

AMENDMENT TO DECLARATION

KEMPTON PARK OWNERS ASSOCIATION

AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS, RESTRICTIONS AND EASEMENTS
(KEMPTON PARK OWNERS ASSOCIATION, INC.)

THIS AMENDMENT TO DECLARATION is made this 18th day of April, 2002 by TATE TERRACE REALTY INVESTORS, INC., a Virginia corporation, referred to hereinafter as "Developer", and TODAY HOMES, INC., a Virginia corporation, referred to hereinafter as "Today". Developer and Today both to be indexed both as Grantor and Grantee.

WHEREAS, Developer executed a certain Declaration of Covenants, Conditions, Conditions, Restrictions and Easements (the "Declaration") dated October , 2001 and recorded in the Clerk's Office of the Circuit Court of the City of Suffolk, Virginia on October 4, 2001 as Instrument No. 010012177 subject certain property lying, situate and being in the City of Suffolk, Virginia therein more particularly described to the covenants, conditions, restrictions and easements set forth in the Declaration, as the same has been amended from time to time;

WHEREAS, due to a typographical error in the description included as Exhibit A to the Declaration, the wrong property was described as being submitted to the Declaration; and

WHEREAS, Developer and Today desire to amend the Declaration in accordance with Section 10.07 of the Declaration as hereinafter more particularly set forth to correct the typographical error in the description of the Property submitted to the Declaration.

NOW, THEREFORE, WITNESSETH, that for and in consideration of the mutual covenants of Developer and Today, the benefits and burdens to attach to the Property, and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, Developer and Today do hereby agree and amend the Declaration as follows:

1. Exhibit A of the Declaration is amended by deleting the current Exhibit A and inserting the attached Exhibit A in lieu thereof.

2. Except as herein and previously revised and amended, the Declaration remains in full force and effect.

[The next page is the signature page.]

Tax Map Parcel No.: 12-31D
Acct. # 304731400

Witness the following signatures and seals, hereunto duly authorized.

TATE TERRACE REALTY INVESTORS, INC., a Virginia corporation

By: [Signature]
Name: R. GOTTIEB
Title: Asst. Sec.

TODAY HOMES, INC., a Virginia corporation

By: [Signature]
Name: R. GOTTIEB
Title: Asst. Sec.

STATE OF VIRGINIA
CITY OF VIRGINIA BEACH, to-wit:

The foregoing instrument was acknowledged before me, DEBRA A. DIETZ, a notary public in and for the jurisdiction aforesaid, by Raymond Gottlieb, Asst. Secretary of Tate Terrace Realty Investors, Inc., a Virginia corporation, on behalf of the corporation.

Given under my hand and seal this 18th day of April, 2002.

Debra A. Dietz
Notary Public

My commission expires: 8-31-02

STATE OF VIRGINIA
CITY OF VIRGINIA BEACH, to-wit:

The foregoing instrument was acknowledged before me, DEBRA A. DIETZ, a notary public in and for the jurisdiction aforesaid, by Raymond Gottlieb, Secretary of Today Homes, Inc., a Virginia corporation, on behalf of the corporation.

Given under my hand and seal this 18th day of April, 2002.

Debra A. Dietz
Notary Public

My commission expires: 8-31-02



EXHIBIT A

LEGAL DESCRIPTION

Property shown as Parcel B-1 on plat entitled, "Amended Minor Subdivision Plat of Minor Subdivision of Parcel 31, Tax Map 12 (Pl. Bk. 14, Pg. 224-231) (DB. 338, P. 745) creating Parcels B-1 and B-2", Sleepy Hole Borough, Suffolk, Virginia, said plat being recorded in the Clerk's Office of the Circuit Court of the City of Suffolk in PC. 2, Slides 199B and 199C on October 25, 1999.

INSTRUMENT #020006587
RECORDED IN THE CLERK'S OFFICE OF
SUFFOLK ON
MAY 7, 2002 AT 11:26AM
HENRY C. MURDEN, CLERK

BY: Parish P. Knight (DC)

020003509

Examined, verified and
mailed to Frappert & Friden
MAR, 2002

AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS, RESTRICTIONS AND EASEMENTS
(KEMPTON PARK OWNERS ASSOCIATION, INC.)

THIS AMENDMENT TO DECLARATION is made this 5th day of March, 2002 by TATE TERRACE REALTY INVESTORS, INC., a Virginia corporation, referred to hereinafter as "Developer", and TODAY HOMES, INC., a Virginia corporation, referred to hereinafter as "Today".

WHEREAS, Developer executed a certain Declaration of Covenants, Conditions, Conditions, Restrictions and Easements (the "Declaration") dated October , 2001 and recorded in the Clerk's Office of the Circuit Court of the City of Suffolk, Virginia on October 4, 2001 as Instrument No. 010012177 subject certain property lying, situate and being in the City of Suffolk, Virginia therein more particularly described (the "Property") to the covenants, conditions, restrictions and easements set forth in the Declaration;

WHEREAS, Developer has conveyed a portion of the Property to Today and Developer and Today collectively own record title to all of the Property; and

WHEREAS, Developer and Today desire to amend the Declaration in accordance with Section 10.07 of the Declaration as hereinafter more particularly set forth.

NOW, THEREFORE, WITNESSETH, that for and in consideration of the mutual covenants of Developer and Today, the benefits and burdens to attach to the Property, and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, Developer and Today do hereby agree and amend the Declaration as follows:

1. Section 1.01.E. of the Declaration is hereby amended by deleting the current section 1.01.E. and adding the following in lieu thereof:

E. "Developer" shall mean and refer to Tate Terrace Realty Investors, Inc., its successors and assigns. It shall also mean any builder, contractor, investor, or other person or entity who purchases a Lot in Kempton Park at Steeplechase for the purpose of resale thereof to a Public Purchaser, or for the purpose of constructing improvements thereon for resale to a Public

Purchaser (herein referred to as a "Builder Owner" and collectively as the "Builder Owners"). "Public Purchaser" shall mean the first person using a Lot for residential purposes as a fee simple owner or owning the Lot for rental to third parties as a tenant.

2. The following is hereby added to the Declaration following Section 5.16.

Section 5.16. Assessment Shortfall.
Until such time as all of the Property has been developed and all of the Property sold to Public Purchasers, in any year in which the Maintenance Assessments levied against the Owners with respect to such year fall short of the expenses incurred by the Association in operating and maintaining the Association Property (the amount of such shortfall being hereafter referred to as the "Shortfall"), the amount of such Shortfall shall be assessed against and be paid by the Builder Owners existing at the end of such year in proportion to the number of Lots in the Property owned by each such Builder Owner at the end of such year (the "Shortfall Assessment"). Each Builder Owners' share of such Shortfall Assessment shall be due within fifteen (15) days after being assessed by the Association and shall be considered as and may be collected in the same manner as the regular annual Maintenance Assessment.

3. Except as herein revised and amended, the Declaration remains in full force and effect.

Witness the following signatures and seals, hereunto duly authorized.

TATE TERRACE REALTY INVESTORS,
INC., a Virginia corporation

By: [Signature]
Name: Nathan D. Benson
Title: Vice President

TODAY HOMES, INC., a Virginia corporation

By: [Signature]
 Name: Nathan D. Benson
 Title: V.P.

STATE OF VIRGINIA
 CITY OF VIRGINIA BEACH, to-wit:

The foregoing instrument was acknowledged before me, DEBRA A. DIETZ, a notary public in and for the jurisdiction aforesaid, by Nathan D. Benson, Vice President of Tate Terrace Realty Investors, Inc., a Virginia corporation, on behalf of the corporation.

Given under my hand and seal this 5th day of March, 2002.

Debra A. Dietz
 Notary Public

My commission expires: 8-31-02

STATE OF VIRGINIA
 CITY OF VIRGINIA BEACH, to-wit:

The foregoing instrument was acknowledged before me, DEBRA A. DIETZ, a notary public in and for the jurisdiction aforesaid, by Nathan D. Benson, Vice President of Today Homes, Inc., a Virginia corporation, on behalf of the corporation.

Given under my hand and seal this 5th day of March, 2002.

Debra A. Dietz

Debra A. Dietz
Notary Public

My commission expires: 8-31-02

S:\Clients\1664\039\AmendmentDeclaration-022602.doc



INSTRUMENT #020003509
RECORDED IN THE CLERK'S OFFICE OF
SUFFOLK ON
MARCH 13, 2002 AT 02:35PM
HENRY C. MURDEN, CLERK

BY: *Jean M. Roberts* (DC)

010012177

Examined, verified and
mailed to Faggert & Frieden,
Atty Oct 4, 20 01

THIS DOCUMENT PREPARED BY
Faggert & Frieden, P.C.
1435 Crossways Boulevard, Suite 200
Chesapeake, Virginia 23320

DECLARATION

OF

COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS

(KEMPTON PARK OWNERS ASSOCIATION, INC.)