

STATE OF SOUTH CAROLINA) FIRST AMENDMENT TO MASTER DEED
) OF WOODLAKE VILLAS HORIZONTAL
COUNTY OF BEAUFORT) PROPERTY REGIME
Deed Book 365 at page 1342
Office of the Clerk of Court
Beaufort County

TO ALL WHOM THESE PRESENTS MAY COME:

WHEREAS, Woodlake Villas - Place West Limited Partnership (the "Developer") is a South Carolina Limited Partnership, having its principal place of business located at 22 New Orleans Road, Shipyard Center, Hilton Head Island, South Carolina; and

WHEREAS, the Developer established a horizontal property regime known as WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME by Master Deed recorded March 18, 1983, in Deed Book 365 at page 1342 of the Office of the Clerk of Court of Beaufort County; and

WHEREAS, the Developer in said Master Deed reserved the right to expand the Regime by filing an amendment to the Master Deed; and

WHEREAS, the Developer has satisfied the conditions precedent to filing this amendment to expand the Regime, which conditions precedent are as follows:

(a) The improvements constructed on the real property to be added to the Regime have been constructed in a manner substantially identical in terms of design, exterior appearance, quality of construction, size, parking and landscaping to the existing 56 Units, Limited Common Area and Common Area comprising the original Project.

(b) All improvements constructed on the additional real property have been constructed in a good and workmanlike manner and the improvements are substantially complete.

(c) A certificate as to the satisfaction by the Developer of the conditions precedent set forth in Paragraph (b) above have been provided to the Association by an engineer or architect approved by the Board of Directors.

(d) All taxes and other assessments relating to the real property to be added to the Regime are paid or funds escrowed covering any period prior to submission to the Regime.

FILED IN DEED - " BOOK 371 PAGE 1921
FILED BY 17.26.20 ON 07/29/83

(e) Mechanics' lien affidavits or waivers have been delivered to the Association evidencing that no person who has rendered services or provided materials in regard to the construction of the improvements on the real property to be added to the Regime has any claim which may constitute a lien on any portion of the Project, including the real estate and improvements to be added thereto; or a title insurance policy has been provided to the Association insuring over such liens.

(f) The Developer has provided with respect to the real property and improvements to be added to the Regime substantially the same warranties that are contained in Sections 3.4 and 3.5 of the Master Deed (with the one year time period set forth in Section 3.5 to commence upon conveyance of sixty (60%) per cent of the Units being added to the Regime); and

WHEREAS, the Developer is the owner of that certain real property more fully described in Exhibit K of the Master Deed and attached hereto located at Hilton Head Island, South Carolina; and

WHEREAS, the Developer is in the process of constructing 56 condominium units together with common areas and amenities on the property described in Exhibit K and known as Phase II; and

WHEREAS, the Developer deems it appropriate to expand the Woodlake Villas Horizontal Property Regime by duly executing and recording this First Amendment to the Master Deed in the Office of the Clerk of Court for Beaufort County, South Carolina; and

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that the Developer hereby expands the Woodlake Villas Horizontal Property Regime and submits the property described in Exhibit K known as Phase II, together with all easements, rights and appurtenances thereunto belonging, to the provisions of Sections 27-31-10 through 27-31-300 of the South Carolina Code of Laws (1976) and hereby creates thereon a horizontal property regime known as WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME, subject to the following:

AMENDMENT NO. 1

EXHIBIT B, SITE PLAN, WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME is amended by adding the additional recording information for the as-built survey/site plan for Phase II of Woodlake Villas as follows:

See Plat Book 31 at Page 134 for Site Plan for Phase II.

FILED IN DEED - W BOOK 373 PAGE 1302
FILED AT 12:22:00 ON 07/28/07

AMENDMENT NO. 2

EXHIBIT C, FLOOR PLANS, WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME is amended by adding the additional recording information for the floor plans for Phase II of Woodlake Villas as follows:

See Plat Book 31 at Page 134 for Floor Plans for Phase II.

AMENDMENT NO. 3

EXHIBIT F, SCHEDULE OF ASSIGNED VALUES AND PERCENTAGE INTERESTS, WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME is amended by deleting Exhibit F in its entirety and substituting the attached Exhibit F in lieu thereof.

The terms and provisions of the Master Deed dated March 18, 1982, shall continue in full force and effect except as amended hereinabove, including without limitation, the description of the portions of real property and improvements which constitute Units, Common Area and Limited Common Area, to the extent necessary to cause the additional real property and the improvements described in Exhibit K known as Phase II to be treated as fully an integral part of the Regime as if said real property and improvements constituted a portion of the Project as of the effective date of the Master Deed.

IN WITNESS WHEREOF, Developer has caused this First Amendment to Master Deed to be executed this 15th day of July, 1983.

WITNESSES:

WOODLAKE VILLAS - PLACE WEST LIMITED PARTNERSHIP, a South Carolina limited partnership

By: Rossignol & Associates, Inc., its general partner

Jim L. Palk
Eric B. Slaton

By: L. F. Rossignol, III
L. F. Rossignol, III,

BEAUFORT COUNTY DEVELOPMENT STANDARDS
- FINAL PLAN APPROVAL -

This is to certify that the Beaufort County Joint Planning Commission has found the site plan shown hereon to be in compliance with the Beaufort County Development Standards Ordinance and has authorized issuance of a development permit.

Date of Planning Commission approval 6/21/83

Development Permit # 0433 -3-

Certified by Charles Slaton 7/20/83

FILED IN DEED - 7 8000 JTC PAGE 1800
FILED AT 17 22 83 BY 27/28/83

WITNESSES:

By: GFI Associates, its general partner

J. Lane Coover
Laura Swanson

By: [Signature]
Herb King

J. Lane Coover
Laura Swanson

By: [Signature]
Lottie Woodward

Jim L. Peck
[Signature]

By: [Signature]
Patrick E. Freer

STATE OF South Carolina)
COUNTY OF Beaufort)

P R O B A T E

PERSONALLY APPEARED before me Jim Peck, and made oath that s/he saw the within-named WOODLAKE VILLAS - PLACE WEST LIMITED PARTNERSHIP, by Rossignol & Associates, Inc., its general partner, by L. F. Rossignol, III, President, sign, seal and as its act and deed, deliver the within written FIRST AMENDMENT TO MASTER DEED OF WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME; and that s/he with Eria Stranhouse witnessed the execution thereof.

SWORN TO BEFORE ME THIS
15th day of July, 1983.

[Signature]
Notary Public for Beaufort County
Commission Expires: My Commission Expires March 31, 1990

Jim L. Peck

FILED IN DEED - Y BOOK 173 PAGE 1994
FILED AT 17.02.83 IN 07/22/83

STATE OF SOUTH CAROLINA)
COUNTY OF ~~HIGHLAND~~ ^{Beaufort}) PROBATE

PERSONALLY APPEARED before me JoAnne Conner, and made oath that s/he saw the within-named WOODLAKE VILLAS - PLACE WEST LIMITED PARTNERSHIP, by GFI ASSOCIATES, its general partner, by Herb King, Lottie Woodward, and ~~Patrick E. Freer~~, sign, seal and as its act and deed, deliver the within written FIRST AMENDMENT TO MASTER DEED OF WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME; and that s/he with Laura Swenson witnessed the execution thereof.

SWORN TO BEFORE ME THIS
15th day of July, 1983.

Kathleen Reynolds Wooten
Notary Public for Beaufort County
Commission Expires: My Commission Expires March 31, 1990

JoAnne Conner

STATE OF SOUTH CAROLINA)
COUNTY OF BEAUFORT) PROBATE

PERSONALLY APPEARED before me Jim Peck, and made oath that s/he saw the within-named WOODLAKE VILLAS - PLACE WEST LIMITED PARTNERSHIP, by GFI ASSOCIATES, its general partner, by Patrick E. Freer, sign, seal and as its act and deed, deliver the within written FIRST AMENDMENT TO MASTER DEED OF WOODLAKE VILLA HORIZONTAL PROPERTY REGIME; and that s/he with Eric Steinhauser witnessed the execution thereof.

SWORN TO BEFORE ME THIS
15th day of July, 1983.

Kathleen Reynolds Wooten
Notary Public for
Commission Expires: My Commission Expires March 31, 1990

Jim R Peck

EXHIBIT F
 SCHEDULE OF ASSIGNED VALUES AND PERCENTAGE INTERESTS
 WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME

<u>BUILDING NO. AND TYPE</u>	<u>UNIT NO.</u>	<u>ASSIGNED VALUATION</u>	<u>ASSIGNED % INTEREST</u>
1D	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
2A	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
3A	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
4A	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
5D	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
30C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
31C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
32C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
33B	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
34C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
35C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%

<u>BUILDING NO. AND TYPE</u>	<u>UNIT NO.</u>	<u>ASSIGNED VALUATION</u>	<u>ASSIGNED % INTEREST</u>
36C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
37B	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
46C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
6B	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
7A	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
8C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
9A	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
10B	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
11A	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
12D	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
13A	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
14A	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
15C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
38C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%

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<u>BUILDING NO. AND TYPE</u>	<u>UNIT NO.</u>	<u>ASSIGNED VALUATION</u>	<u>ASSIGNED % INTEREST</u>
39C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
40C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
41C	1	\$65,000.00	.89285%
	2	\$65,000.00	.89285%
	3	\$65,000.00	.89285%
	4	\$65,000.00	.89285%
112 Units		\$7,280,000.00	100.00000%

FILED IN DEED - 17 BOOK 073 PAGE 1299

The common element interests shown above and set forth in this Exhibit F have been rounded off to the nearest .00001% without exceeding 100%. The interest appertaining to any Unit can be determined more precisely by dividing the value of that Unit by the value of all the Units as those values are shown above.

In the event the Developer elects to expand the Regime as provided in Article XIII of the Master Deed, all Units added to the Regime shall have the following valuations:

<u>Description</u>	<u>Assigned Valuation</u>
All 2 Bedroom Units not bordering a lake	\$65,000.00
All 2 Bedroom Units bordering a lake	\$65,000.00

The Percentage Interest appurtenant to each Unit of the Regime shall thereafter be established in accordance with the following formula:

$$\frac{v^u}{A} = P^u$$

- P^u = Percentage Interest of each Unit.
- v^u = Valuation of the respective Unit as set forth in this Exhibit F
- A = Aggregate Valuation of all Units existing in the Regime and added to the Regime as provided in Article XIII of the Master Deed.

The following charts demonstrate the adjustment in the Percentage Interests assuming that Phases III and IV are added to the Regime. (However, the exact adjustment of Percentage Interests is not subject to calculation until the exact number and size of all Units to be added to the Regime is established.) In the event that an addition of Units to the Regime results in a calculation of percentage interests in accordance with the above formula which do not total 100%, the amount necessary to bring such total to 100% shall be allocated by the Board of Directors.

ASSIGNED PERCENTAGE INTERESTS
ASSUMING PHASE III IS ADDED TO THE REGIME

<u>UNITS</u>	<u>ASSIGNED VALUATION</u>	<u>20 ADDITIONAL 2 BEDROOM UNITS &</u>	<u>36 ADDITIONAL 2 BEDROOM UNITS-LAKEFRONT</u>
2 Bedroom (Phase I)	\$65,000.00		.59523X
2 Bedroom- Lakefront (Phase I)	\$65,000.00		.59523X
2 Bedroom (Phase II)	\$65,000.00		.59523X
2 Bedroom- Lakefront (Phase II)	\$65,000.00		.59523X
2 Bedroom (Phase III)	\$65,000.00		.59523X
2 Bedroom- Lakefront (Phase III)	\$65,000.00		.59523X

ASSIGNED PERCENTAGE INTERESTS
ASSUMING PHASE IV IS ADDED TO THE REGIME

<u>UNITS</u>	<u>ASSIGNED VALUATION</u>	<u>32 ADDITIONAL 2 BEDROOM UNITS &</u>	<u>24 ADDITIONAL 2 BEDROOM UNITS-LAKEFRONT</u>
2 Bedroom (Phase I)	\$65,000.00		.44642X
2 Bedroom- Lakefront (Phase I)	\$65,000.00		.44642X
2 Bedroom (Phase II)	\$65,000.00		.44642X
2 Bedroom- Lakefront (Phase II)	\$65,000.00		.44642X
2 Bedroom (Phase III)	\$65,000.00		.44642X
2 Bedroom- Lakefront (Phase III)	\$65,000.00		.44642X
2 Bedroom (Phase IV)	\$65,000.00		.44642X
2 Bedroom- Lakefront (Phase IV)	\$65,000.00		.44642X

FILED IN REG. - P. 500K 1977 PAGE 1093
 FILED IN 17.00.00 ON 07/20/83

EXHIBIT K

LEGAL DESCRIPTION OF PHASE II LAND

WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME

ALL that certain piece, parcel or tract of land, together with any improvements thereon, situate, lying and being on Hilton Head Island, Beaufort County, South Carolina, containing 6.54 acres, and being more fully shown as Phase II on a plat prepared by Coastal Surveying Co., Inc., dated December 30, 1981, last revised March 7, 1983, and recorded in the Office of the Clerk of Court for Beaufort County in Plat Book 31 at Page 66; said property being bounded on the east by Phase I (8.58 acres) and Phase III (6.22 acres), on the south by Phase III (6.22 acres), on the west by property N/F of Lynn Smith, and on the north by property N/F of The Hilton Head Company, Inc., and having such courses, metes, measurements, and boundaries as shown on the aforesaid plat which is incorporated herein by reference.

The above described property is a portion of the property conveyed to Woodlake Villas - Place West Limited Partnership by deed of Sentry Engineering & Construction, Inc., dated February 13, 1982, and recorded in the Office of the Clerk of Court for Beaufort County in Deed Book 341 at Page 1884.

FILED IN DEED - BOOK 373 PAGE 1818
FILED AT 17.02.82 ON 07/28/82



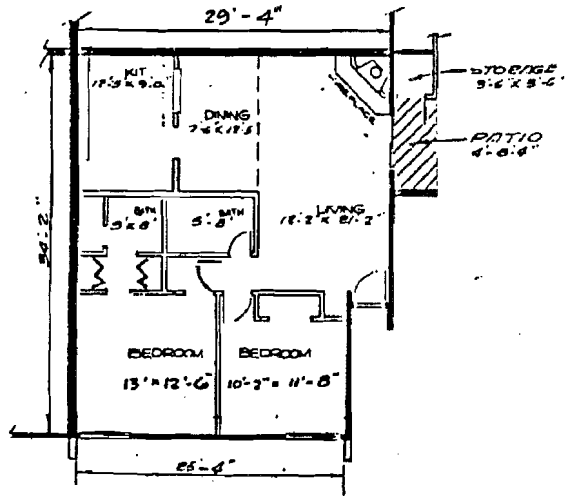
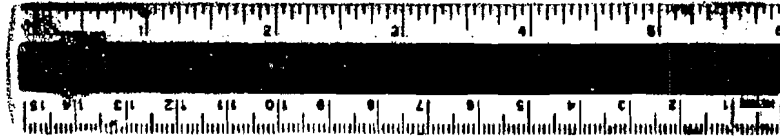
The "As-Built Survey of Woodlake Villas Phase II", dated February 17, 1983, last revised July 2, 1983, by Coastal Surveying Co., Inc. fully and accurately depicts, within reasonable construction tolerances the lay-out, location, number/letter identification of the building and units contained therein, which survey is recorded in the office of the Clerk of Court for Beaufort County, South Carolina, Plat Book 31, Page 134.

David M. Zickel

7-12-83



FILED IN DEED - Y BOOK 073 PAGE 1811
FILED AT 17.08.83 ON 07/28/83

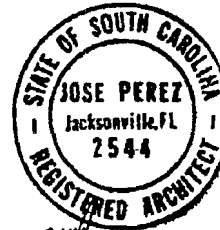


FILED IN REEDS - 1 BOOK 370 PAGE 1342
FILED AT JACKSONVILLE ON 07/28/72

WOODLAKE VILLAS TWO
A CONDOMINIUM
HILTON HEAD, SOUTH CAROLINA

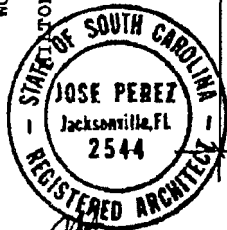
BUILDING 'A' FLOOR PLAN

Architect certifies that the floor plan shown herewith
is a correct representation of the actual design drawings.



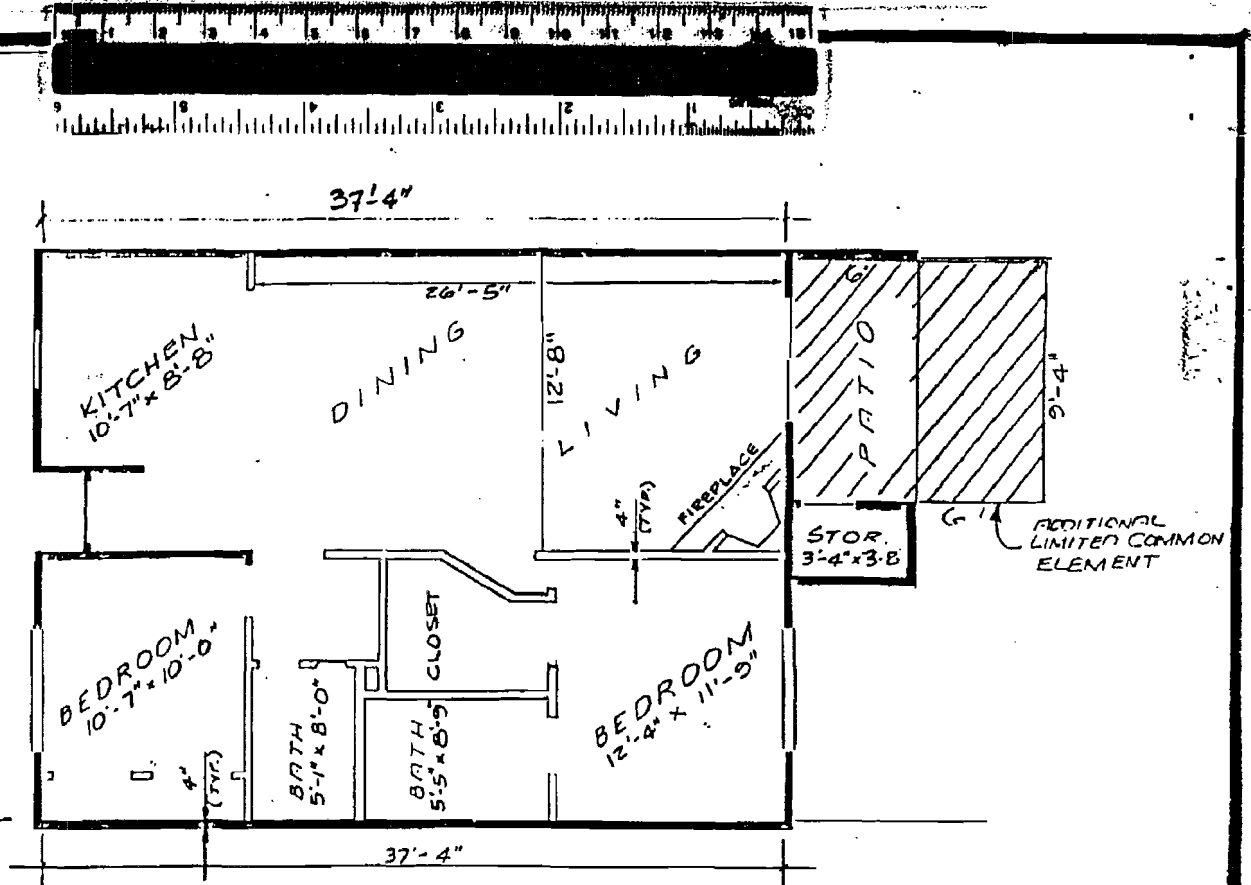
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WOODLAKE VILLAS TWO
A CONDOMINIUM
AT FORT MONROE HEAD, SOUTH CAROLINA

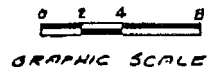


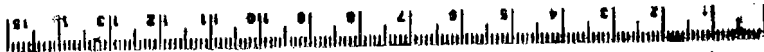
Architect certifies that the floor plan shown herewith is a correct representation of the actual design drawings.

FILED IN BOOK 1177 PAGE 1812
FILED BY 17-88-23 BY 27-02-83



FLOOR PLAN 'UNIT B'

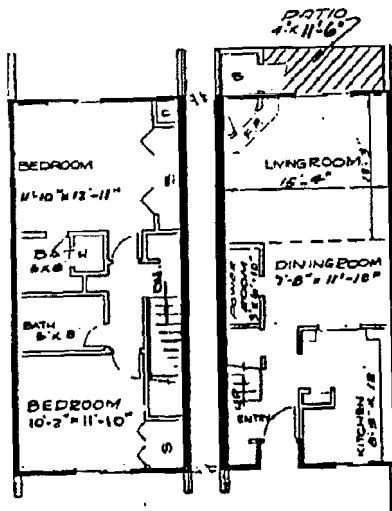




WOODLAKE VILLAS TWO
A CONDOMINIUM
HILTON HEAD, SOUTH CAROLINA



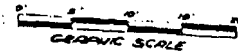
Architect certifies that the floor plan shown herewith is a correct representation of the actual design drawings.



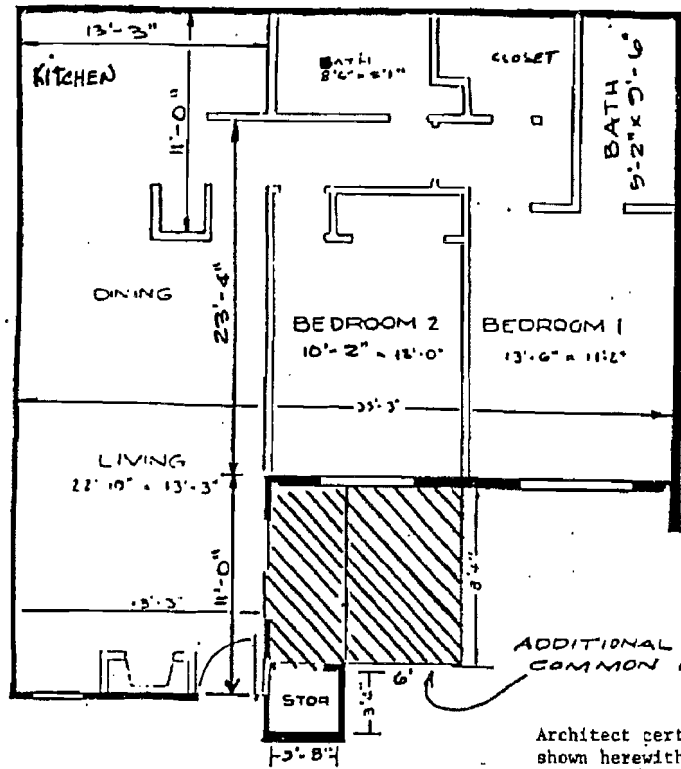
CENTER UNITS

UPPER LEVEL LOWER LEVEL

TYPICAL UNIT C



FILED IN DEED - 11 500K - 370 PAGE 1814
FILED IN 17,000,00 ON 03-20-08



TYPICAL UNIT 'D'

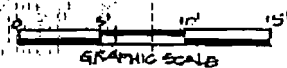
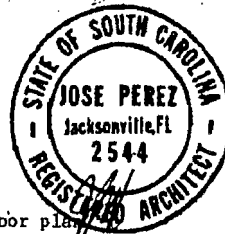
ADDITIONAL LIMITED COMMON ELEMENT

Architect certifies that the floor plan shown herewith is a correct representation of the actual design drawings.

FILED IN 1980 - 12:00 PM - 3772 - PAGE 1815
 FILED IN 1980 - 04:20 PM - 3772 - PAGE 1815

Woodlake Villas Inc.

STATE OF SOUTH CAROLINA
 ARCHITECTS
 JOSE PEREZ
 JACKSONVILLE, FL
 2544
 REGISTERED ARCHITECT



WOODLAKE VILLAS TWO
 A CONDOMINIUM
 HILTON HEAD, SOUTH CAROLINA

H+m/RTWM

STATE OF SOUTH CAROLINA) SECOND AMENDMENT TO MASTER DEED
) OF WOODLAKE VILLAS HORIZONTAL
COUNTY OF BEAUFORT) PROPERTY REGIME
 Deed Book 365 at page 1342
 Office of the Clerk of Court
 Beaufort County

TO ALL WHOM THESE PRESENTS MAY COME:

WHEREAS, Woodlake Villas - Place West Limited Partnership (the "Developer") is a South Carolina Limited Partnership, having its principal place of business located at 22 New Orleans Road, Shipyard Center, Hilton Head Island, South Carolina; and

WHEREAS, the Developer established a horizontal property regime known as WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME by Master Deed recorded March 18, 1983, in Deed Book 365 at page 1342 of the Office of the Clerk of Court of Beaufort County; and

WHEREAS, the Developer in said Master Deed reserved the right to expand the Regime by filing an amendment to the Master Deed; and

WHEREAS, the Developer expanded the Regime by recording the First Amendment to Master Deed of Woodlake Villas Horizontal Property Regime in Deed Book 373 at page 1801 of the Office of the Clerk of Court of Beaufort County; and

WHEREAS, said First Amendment included the recording of an as-built survey/site plan for Phase II of Woodlake Villas which was recorded in Plat Book 31 at page 134 of the Office of the Clerk of Court of Beaufort County; and

WHEREAS, said as-built survey/site plan improperly showed the location of certain improvements located on that certain real property more fully described in Exhibit K of the Master Deed and known as Phase II; and

WHEREAS, the Floor Plans for Phase II recorded with the First Amendment to the Master Deed were erroneously shown as being recorded in Plat Book 31 at page 134 of the Office of the Clerk of Court of Beaufort County; and

WHEREAS, the Developer deems it appropriate to correct said as-built survey/site plan of Phase II of the Woodlake Villas Horizontal Property Regime and said erroneous recording information for the Floor Plans for Phase II by duly executing and recording this Second Amendment to the Master Deed in the Office of the Clerk of Court for Beaufort County, South Carolina; and

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that the Developer hereby files this Second Amendment to the Master Deed of Woodlake Villas Horizontal Property Regime:

FILED IN DEED - M BOOK 381 PAGE 1338
FILED AT 162500 ON 11/15/83

AMENDMENT NO. 1

EXHIBIT B, SITE PLAN, WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME is amended by deleting the following recording information for the as-built survey/site plan for Phase II of Woodlake Villas as follows:

See Plat Book 31 at Page 134 for Site Plan for Phase II.

and substituting in lieu thereof the additional recording information for the as-built survey/site plan for Phase II of Woodlake Villas as follows:

See Plat Book 31 at Page 202 for Site Plan for Phase II.

AMENDMENT NO. 2

EXHIBIT C, FLOOR PLANS, WOODLAKE VILLAS HORIZONTAL PROPERTY REGIME is amended by deleting the following recording information for the floor plans for Phase II of Woodlake Villas as follows:

See Plat Book 31 at Page 134 for Floor Plans for Phase II.

and substituting in lieu thereof the additional recording information for the floor plans for Phase II of Woodlake Villas as follows:

See Deed Book 373 at Pages 1812, 1813, 1814 and 1815, for Floor Plans for Phase II.

The terms and provisions of the Master Deed dated March 18, 1982, shall continue in full force and effect except as amended hereinabove, including without limitation, the description of the portions of real property and improvements which constitute Units, Common Area and Limited Common Area, to the extent necessary to cause the additional real property and the improvements described in Exhibit K known as Phase II to be treated as fully an integral part of the Regime as if said real property and improvements constituted a portion of the Project as of the effective date of the Master Deed.

IN WITNESS WHEREOF, Developer has caused this Second Amendment to Master Deed to be executed this 14 day of NOVEMBER, 1983.

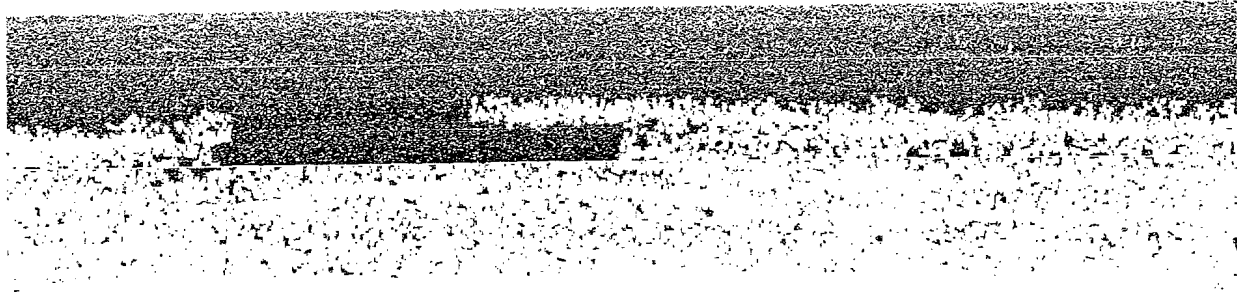
WITNESSES:

WOODLAKE VILLAS - PLACE WEST LIMITED PARTNERSHIP, a South Carolina limited partnership

By: Fred Rossignol Development Corporation (formerly Rossignol & Associates, Inc.), its general partner

By: L. F. Rossignol, III
L. F. Rossignol, III
FILED IN DEED - * 5000 381 PAGE 1831
FILED AT 162500 ON 11/15/83

John H. Price
John H. Price
Cory E. Price -2-



WITNESSES:

By: GFI Associates, its general partner

J. Lane Cooper
Gene Ann Lunden

By: Herb King
Herb King

J. Lane Cooper
Gene Ann Lunden

By: Lottie Woodward
Lottie Woodward

J. Lane Cooper
Gene Ann Lunden

By: Patrick E. Freer
Patrick E. Freer

STATE OF South Carolina)
COUNTY OF Beaufort)

P R O B A T E

PERSONALLY APPEARED before me J. M. HENDY
and made oath that s/he saw the within-named WOODLAKE VILLAS - PLACE
WEST LIMITED PARTNERSHIP by Fred Rossignol Development Corporation
(formerly Rossignol & Associates, Inc.), its general partner, by
L. F. Rossignol, III, President, sign, seal and as its act and deed,
deliver the within written SECOND AMENDMENT TO MASTER DEED OF WOODLAKE
VILLAS HORIZONTAL PROPERTY REGIME; and that s/he with Cory F. Price and
MICHAEL W. COBB witnessed the execution thereof.

SWORN TO BEFORE ME THIS

14th day of November, 1983.

Cory F. Price (LS)

Notary Public for
Commission Expires: MY COMMISSION EXPIRES
ON APRIL 13, 1986

J. M. Hendy

WIDS

PHASE 2

Not
Public
County
Authorized

6/20/83

-3-

6433
Roger H. Bailey 11/11/83

FILED IN DEED - "B" BOOK 381 PAGE 1832
FILED AT 152500 ON 11/15/83

STATE OF SOUTH CAROLINA)
COUNTY OF Beaufort)

P R O B A T E

PERSONALLY APPEARED before me Joanne Conner,
and made oath that s/he saw the within-named WOODLAKE VILLAS -
PLACE WEST LIMITED PARTNERSHIP, by GFI ASSOCIATES, its general
partner, by Herb King, Lottie Woodward, and Patrick E. Freer,
sign, seal and as its act and deed, deliver the within written
SECOND AMENDMENT TO MASTER DEED OF WOODLAKE VILLAS HORIZONTAL
PROPERTY REGIME; and that s/he with Jane Ann Sanders
witnessed the execution thereof.

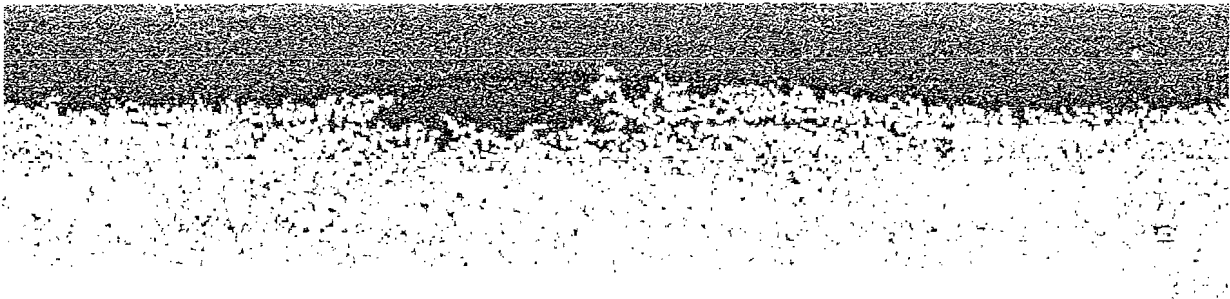
SWORN TO BEFORE ME THIS

14th day of November, 1983.

Jane Ann Sanders (LS)
Notary Public for SC
Commission Expires: 7-29-92

Joanne Conner

FILED IN DEED - M BOOK 381 PAGE 1833
FILED AT 162508 ON 11/15/83



Herring & Mayer

FILED IN DEED - M BOOK 381 PAGE 1834
FILED AT 162500 ON 11/15/83
BOOK NUMBER 381 PAGES 1830-1834
FILING FEE 5.00
STATE STAMPS .06
COUNTY STAMPS .20

The "As-Built Survey of Woodlake Villas Phase I", dated February 17, 1983,
last revised October 10, 1983, by Coastal Surveying Co., Inc., and
HENRY JACKSON

accurately depicts, within reasonable construction tolerances the lay-out, location, number/letter identification of the building and units contained therein, which survey is recorded in the office of the Clerk of Court for Beaufort County, South Carolina, Plat Book _____, Page _____.

David M. Nichol Date 11-8-83
David M. Nichol
Comprehensive Architects



BEAUFORT COUNTY DEVELOPMENT STANDARDS

APPROVAL - *Phase 2*
This plan has been approved by the Beaufort County Joint Planning Commission. The plan shown is a true and correct copy of the plan as shown to the Beaufort County Planning Commission and has authorized the Clerk of Court to record the same.
Date of Planning Commission Approval *6/21/82*
Development Permit No. *0433*
Certified by *Raymond A. Daily* 11/14/83