

NO. 2851
RETURN _____
TO _____
DATE _____

Tax Map #s attached as Exhibit A

**AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS APPLICABLE TO ALL PROPERTY IN BRIDGEFORTH MILL**

THIS AMENDMENT to the Declaration of Covenants, Conditions and Restrictions Applicable to all Property in Bridgeforth Mill is made this 18th day of November, 2004 by Bridgeforth Mill Homeowners Association, Inc. ("Association").

WITNESSETH:

WHEREAS, Declaration of Covenants, Conditions and Restrictions Applicable to all Property in Bridgeforth Mill ("Declaration") was recorded in Deed Book 185, Page 422 in the Clerk's Office of the Circuit Court of the County of Amelia, Virginia on December 31, 1991, as amended;

WHEREAS, pursuant to Article XI, Section 2(a) of the Declaration, the Declaration may be amended by an instrument approved by the Owners entitled to cast not less than seventy-five percent (75%) of the votes entitled to be cast by all Owners;

WHEREAS, the following Amendment to the Declaration was approved by Owners entitled to cast more than seventy-five percent (75%) of the votes entitled to be cast by all Owners;

WHEREAS, pursuant to Article XI, Section 2(a) of the Declaration, any amendment must be executed by the president of the Association and attested to by the secretary of the Association; have attached the sworn affidavit of the secretary of the Association that the amendment was approved by the requisite number of votes of the Owners; and be recorded in the Clerk's Office;

WHEREAS, the president and secretary have executed and attested this Amendment below; the certification of the president and secretary to the requisite approval by the Owners is attached; and this Amendment is hereby recorded in the Clerk's Office;

NOW, THEREFORE, in accordance with Article XI, Section 2(a) of the Declaration, the Declaration of Covenants, Conditions and Restrictions Applicable to all Property in Bridgeforth Mill is hereby amended as follows:

1. Article I, Section 15 of the Declaration is hereby amended so that the amended version of Article I, Section 15, in its entirety, reads as follows:

Section 15. "Horse Lot" shall mean or refer to the following Lots: (a) Lots 1, 1A, 2, 3, 6, 7, 8, 9, 11A, 12, 14, 15 and 16 as shown on the Plat, and (b) any other Lot annexed to the Development pursuant to Section 3 of Article XI and described in the Declaration of Annexation effecting such annexation, as a Horse Lot.

2. The effective date of this Amendment shall be the date of recordation.

3. Except as modified by this Amendment, all of the terms and provisions of the Declaration are expressly ratified and confirmed and shall remain in full force and effect.

IN WITNESS WHEREOF, the Board of Directors has caused this Amendment to the Declaration of Covenants, Conditions and Restrictions Applicable to all Property in Bridgeforth Mill to be executed and recorded on behalf of Bridgeforth Mill Homeowners Association, Inc., pursuant to the required approval of the Owners.

BRIDGEFORTH MILL HOMEOWNERS
ASSOCIATION, INC.,
a Virginia non-stock corporation.

By: James W. Lawson
President

By: Carol B. Wellner
Secretary

CERTIFICATE OF THE PRESIDENT AND SECRETARY
OF BRIDGEFORTH MILL HOMEOWNERS ASSOCIATION, INC.

We, the undersigned, do hereby certify that we are the duly elected and acting President and Secretary of Bridgeforth Mill Homeowners Association, Inc., a Virginia non-stock corporation, and that the foregoing constitutes the Amendment to the Declaration of Covenants, Conditions and Restrictions Applicable to all Property in Bridgeforth Mill, as approved by Owners entitled to cast more than seventy-five percent (75%) of the votes entitled to be cast by all Owners. In witness whereof, and in accordance with Section 55-515.1(F) of the Virginia Property Owners Association Act, we have hereunto subscribed my name this 18th day of November, 2004.

Attest: Carol B. Wellner
Secretary

By: James W. Lawson
President

COMMONWEALTH OF VIRGINIA

CITY/COUNTY OF Amelia

On this 18th day of November, 2004, before me, the undersigned notary public, personally appeared James W. Lawson, the President of Bridgeforth Mill Homeowners Association, Inc., a Virginia non-stock corporation, who is known to me (or satisfactorily proven) to be the person whose name is subscribed to the foregoing instrument and acknowledged that he/she executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal

Jaqueline E. Seay
Notary Public

My commission expires: December 31, 2004

COMMONWEALTH OF VIRGINIA

CITY/COUNTY OF Amelia

On this 18th day of November, 2004, before me, the undersigned notary public, personally appeared Carol B. Wellner, the Secretary of Bridgeforth Mill Homeowners Association, Inc., a Virginia non-stock corporation, who is known to me (or satisfactorily proven) to be the person whose name is subscribed to the foregoing instrument and acknowledged that he/she executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Jaqueline E. Seay
Notary Public

My commission expires: December 31, 2004

EXHIBIT "A"
Tax Map Numbers for
Bridgeforth Mill

44-A-1-1	44-A-1-26
44-A-1-2	44-A-1-27
44-A-1-3	44-A-1-28
44-A-1-4	44-A-1-29
44-A-1-4A	44-A-1-30
44-A-1-5	44-A-1-31
44-A-1-5A	44-A-1-31A
44-A-1-6	44-A-1-32
44-A-1-7	44-A-1-32A
44-A-1-8	44-A-1-33
44-A-1-9	44-A-1-33A
44-A-1-10	44-A-1-34
44-A-1-10A	44-A-1-35
44-A-1-11	44-A-1-36A
44-A-1-11A	44-A-1-37
44-A-1-12	44-A-1-38
44-A-1-12A	44-A-1-39
44-A-1-13	44-A-1-40
44-A-1-14	44-A-1-40A
44-A-1-15	44-A-1-41
44-A-1-16	44-A-1-41A
44-A-1-17	44-A-1-42
44-A-1-17A	44-A-1-43
44-A-1-18	44-A-1-44
44-A-1-19	44-A-1-44A
44-A-1-20	44-A-1-45
44-A-1-21	44-A-1-46
44-A-1-22	44-A-1-47
44-A-1-22A	44-A-1-48
44-A-1-23	44-A-1-48A
44-A-1-24	44-A-1-49
44-A-1-25	44-A-1-50

INSTRUMENT #040002851
RECORDED IN THE CLERK'S OFFICE OF
AMELIA ON
DECEMBER 2, 2004 AT 10:59AM
MARILYN L. WILSON, CLERK
Trace A. Foster
RECORDED BY: GAE