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 Fee Amt: \$32.00 Page 1 of 7
 Onslow County, NC
 Rebecca L. Pollard Reg. of Deeds
BK 3642 PG 141-147

SUPPLEMENTAL DECLARATION OF COVENANTS, CONDITIONS AND
 RESTRICTIONS FOR THE BURROUGHS AT CAROLINA PLANTATIONS
 (The Burroughs, Section I-B)

This SUPPLEMENTAL DECLARATION OF COVENANTS, CONDITIONS
 AND RESTRICTIONS FOR THE BURROUGHS AT CAROLINA PLANTATIONS (the
 "Supplemental Declaration") made and entered into the 11th day of AUGUST, 2011, by
 CAROLINA PLANTATION DEVELOPMENT CORPORATION, a North Carolina corporation
 (hereinafter "Declarant").

WITNESSETH:

WHEREAS, Declarant caused to be recorded that certain Declaration of
 Covenants, Conditions and Restrictions for The Burroughs at Carolina Plantations in Book 3500,
 at Page 60, in the office of the Register of Deeds of Onslow County (as amended and
 supplemented, the "Declaration"). The capitalized terms set forth in this Supplemental
 Declaration shall have the same meanings as set forth in the Declaration unless otherwise defined
 herein or the context shall otherwise prohibit; and

WHEREAS, pursuant to Section 9.1 of the Declaration, during the Development
 Period Declarant may unilaterally subject additional real property to the Declaration by filing a
 Supplemental Declaration in the office of the Register of Deeds; and

WHEREAS, Declarant is the owner in fee simple of the real property described in
Exhibit A, which is attached hereto and incorporated herein by reference ("Section I-B"); and

Prepared by **WARD AND SMITH, P.A.**, 1001 College Court (28562), Post Office Box 867, New
 Bern, NC 28563-0867
 Please return to **WARD AND SMITH, P.A.**, 1001 College Court (28562), Post Office Box 867, New
 Bern, NC 28563-0867
 Attention: C. H. Pope, Jr.

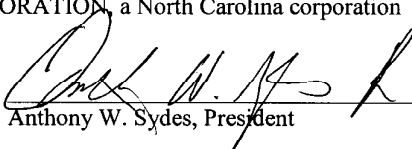
WHEREAS, pursuant to Section 9.1 of the Declaration, Declarant desires to annex Section I-B into the The Burroughs at Carolina Plantations development and subject it to the provisions of the Declaration and the jurisdiction of the Burroughs Association.

NOW, THEREFORE, Declarant, exercising its right to annex additional real property pursuant to the provisions of Section 9.1 of the Declaration and in accordance with the provisions of Chapter 47F of the General Statutes of North Carolina, does hereby declare that all of Section I-B shall be held, sold, used and conveyed subject to the Declaration and all easements, restrictions, covenants, conditions and benefits described therein, including without limitation all of the easements described in Article 13 of the Declaration and all of the Declarant's Rights described in Article 15 of the Declaration; and further, that Section I-B is hereby subjected to the jurisdiction of the Burroughs Association and all of the other Association Documents.

IN TESTIMONY WHEREOF, Declarant has caused this Supplemental Declaration to be executed in such form as to be binding, all by authority duly given, this the day and year first above written.

CAROLINA PLANTATION DEVELOPMENT
CORPORATION, a North Carolina corporation

By:



Anthony W. Sydes, President

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

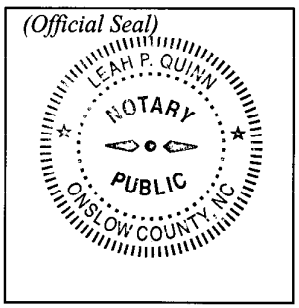
I certify that the following person personally appeared before me this day, acknowledging to me that he signed the foregoing document for the purpose(s) stated therein, in the capacity indicated therein: Anthony W. Sydes.

Date: 08/22/2011

Leah P. Quinn
Signature of Notary Public

Leah P. Quinn
Notary's printed or typed name

My commission expires: 12/14/2013



Notary seal or stamp must appear within this box.

CONSENT OF LIENHOLDER

Anthony W. Sydes, ("Lender") is the holder of the beneficial interest under those certain deeds of trust given by Declarant for the use and benefit of Lender, dated March 10, 2010, and recorded in Book 3370, Page 812 in the office of the Register of Deeds of Onslow County, North Carolina and dated October 1, 2010, and recorded in Book 3490, Page 899 in the office of the Register of Deeds of Onslow County, North Carolina. WASLAW, LLC is the trustee under said deeds of trust ("Trustee"). Lender and Trustee hereby join in the execution of this document to consent to the terms hereof, and to all restrictions, covenants, terms, easements, obligations and other matters set forth in this document, as the same may hereafter be amended, modified, supplemented, or changed.

IN TESTIMONY WHEREOF, the parties have properly executed this document, this the 22nd day of August, 2011.

(SIGNATURE PAGES FOLLOW)

Anthony W. Sydes (SEAL)
Anthony W. Sydes

STATE OF NORTH CAROLINA
COUNTY OF ONSLOW

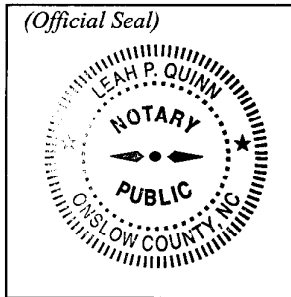
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Date: 8/22/2011

Leah P. Quinn
Signature of Notary Public

Leah P. Quinn
Notary's printed or typed name

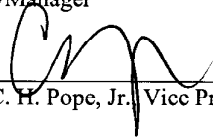
My commission expires: 12/14/2013



Notary seal or stamp must appear within this box.

WASLAW, LLC (SEAL)

By: Ward and Smith, P.A. (SEAL)
Member/Manager

By:  (SEAL)
C. H. Pope, Jr. Vice President

STATE OF NORTH CAROLINA
COUNTY OF CRAVEN

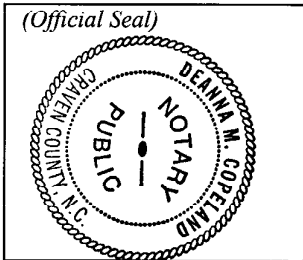
I certify that the following person personally appeared before me this day, acknowledging to me that he signed the foregoing document for the purpose(s) stated therein, in the capacity indicated therein: C. H. Pope, Jr.

Date: 8/23/11


Signature of Notary Public

Deanna M. Copeland
Notary's printed or typed name

My commission expires: 3/7/2014



Notary seal or stamp must appear within this box.

080621-00003
ND: 4832-5312-5130, v. 1

EXHIBIT "A"

Those tracts or parcels of land lying and being situate in Onslow County, North Carolina, and being more particularly depicted on the map entitled "THE BURROUGHS SECTION I-B AT CAROLINA PLANTATIONS" recorded in Map Book 62, Page 161 in the office of the Register of Deeds of Onslow County, North Carolina.