

PREPARED BY AND RETURN TO:

RE: PLAT BOOK 132, PAGE 29

Lynn A. Gardner
Glankler, Brown, Gilliland
Chase, Robinon & Raines
6000 Poplar, Suite 311
Memphis, TN 38119

THIRD AMENDMENT TO DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS
RICHWOOD P.U.D.

By Declaration of Covenants, Conditions and Restrictions of Richwood P.U.D. dated January 28, 1987, recorded under Instrument Number Z1 1656 as amended at Instrument Numbers AC 2782 and AJ 5839, Richmond Road Partnership, a Tennessee general partnership ("Declarant"), created Richwood P.U.D. Article VI of said Declaration gives Declarant the right to expand the planned unit development on the basis stated therein. National Bank of Commerce joins herein for the purpose of approving the expansion of the planned unit development as set forth herein.

Declarant now desires to expand the planned unit development in the following particulars:

1. The number of lots is increased from two hundred fifteen (215) lots to two hundred seventy two (272) lots.
2. The land described on Exhibit "A" attached hereto is made a part of the Declaration of Covenants, Conditions and Restrictions of Richwood P.U.D. for all purposes whatsoever.

IN WITNESS WHEREOF, the undersigned have caused this Third Amendment to be executed on the 15th day of ~~September~~^{October}, 1990.

RICHMOND ROAD PARTNERSHIP, a Tennessee general partnership

By: Leader Enterprises, Inc.,
successor in interest of Faxon,
Inc., a Tennessee corporation,
general partner

By: *Wesley J. J...*
Title: *EVP*

By: Patton & Taylor Enterprises,
Inc., a Tennessee corporation,
general partner

By: *Clyde F...*
Title: *President*

BW 9002

NATIONAL BANK OF COMMERCE

By: Kim Hamner,

Title: Vice President

STATE OF TENNESSEE

COUNTY OF SHELBY

Before me, a duly qualified notary public in and for said county and state, personally appeared Wesley Hays, Executive Vice President of Leader Enterprises, Inc., successor in interest of Faxon, Inc., a Tennessee corporation, and Clyde Patton, Jr., President of Patton & Taylor Enterprises, Inc., a Tennessee corporation, with whom I am personally acquainted, and who, upon their separate oaths acknowledged themselves to be all of the partners doing business as, and in the name of Richwood Road Partnership, a Tennessee general partnership, the within named bargainer, and they, as such partners, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by subscribing thereto the name of the said partnership by themselves as such partners, and they further acknowledged that they executed said instrument as their free act and deed and as the free act and deed of Richmond Road Partnership, a Tennessee general partnership.

WITNESS my hand and notarial seal at office this 1st day of October, 1990.

Wesley Hays
NOTARY PUBLIC

My Commission Expires:
3-1-92

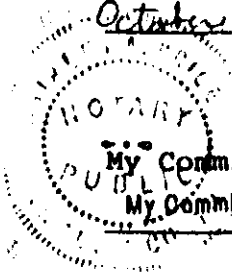
STATE OF TENNESSEE

COUNTY OF SHELBY

Before me, a Notary Public, in and for said State and County, duly commissioned and qualified, personally appeared Kim Hamner, with whom I am personally acquainted, and who upon oath, acknowledged herself to be the Assistant Vice President of the National Bank of Commerce, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the National Bank of Commerce by herself as such Assistant Vice President.

WITNESS my hand and notarial seal at office this 2nd day of October, 1990.

Shirley D. Pucci
NOTARY PUBLIC



My Commission Expires:
My Commission Expires Mar. 29, 1994

BW 9002

EXHIBIT "A"

Phase 6: Lots 216-272, inclusive, Phase 6, Richmond P.U.D., as shown on plat of record in Plat Book 132, Page 29, Register's Office of Shelby County, Tennessee, to which plat reference is hereby made for a more particular description of said lots.

BW9002

90 OCT -3 PM 12:49
SHELBY COUNTY
REGISTER OF DEEDS

No. BW 9002
STATE TAX _____
REGISTER'S FEE _____
RECORDING FEE <u>9.00</u>
TOTAL _____
STATE OF TENNESSEE
SHELBY COUNTY
GUY B. BATES
REGISTER
<i>MB</i> 23
S.R.