

**FIRST AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
CHESAPEAKE EQUINE, INC. PROPERTY,
UNIT 1, SECTION 1 AND UNIT 2, SECTION 1
(GLENS AT GREENDALE VILLAGE)**

THIS FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS (the "First Amendment"), is made and entered in to this the 21 day of March, 2005, by BEAZER HOMES INVESTMENTS, LLC, a Delaware limited liability company (formerly known as Cutter Homes, Ltd., a Kentucky corporation d/b/a Beazer Homes) (the "Developer").

WITNESSETH:

WHEREAS, Developer imposed Declaration of Covenants, Conditions and Restrictions for Chesapeake Equine, Inc. Property, Unit 1, Section 1 and Unit 2, Section 1 (Glens at Greendale Village) (the "Declaration"), which were recorded with the Fayette County Court Clerk on February 15, 2005 in Deed Book 2529, Page 343; and

WHEREAS, Developer is desirous of amending a portion of the Declaration regarding minimum square footage of residences built in the Subdivision (as defined in the Declaration).

NOW, THEREFORE, the Developer does hereby amend the Declaration as follows:

1. Section 3(b) is hereby deleted in its entirety and is replaced by the following:

"3.(b) The following are required minimum square footages for the primary permanent residential structure:

- (1) All one (1) story homes shall have a minimum floor area of 1,200 square feet on the ground, exclusive of the garage.**
- (2) One and one-half (1-1/2) or two (2) story homes shall have a minimum aggregate floor area of 1,400 square feet, exclusive of the garage.**
- (3) Any other type of home not specifically listed above shall have a minimum floor area of 1,400 square feet exclusive of the garage, and its design must first be approved by the Developer."**

RETURN TO PREPARER (MMLK)

2. Except as otherwise specifically modified herein, the remaining covenants, conditions and restrictions as to the use and occupancy of the Subdivision as set forth in the Declaration of Covenants, Conditions and Restrictions for Chesapeake Equine, Inc. Property, Unit 1, Section 1 and Unit 2, Section 1 (Glens at Greendale Village), appearing of record in Deed Book 2529, Page 343, in the Fayette County Clerk's Office shall remain in full force and effect.

IN WITNESS WHEREOF, the Developer, Beazer Homes Investments, LLC, has executed this First Amendment to Declaration of Covenants, Conditions and Restrictions the day and year first above written.

BEAZER HOMES INVESTMENTS, LLC

By: *Peter J. O'Hanlon*
Title: *Division President*

COMMONWEALTH OF KENTUCKY
COUNTY OF FAYETTE

The foregoing instrument was subscribed and sworn to before me on this the 21 day of March, 2005, by Peter J. O'Hanlon in his/her capacity as Division President of Beazer Homes Investments, LLC, a Delaware limited liability company, for and on behalf of said limited liability company.

Stephanie Santiago
NOTARY PUBLIC, STATE AT LARGE, KY

My commission expires: 1/14/2008

THIS INSTRUMENT PREPARED BY:

[Signature]
JAMES H. FRAZIER, III
McBrayer, McGinnis, Leslie & Kirkland, PLLC
201 East Main Street, Suite 1000
Lexington, Kentucky 40507
(859) 231-8780



I, Donald W Blevins, County Court Clerk
of Fayette County, Kentucky, hereby
certify that the foregoing instrument
has been duly recorded in my office.

Donald W Blevins

By: Doug BRADLEY, dc

200503290185

March 29, 2005

09:02:08 AM

Fees \$9.00

Tax \$0.00

Total Paid \$9.00

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