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STATE OF SOUTH CAROLINA)
COUNTY OF DORCHESTER)

2002 AUG 16 AM 9:55

LINDA T. MESSERVY
DORCHESTER COUNTY, SC

100/

**AMENDMENT TO THE DECLARATION OF PROTECTIVE COVENANTS
FOR
LEGEND OAKS PLANTATION**

Amendment to Declaration of Protective Covenants recorded in Book 1364, at Page 001, Register of Mesne Conveyances, Dorchester County, South Carolina.

WHEREAS, Plantation Development of South Carolina, Inc., a South Carolina corporation, has previously recorded certain Declaration of Protective Covenants for Legend Oaks Plantation, recorded in Book 1364; at Page 001; and

WHEREAS, Plantation Development of South Carolina, Inc. transferred and assigned its Declarant rights and obligations to Providence Development Partners SC, LLC pursuant to a deed recorded in the R.M.C. Office for Dorchester County on February 1, 1999, in Book 2127, at Page 319; and

WHEREAS, Providence Development Partners SC, LLC is the "Declarant" in the abovementioned Declaration of Protective Covenants; and

WHEREAS, Article XIII, Section 4 of said Declaration allows an amendment by the "Declarant"; and

WHEREAS, Providence Development Partners SC, LLC now desires to amend said Declaration;

NOW, THEREFORE, in consideration of the premises and pursuant to a resolution of the members adopted at a meeting on the 10th day of June, 2002, authorizing Gordon N. Lewchuk to make and execute this Amendment on behalf of the corporation, Providence Development Partners SC, LLC, herewith amends Exhibit "E" to the said Declaration entitled "Bylaws", Article III, Section 3 and Section 5 as follows:

Section 3. Number of Directors. The Board shall consist of five (5) members.

Section 5. Election and Term of Office. Owner-elected directors shall be elected and hold office as follows:

- (a) After the Declarant's right to appoint directors and officers terminates, the Association shall hold a special meeting, at which time the Owners shall elect five (5) directors;
- (b) At such special meeting as set forth in item (a) above, the five (5) candidates receiving the highest number of votes shall be elected to the Board. The three (3) directors receiving the highest number of votes shall each serve a term of two (2) years. The two (2) directors receiving the least number of votes shall each serve a term of one (1) year; and

(c) At annual meetings of the membership held after the special meeting as set forth in item (a) above, directors whose term shall have expired shall be elected for a fixed term of two (2) years. Members of the Board of Directors shall hold office until their respective successors shall have been elected by the Association.

All other provisions of the aforesaid Declaration recorded in Book 1364, at Page 001, in the Register of Mesne Conveyances, Dorchester County, South Carolina shall remain the same and have the full force and effect as set out in said book and page.

IN WITNESS WHEREOF, the undersigned has set its hand and seal this 9th day of July, 2002.

IN THE PRESENCE OF:

PROVIDENCE DEVELOPMENT PARTNERS SC, LLC

[Signature]
[Signature]

By: [Signature]
Gordon N. Lewchuk
Its: Manager

STATE OF NORTH CAROLINA)
)
COUNTY OF MECKLENBURG)

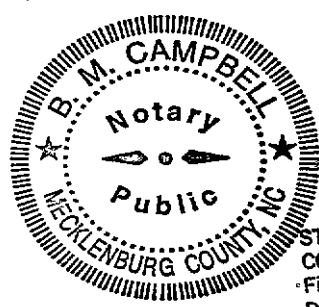
John Mullins PERSONALLY appeared before me the undersigned witness and made oath that (s)he saw the within named PROVIDENCE DEVELOPMENT PARTNERS SC, LLC, by Gordon N. Lewchuk, its Manager, sign the within Amendment and the said Corporation, by said officer, seal said Amendment and as its act and deed, deliver the same, and that (s) with the other witness whose name is subscribed above, witnessed the execution thereof.

SWORN to before me this 17th day of July, 2002.

[Signature]

B. M. Campbell
NOTARY PUBLIC OF SOUTH CAROLINA
North

My commission expires: August 1, 2005



STATE OF SOUTH CAROLINA
COUNTY OF DORCHESTER
Filed for record this 16th 2002
Day of August
at 9:55 AM M and recorded
in book 300 page 105
LINDA T MESSERVY
REGISTER OF MESNE CONVEYANCES