

FOR REGISTRATION REGISTER OF DEEDS
Willie L. Covington
DURHAM COUNTY, NC
2004 APR 15 11:42:18 AM
BK:4350 PG:870-875 FEE:\$26.00

INSTRUMENT # 2004019133

Prepared by and after recording mail to:
Westgate Durham, LLC
5430 LBJ Freeway, Suite 800
Dallas, Texas 75240

SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CENTERPOINT

This Second Amendment to Declaration of Covenants, Conditions, and Restrictions for Centerpoint (this "Second Amendment") is made as of the 15th day of April, 2004, by Westgate Durham, LLC, a Delaware limited liability company (the "Declarant").

RECITALS

WHEREAS, Declarant is the current "Declarant" under that certain Declaration of Covenants, Conditions and Restrictions for Centerpoint Distribution Center, dated July 24, 2002, and recorded September 11, 2002 in Book 3570, Page 136-188, Instrument No. 2002042725 in the Registry of Durham County, North Carolina, as amended by that certain Release and Amendment of Covenants dated April 14, 2004 (as amended, the "Declaration");

WHEREAS, as provided in Article XI, Section 1 of the Declaration, Declarant has the right to unilaterally amend the Declaration for any reason that the Declarant deems advisable for the orderly development of the property that is the subject of the Declaration (the "Property");

WHEREAS, Declarant desires to delete Article VII from the Declaration so that there shall be no approval required for the construction, reconstruction or alteration of Improvements on the Property and there shall be no Architectural Control Committee; and

WHEREAS, Declarant desires to set forth a set of objective criteria for the construction, reconstruction and alteration of Improvements on the Property.

NOW, THEREFORE, Declarant hereby amends the Declaration as follows:

1. Article VII of the Declaration is hereby deleted in its entirety.
2. Design criteria for the construction of new Improvements as described in Exhibit A attached hereto and made a part hereof is hereby added to the Declaration.

3. Article VIII, Section 2(c) of the Declaration is hereby amended to allow the temporary storage of tractor trailers that are typical of a manufacturing, distribution or warehouse use.
4. The Association or any Owner of any Lot contained within the Property shall have the right to enforce by a proceeding at law or in equity all conditions, restrictions, covenants, reservations and easements in the Declaration (as amended) or otherwise contained in any deed to any Lot. Failure by any Owner to enforce such proceeding shall in no event be deemed a waiver of the right to do so thereafter.
5. The Declaration, as amended hereby, remains in full force and effect. In the event of any conflicts between the Declaration and this Second Amendment, this Second Amendment shall control.
6. Capitalized terms used in this Second Amendment that are not specifically defined herein shall have the meanings defined in the Declaration.

[Remainder of page intentionally left blank.]

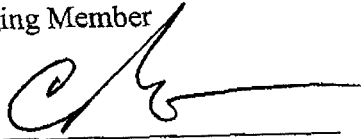
Executed the date first written above.

DECLARANT:

WESTGATE DURHAM, LLC,
A Delaware limited liability company

By: PDC Durham, LLC,
a Delaware limited liability company,
Managing Member

By: Panattoni Investments, LLC,
a California limited liability company,
Its Managing Member

By: 
Carl D. Panattoni, Trustee of
The Panattoni Living Trust,
Dated April 8, 1998,
Managing Member

STATE OF CALIFORNIA

COUNTY OF SACRAMENTO

I, Katrina K Woodbury, a Notary Public of the County and State aforesaid, certify that Carl D. Panattoni, as the trustee of the Panattoni Living Trust dated April 8, 1998, ~~sole~~ ^{Managing} member of Panattoni Investments, LLC, a California limited liability company, managing member of PDC Durham, LLC, a Delaware limited liability company, managing member of Westgate Durham, LLC, a Delaware limited liability company, personally came before me this day and acknowledged the execution of the foregoing instrument.

Witness my hand and official stamp or seal, this the 13th day of April, 2004.

Kat K Woodbury
Notary Public

My commission expires: June 7, 2007



EXHIBIT A

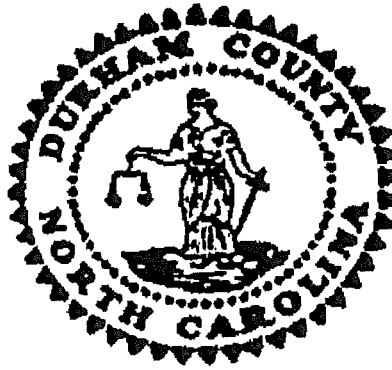
DESIGN CRITERIA FOR CENTERPOINT, DURHAM COUNTY, NORTH CAROLINA

The following guidelines provide a framework for a high quality project with long-term value of the land and building to be developed within and around the project. The below criteria shall guide development to establish a unified appearance of a warehouse and industrial development project that integrates and compliments development of adjacent Lots. The following guidelines shall apply to new construction, reconstruction or alteration of Improvements to the exterior of a building. All construction on the Property shall comply with applicable local, state and federal laws, codes and regulations. Warehouse, distribution, manufacturing and office uses are expressly permitted at the Property.

1. **Site Planning** – No loading bays shall front T.W. Alexander Boulevard (the “Key Street”) unless properly screened with berms and/or landscaping.
2. **Vehicular Access, Parking and Circulation** – The access and circulation of the Lot shall be designed to provide a safe and efficient system, both on and off the Lot. A designated maneuvering area shall be established within the dimensions of the Lot, and in observance of the respective setback requirements. All loading and maneuvering areas shall be entirely contained on-site and behind the Lot’s boundary line. No vehicle shall be allowed to protrude beyond the Lot’s boundary line while loading or unloading. Common driveways shall not be used for the parking or maneuvering of trucks.
3. **Building Materials and Colors** – All building colors and materials shall be consistent with the color and material palette of Class A industrial or office parks. All buildings shall have a dominant light color, such as white, cream or tan or shall have a brick color. Prefabricated metals are prohibited at the front facade and/or Key Street side facades; provided, however, that prefabricated metals are permitted if they do not cover more than 10% of the exterior surface of any such facade. Concrete Masonry Units (“CMU”) are prohibited unless a stucco, EIFS finish is applied or they are split-face block. All elevations of the building shall be designed in a consistent and coherent architectural manner and appropriate accents (reveals, etc.) should be added to break up long expanses of walls.
4. **Landscaping** – Landscaping on a Lot shall merge the landscape of public streets and the landscape of street setbacks, adjacent property landscape and parking areas into a visually unified whole. The intent is to create a characteristic landscape such that landscaping among adjacent buildings shall appear unified. Landscaping shall be in scale with adjacent buildings and in accordance with local ordinance.
5. **Utilities** – All new utility lines constructed on the Property shall be underground unless local code or any governmental entity or utility provider requires that such lines be aboveground or does not permit their burial.

6. **Parking Lots** - Adequate parking shall be provided in accordance with zoning regulations. No on street parking shall be allowed. Except during construction, all parking areas, driveways and truck maneuvering areas shall be paved so as to provide dust free, all weather surfaces. All parking areas shall provide, in addition to parking spaces, adequate driveways and space for the movement of vehicles. Lighting systems in parking lots can be designed to help defining parking areas along with landscaping.

7. **Exterior Lighting** - Lighting shall be indirect and designed in such a manner as to provide safety and comfort for occupants of the Property and the general public. Fixture types shall be compatible and harmonious throughout the Lot and should be in keeping with their specific function and the building types they serve. Lighting design shall not produce hazardous and annoying glare to motorists, building occupants or the general public.



WILLIE L. COVINGTON
REGISTER OF DEEDS, DURHAM COUNTY
DURHAM COUNTY COURTHOUSE
200 E. MAIN STREET
DURHAM, NC 27701

PLEASE RETAIN YELLOW TRAILER PAGE

It is part of recorded document, and must be submitted with original for re-recording
and/or cancellation.

Filed For Registration: 04/15/2004 11:42:18 AM
Book: RE 4350 Page: 870-875
Document No.: 2004019133
AMD 6 PGS \$26.00

Recorder: APRIL J WILLIAMS

State of North Carolina, County of Durham

The foregoing certificate of KATINA K WOODBURY Notary is certified to be correct. This 15TH of April 2004

WILLIE L. COVINGTON , REGISTER OF DEEDS

By: April J Williams
Deputy/Assistant Register of Deeds



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