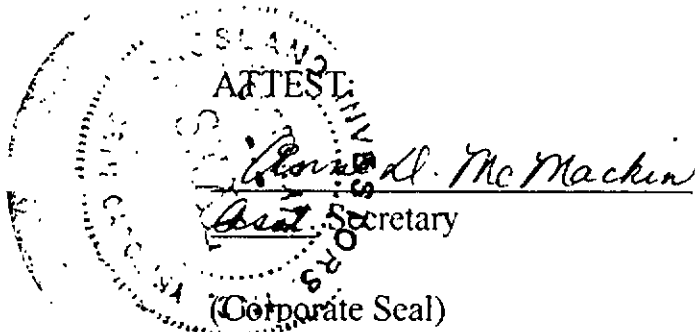
IN WITNESS WHEREOF, the undersigned Declarant has caused these presents to be duly executed under seal by authority duly given as of the day and year first above written.

DECLARANT:

HUNTLANDS LIMITED PARTNERSHIP,
a North Carolina Limited Partnership

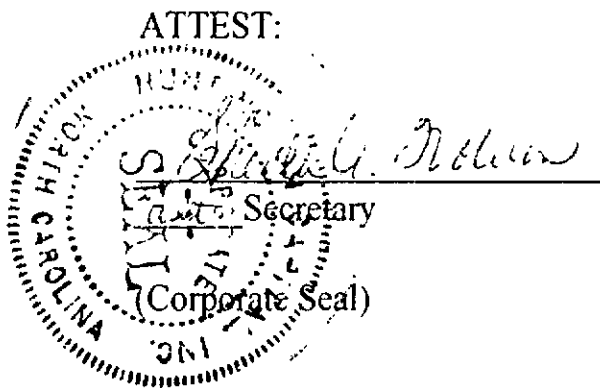
By: Crosland Investors, Inc.
General Partner

By: James E. Merrifield
Vice President



By: Huntington Capital, Inc.,
General Partner

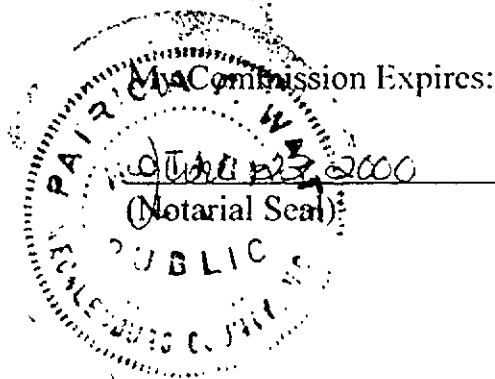
By: [Signature]
President



STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

This 2nd day of October, 1995, personally came before me, James E. Merrifield, who being by me duly sworn, says that he is Vice President of Crosland Investors, Inc., general partner of Huntlands Limited Partnership, a North Carolina Limited Partnership; that the seal affixed to the Crosland Investors, Inc.; and that said writing was signed and sealed by him on behalf of said corporation, acting as general partner of Huntlands Limited Partnership, a North Carolina Limited Partnership, by authority duly given. And the said Vice President acknowledged the said writing to be the act and deed of said corporation, acting as general partner of Huntlands Limited Partnership, a North Carolina Limited Partnership.

Patria L. White
Notary Public



STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

This 9th day of October, 1995, personally came before me, Mark W. Emvin, who being by me duly sworn, says that he is _____ President of Huntington Capital, Inc., general partner of Huntlands Limited Partnership, a North Carolina Limited Partnership; that the seal affixed to the foregoing instrument in writing is the corporate seal of said Huntington Capital, Inc.; and that said writing was signed and sealed by him on behalf of said corporation, acting as general partner of Huntlands Limited Partnership, a North Carolina Limited Partnership, by authority duly given. And the said _____ President acknowledged the said writing to be the act and deed of said corporation, acting as general partner of Huntlands Limited Partnership, a North Carolina Limited Partnership.

James M. Raymond
Notary Public

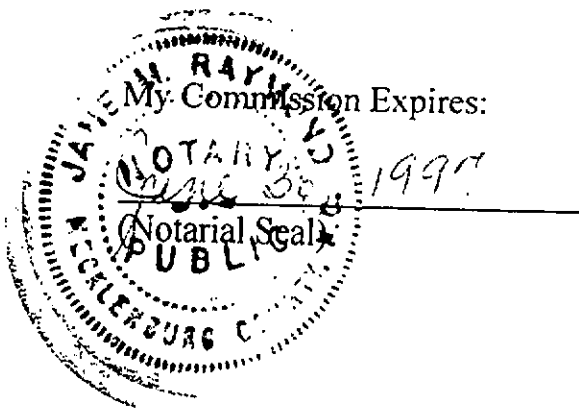


EXHIBIT A

LEGAL DESCRIPTION

Being all of that certain parcel or tract of land located in the Huntersville and Lemley Townships, Mecklenburg County, North Carolina, and being more particularly described as follows:

BEGINNING at an existing iron pin located in the western margin of Northcross Drive (variable width right-of-way) at the southeastern corner of property now or formerly Northcross Business Parks Limited Partnership Deed Book 6473, page 44 of the Mecklenburg County Registry, having coordinates N 619,605.36 and E 1,442,967.63, which iron pin is located South 15-15-41 West 1,667.79 feet from N.C.G.S. Grid Monument (Tom) having coordinates N 621,215.60 and E 1,443,401.95; thence with the western margin of Northcross Drive (variable width right-of-way) the following three (3) calls: (1) South 03-41'45" East a distance of 609.65 feet to an existing iron pin, (2) with the arc of a circular curve to the right, concave to the west, through a central angle of 31-45-11, having a radius of 1,886.07 feet, an arc distance of 1,015.25 feet, (chord bearing and distance South 12-10'51" West 1031.93 feet) to an existing iron pin, (3) thence South 28-03'27" West a distance of 247.70 feet to an existing iron pin, said pin being a common corner of the Holbrook Tract. Thence with the eastern line of the Holbrook Tract the following ten (10) calls: North 60-39'11" West a distance of 507.77 feet to a point, (2) North 28-01'37" East a distance of 503.24 feet to a point, (3) North 04-47'05" East a distance of 246.66 feet to a point, (4) North 04-13'36" West a distance of 152.82 feet to a point, (5) North 13-40'17" West a distance of 509.86 feet to a point, (6) North 31-19'56" West a distance of 173.83 feet to a point, (7) North 44-13'51" West a distance of 263.29 feet to a point, (8) North 49-00'18" West a distance of 200.12 feet to a point, (9) North 51-37'53" West a distance of 473.18 feet to a point, (10) North 53-12'00" West a distance of 679.90 feet to a point on the southern boundary of Northcross Business Parks Limited Partnership; thence with the southern boundary of Northcross Business Parks Limited Partnership South 66-55'04" East a distance of 2172.04 feet to an existing iron pin, being the point or place of BEGINNING; encompassing an area of 30.25 acres (more or less) all as shown on a boundary survey entitled "HOLBROOK PROPERTY RELEASE PLAN", prepared by GPA Professional Land Surveyors, dated March 23, 1995.

State of North Carolina, County of Mecklenburg

The foregoing certificate(s) of

Patricia A. Waite and
Jane M. Raymond
Notary (les) Public is/are certified to be correct. This 12 day of October 1995.

JUDITH A. GIBSON, REGISTER OF DEEDS By: Vickie B. Allmon Deputy Register of Deeds