

This instrument prepared by and after recording should be returned to:

Edward Copeland, Esq.
Schuyler, Roche & Zwimer
130 East Randolph St., Suite 3800
Chicago, IL 60601
312-565-8327

**FIRST AMENDMENT TO DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS**

This First Amendment to the Declaration of Covenants and Restrictions for Five Oaks of Frankfort Subdivision Homeowners and Lakeowners (this "First Amendment"), is made and entered into as of the _____ day of April, 2005, and amends the Declaration of Covenants and Restrictions for Five Oaks of Frankfort Subdivision Homeowners and Lakeowners (the "Declaration") for the property commonly known as Five Oaks, Frankfort, Illinois (the "Property") entered into by JBWF Holdings, LLC, an Illinois limited liability company ("Declarant"), recorded on December 17, 2004 in the office of the Will County, Illinois Recorder as Document Number R 2004227436. The legal description of the Property is attached hereto as Exhibit A (the "Land").

The Declarant hereby declares as follows:

1. Access driveways and other paved areas for vehicular use on a Lot shall have a base of compacted gravel, crushed stone or other approved base material, and shall have a wearing surface of concrete, brick pavers, or other equivalent thereof. Asphalt driveways are prohibited.
2. In the event that there shall be any inconsistencies between the terms and conditions of this First Amendment and the terms and conditions of the Declaration, the terms and conditions of this First Amendment shall prevail and control.
3. Except as specifically provided in this First Amendment, all other terms and conditions of the Declaration are hereby ratified and confirmed and the Declaration shall remain in full force and effect.

In Witness Whereof, the Declarant, JBWF Holdings, LLC, an Illinois limited liability company, has caused this First Amendment to be executed on the day and year first above stated.

JBWF Holdings, LLC
an Illinois limited liability company

By: 

John D. Fordon
Its Manager

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STATE OF ILLINIOS)
) SS
COUNTY OF WILL)

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify that John D. Fordon, Manager of JBWF Holdings, LLC, an Illinois limited liability company, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Manager, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act of said company for the uses and purposes therein set forth.

Given under my hand and notarial seal this 24 day of April, 2005.

Harry E Norman
Notary Public
My commission expires: 2/18/08

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