

See Map Jacket #4127

SECOND AMENDMENT TO MASTER DEED CREATING

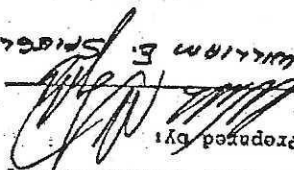
AND ESTABLISHING HOLLY LAKE CAMPGROUND, A CONDOMINIUM

This is the second Amendment to the Master Deed of Holly Lake Campground, a New Jersey Partnership, by its managing partner, EDSON F. ROBERTSON, of 478 Shore Road, Clamont, Township of Middle, County of Cape May, New Jersey; and WHEREAS, on October 15, 1987, Holly Lake Campground, a Partnership filed a Master Deed creating and establishing Holly Lake Campground, a Condominium, which Deed was recorded in the Clerk's Office of Cape May County in October 15, 1987 in the Clerk's Office of Cape May County in Deed Book 1713, page 136; and

WHEREAS, on January 11, 1988, Holly Lake Campground, a Partnership filed a first Amendment to Master Deed creating and establishing Holly Lake Campground, a Condominium which Amendment was recorded January 11, 1988 in the Clerk's Office of Cape May County in Deed Book 1724, page 543; and WHEREAS, there are further technical changes which must be made to conform said Master Deed to current circumstances and to recognize that there has been a redrawing of the lot lines of Sections 2 and 3 of said Condominium; and

WHEREAS, pursuant to paragraph 17 of said Master Deed, an Amendment to this Master Deed "may be effected solely upon the due execution and acknowledgement of an Amended Master Deed by Grantor, notwithstanding the procedures provided for in other

prepared by:



William E. Smigle, Jr. Esquire

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sections of the Master Deed and without the need for the
 joinder by any other party" to adequately describe the
 completion of the improvements and/or to reflect alterations
 of the design and layout of the unit or any parts thereof; and
 WHEREAS, these Amendments are expressly done to
 accurately describe the completion of improvements, to reflect
 the alteration of design and to correct certain errors which
 appeared in the filed Master Deed.

THIS MASTER DEED IS HEREBY AMENDED ACCORDINGLY:

1. The layout design of Lot 90, Section 1 of Holly Lake
 Campground will be revised to conform with the plat as filed
 with this Amendment drawn by Burkett Associates, P.A. dated
 November 4, 1987, revised July 1, 1988 and August 25, 1988
 being designated as "Holly Lake Campground, A Condominium, Lot
 16, Block 57 and Lots 10, 11, and 12, Block 58, Township of
 Dennis, Cape May County, New Jersey. Holly Lake Campground,
 Section 1, Site #90 is reduced in size to a width of 31 feet
 to permit a 5 foot wide walkway to be created between Lots 90
 and 91. The previously filed map of Holly Lake Campground, as
 to Section 1 as drawn by Burkett Associates, P.A. is amended
 accordingly.

2. The layout, design, and numbering of Section 2 of
 Holly Lake Campground will be revised to conform with the plat
 as filed with this Amendment drawn by Burkett Associates, P.A.
 dated June 30, 1988 being therein designated as "Holly Lake
 Campground, A Condominium, Lot 16, Block 57 and Lots 10, 11,
 12, Block 58, Township of Dennis, Cape May County, New Jersey,

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Holly Lake Campground, Section 2". The sites in Section 2 accordingly will be thereafter numbered 112 through 255, inclusive. Pursuant to that end, attached hereto and made a part hereof is Amended Exhibit C as it applies to Section 2 reflecting the appropriate numbering sequence being Lots 112 through 255 inclusive and including the appropriate change of the interest of Unit Owners in the common elements. The previously filed map of Holly Lake Campground, as to Section II as drawn by Michael W. Hyland Associates and amended by Taylor Engineering Company dated May 28, 1980 is hereby declared null and void and of no force and effect.

3. The layout, design and numbering of Section 3 of Holly Lake Campground will be revised to conform with the plan as filed with this Amendment drawn by Burkett Associates, P.A. dated June 30, 1988, being therein designated as "Holly Lake Campground, A Condominium Lot 16; Block 57 and Lots 10, 11, and 12; Block 58, Township of Dennis, Cape May County, New Jersey, Holly Lake Campground, Section 3". The sites in Section 3 accordingly will be thereafter numbered 256 through 351, inclusive. Pursuant to that end, attached hereto and made a part hereof is Amended Exhibit C as it applies to Section 3 reflecting the appropriate numbering sequence being Lots 256 through 351, inclusive and including the appropriate change of the interest of Unit Owners in the common elements. The previously filed map of Holly Lake Campground, as to Section III as drawn by Michael W. Hyland Associates and amended by Taylor Engineering Company dated May 28, 1980 is

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hereby declared null and void and of no force and effect.

4. All appropriate paragraphs of the Master Deed and the First Amendment to the Master Deed and specifically but not limited to paragraph 2B of the Master Deed and paragraph 3 of the Master Deed will be amended to reflect that the improvements to be constructed thereon shall consist of 351 camp lots, not 360 camp lots and the proportionate interest appurtenant to each unit at the completion of Sections 1 and 2 will be adjusted downward to .3921% not .4672% the next section to be completed; and the proportionate interest is to be further amended and adjusted upward to .2849% not .2777% at the completion of all 351 sites. Unit Owners by accepting title to their unit agrees to accept said adjustment of their proportionate interest.

5. Paragraph 10A of the Master Deed will be amended to reflect as follows:

"Following the first conveyance, each Unit Owner shall be liable and charged for one hundred eleventh (1/11th) of all common expenses. Following the conveyance of the one-hundred and eleventh (11th) unit each Unit Owner shall be liable and charged for one-two hundred and fifty-fifth (1/255th) of all common expenses; following the conveyance of the two-hundred and fifty-sixth (256th) unit each Unit Owner shall be liable and charged for one-three hundred and fifty-first (1/351st) of all common expenses. The developer shall be responsible for the payment of and deficits in the common expense budget. Anything to the contrary in the

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original Master Deed or Amendment is declared null and void.

6. Paragraph 15, subparagraph 3, is amended to reflect that "For so long as Grantor owns two hundred sixty-four (264) or more units, Grantor may designate all of the members of the Board of Trustees and if Grantor owns eighty-eight (88) or more units, Grantor may designate a majority of the members of the five member Board of Trustees of the Association. If the Grantor owns less than eighty eight (88) units, grantor shall turn over the entire Board of Trustees to election by the Unit Owners. These numerical designation are based upon a five member board which is not to be changed so long as the developers retain any units in the Campground.

7. Article III, Paragraph 2 of the By-Laws is to be amended to reflect that the first annual meeting shall be postponed, at the option of the initial Board of Trustees, to sixty days following the date on which title to eighty-eight (88) or more of the units shall have been conveyed by seller to the first Unit Owners (other than Seller). The remaining portion of that paragraph will remain as written.

8. Article IV, Paragraph 1, page 8, lines 7 to 21 will be amended accordingly:

"...right of Grantor to designate (i) all of the Trustees, so long as it holds title to two hundred sixty-four (264) or more units as provided in the Master Deed; (ii) three (3) of the Trustees, so long as it holds title to eighty-eight (88) or more units.

Within sixty (60) days after such time as title to the following number of units shall have been conveyed to the first Unit Owners other than the Grantor, in each case, a special meeting shall be called and held to elect some or all new members of the Board of Trustees: (i) when eighty-eight (88) have been conveyed the Unit Owners shall elect two (2)

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Trustees; (2) when two hundred sixty-four (264) have been conveyed the Unit Owners shall elect all Trustees, provided, however, that until such time as all units have been conveyed by the Grantor the number of the Trustees of the Board of Trustees shall not be changed..."

9. Article XIII of the Master Deed, Condominium Rules and Regulations, page 25 will be Amended to read "Only aluminum factory manufactured screened enclosures shall be permitted. Only aluminum and/or steel utility buildings, no larger than six feet by eight feet are permitted. Only aluminum rooms of a manufactured type may be erected. "The remaining portion of paragraph 25 will not be changed.

10. Unit Owner will provide adequate landscaping within ninety (90) days of occupancy. No clothes poles, lines or clothes trees shall be installed or maintained, nor shall any laundry or other thing be hung out to dry outside of any Unit or elsewhere within the Condominium. The Owner of each Unit shall not cause or permit any clothes, sheets, blankets, or laundry of any kind or other articles to be hung or displayed on the outside of windows or placed on the outside windowsills, walls, balconies or decks of any Building or in any parking areas.

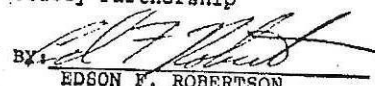
11. Except as amended by the First Amendment and hereafter by the Second Amendment, the Master Deed as filed on October 15, 1987 and the Amendment filed January 11, 1988 are ratified and reaffirmed as though re-executed and rerecorded at this time.

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IN WITNESS WHEREOF, the Grantors have executed this
Second Amendment to the Master Deed the date and year first
above written.

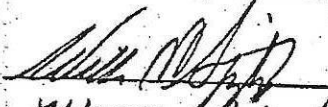
HOLLY LAKE CAMPGROUND, A New
Jersey Partnership

BY: 
EDSON F. ROBERTSON

STATE OF NEW JERSEY)

COUNTY OF CAPE MAY)

I certify that on *March 15*, 1988, Edson F. Robertson,
Managing Partner for Holly Lake Campground, A New Jersey
Partnership personally came before me and acknowledge that
under oath, to my satisfaction, that this person: (a) is named
in and personally signed this Deed; (b) Signed, sealed and
delivered this Deed as his act and deed; and (c) made this
Deed for one dollar as the full and actual consideration paid
or to be paid upon the transfer of title (such consideration
is defined in N.J.S.A. 46:15-5).


Attorney at Law
OF NEW JERSEY

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EXHIBIT C

PROPORTIONATE INTEREST
OF UNIT OWNERS IN COMMON ELEMENTS

Section 1	At Completion of Section 1	At Completion of Sections 1 & 2	At Completion of Sections 1, 2 & 3
1	.9009%	.3921%	.2849%
2	.9009%	.3921%	.2849%
3	.9009%	.3921%	.2849%
4	.9009%	.3921%	.2849%
5	.9009%	.3921%	.2849%
6	.9009%	.3921%	.2849%
7	.9009%	.3921%	.2849%
8	.9009%	.3921%	.2849%
9	.9009%	.3921%	.2849%
10	.9009%	.3921%	.2849%
11	.9009%	.3921%	.2849%
12	.9009%	.3921%	.2849%
13	.9009%	.3921%	.2849%
14	.9009%	.3921%	.2849%
15	.9009%	.3921%	.2849%
16	.9009%	.3921%	.2849%
17	.9009%	.3921%	.2849%
18	.9009%	.3921%	.2849%
19	.9009%	.3921%	.2849%
20	.9009%	.3921%	.2849%
21	.9009%	.3921%	.2849%
22	.9009%	.3921%	.2849%
23	.9009%	.3921%	.2849%
24	.9009%	.3921%	.2849%
25	.9009%	.3921%	.2849%
26	.9009%	.3921%	.2849%
27	.9009%	.3921%	.2849%
28	.9009%	.3921%	.2849%
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33	.9009%	.3921%	.2849%
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35	.9009%	.3921%	.2849%
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46	.9009%	.3921%	.2849%
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48	.9009%	.3921%	.2849%
49	.9009%	.3921%	.2849%
50	.9009%	.3921%	.2849%
51	.9009%	.3921%	.2849%
52	.9009%	.3921%	.2849%
53	.9009%	.3921%	.2849%
54	.9009%	.3921%	.2849%
55	.9009%	.3921%	.2849%
56	.9009%	.3921%	.2849%
57	.9009%	.3921%	.2849%

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109	.9009Z	.3921Z	.2849Z
110	.9009Z	.3921Z	.2849Z
111	.9009Z	.3921Z	.2849Z

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EXHIBIT C

PROPORTIONATE INTEREST
OF UNIT OWNERS IN COMMON ELEMENTS

Section 2	At Completion of Section 1	At Completion of Sections 1 & 2	At Completion of Sections 1, 2 & 3
112	0%	.3921%	.2849%
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165	0%	.3921%	.2849%
166	0%	.3921%	.2849%
167	0%	.3921%	.2849%
168	0%	.3921%	.2849%

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169	OZ	.3921X	.2849X
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230	OZ	.3921X	.2849X
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232	OZ	.3921X	.2849X

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233	OZ	.3921X	.2849X
234	OZ	.3921X	.2849X
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240	OZ	.3921X	.2849X
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252	OZ	.3921X	.2849X
253	OZ	.3921X	.2849X
254	OZ	.3921X	.2849X
255	OZ	.3921X	.2849X

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DB1886P0156

EXHIBIT C

PROPORTIONATE INTEREST
OF UNIT OWNERS IN COMMON ELEMENTS

Section 3	At Completion of Section 1	At Completion of Sections 1 & 2	At Completion of Sections 1, 2 & 3
256	0%	0%	.2849%
257	0%	0%	.2849%
258	0%	0%	.2849%
259	0%	0%	.2849%
260	0%	0%	.2849%
261	0%	0%	.2849%
262	0%	0%	.2849%
263	0%	0%	.2849%
264	0%	0%	.2849%
265	0%	0%	.2849%
266	0%	0%	.2849%
267	0%	0%	.2849%
268	0%	0%	.2849%
269	0%	0%	.2849%
270	0%	0%	.2849%
271	0%	0%	.2849%
272	0%	0%	.2849%
273	0%	0%	.2849%
274	0%	0%	.2849%
275	0%	0%	.2849%
276	0%	0%	.2849%
277	0%	0%	.2849%
278	0%	0%	.2849%
279	0%	0%	.2849%
280	0%	0%	.2849%
281	0%	0%	.2849%
282	0%	0%	.2849%
283	0%	0%	.2849%
284	0%	0%	.2849%
285	0%	0%	.2849%
286	0%	0%	.2849%
287	0%	0%	.2849%
288	0%	0%	.2849%
289	0%	0%	.2849%
290	0%	0%	.2849%
291	0%	0%	.2849%
292	0%	0%	.2849%
293	0%	0%	.2849%
294	0%	0%	.2849%
295	0%	0%	.2849%
296	0%	0%	.2849%
297	0%	0%	.2849%
298	0%	0%	.2849%
299	0%	0%	.2849%
300	0%	0%	.2849%
301	0%	0%	.2849%
302	0%	0%	.2849%
303	0%	0%	.2849%
304	0%	0%	.2849%
305	0%	0%	.2849%
306	0%	0%	.2849%
307	0%	0%	.2849%
308	0%	0%	.2849%
309	0%	0%	.2849%
310	0%	0%	.2849%
311	0%	0%	.2849%
312	0%	0%	.2849%

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123

313	OZ	OZ	.2849X
314	OZ	OZ	.2849X
315	OZ	OZ	.2849X
316	OZ	OZ	.2849X
317	OZ	OZ	.2849X
318	OZ	OZ	.2849X
319	OZ	OZ	.2849X
320	OZ	OZ	.2849X
321	OZ	OZ	.2849X
322	OZ	OZ	.2849X
323	OZ	OZ	.2849X
324	OZ	OZ	.2849X
325	OZ	OZ	.2849X
326	OZ	OZ	.2849X
327	OZ	OZ	.2849X
328	OZ	OZ	.2849X
329	OZ	OZ	.2849X
330	OZ	OZ	.2849X
331	OZ	OZ	.2849X
332	OZ	OZ	.2849X
333	OZ	OZ	.2849X
334	OZ	OZ	.2849X
335	OZ	OZ	.2849X
336	OZ	OZ	.2849X
337	OZ	OZ	.2849X
338	OZ	OZ	.2849X
339	OZ	OZ	.2849X
340	OZ	OZ	.2849X
341	OZ	OZ	.2849X
342	OZ	OZ	.2849X
343	OZ	OZ	.2849X
344	OZ	OZ	.2849X
345	OZ	OZ	.2849X
346	OZ	OZ	.2849X
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348	OZ	OZ	.2849X
349	OZ	OZ	.2849X
350	OZ	OZ	.2849X
351	OZ	OZ	.2849X

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15pgs 1-N

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RECORDED
CAPE MAY COUNTY

89 MAR 17 PM 3:10

Joseph A. Bellino
COUNTY CLERK

60300

Peter A. Smith
RD #3 Box 305
Woodbine NJ
08270

XO

XO

LE

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