

jvc382:06/06/86

THIS INSTRUMENT PREPARED BY:
Dearborn & Ewing
1200 One Commerce Place
Nashville, Tennessee 37239

THIRD AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS
(HEARTHSTONE MANOR)

This Third Amendment to Declaration of Covenants, Conditions, and Restrictions is made this 9th day of June, 1986, by Radnor/Nashville Corporation, a Delaware corporation qualified to do business in Tennessee (hereinafter referred to as "Declarant"),

W I T N E S S E T H:

WHEREAS, Declarant has previously filed for record a Declaration of Covenants, Conditions, and Restrictions, dated November 9, 1984, and recorded on November 13, 1984, in Book 6424, page 839, Register's Office for Davidson County, Tennessee (the "Declaration") with respect to a development referred to therein as Hearthstone Manor; and

WHEREAS, said Declaration has previously been amended by an Amendment dated June 13, 1985, of record in Book 6582, page 154, and by a Second Amendment dated July 5, 1985, of record in Book 6600, page 3, said Register's Office; and

WHEREAS, Article XIII, Section 2(b) of the Declaration provides that the Declarant shall have the unilateral right to amend the Declaration during such time as Declarant is a Class B member; and

WHEREAS, Declarant is presently a Class B member and desires to amend the Declaration as hereinafter set forth,

NOW, THEREFORE, in consideration of the foregoing premises, the aforementioned Declaration is hereby amended as follows:

Article III, Section 1(b), subparagraph (ii), which currently states "the 30th day of December, 1994;" shall be amended to read "the 30th day of December, 1990;"

This Amendment shall be effective upon filing.

IN WITNESS WHEREOF, this instrument has been executed on the day and date first above set forth.

RADNOR/NASHVILLE CORPORATION

BY: [Signature] L. J. AUSTIN

TITLE: PRESIDENT

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

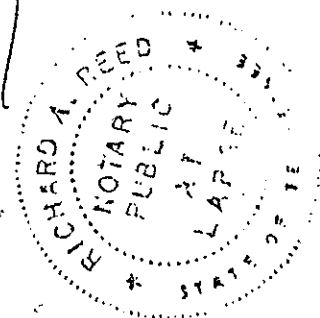
Before me, RICHARD A. REED, a Notary Public in and for the County and State aforesaid, personally appeared LESLIE J. AUSTIN, with whom I am personally acquainted, and who upon oath acknowledged HIMself to be PRESIDENT of Radnor/Nashville Corporation, the within named bargainor, a corporation, and that HIM as such PRESIDENT, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by HIMself as PRESIDENT.

Witness my hand and seal at office in Nashville, Tennessee, this the 9th day of JUNE, 1986.

[Signature]
NOTARY PUBLIC

My Commission Expires:

My Commission Expires Oct. 19, 1986



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IDENTIFICATION REFERENCE

JUN 11 3 24 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN