

THIS SUPPLEMENTAL DECLARATION OF CONDITIONS, COVENANTS, RESTRICTIONS and EASEMENTS FOR TUSCAWILLA HILLS is made this 28th day of August, 2007, by Shenandoah Development Corporation, a West Virginia Corporation, hereinafter referred to as "Declarant."

WITNESSETH:

WHEREAS, the Declarant developed Tuscawilla Hills Subdivision in Jefferson County, West Virginia, beginning in the winter months of 1971 and 1972; and

WHEREAS, by various Declarations of Covenants, Restrictions, Easements and Road Maintenance Agreements, which are referred to in the Deed recorded simultaneously herewith, and by the restrictive covenants contained within the deeds for each lot within the Tuscawilla Hills Subdivision, hereinafter collectively referred to as the "Declarations," the Declarant subjected various parcels of real property, known collectively as the Tuscawilla Hills Subdivision, to all the rights, reservations, restrictions, covenants, conditions, easements, rights-of-way, liens, charges and assessments more fully set forth in said Declarations; and

WHEREAS, Declarant desires to transfer its interest in certain parcels of real property, easements, rights-of-way and stormwater management facilities related to or serving Tuscawilla Hills Subdivision, hereinafter referred to as the "Common Areas", as well as, all of its rights pertaining to the subdivision, including, but not limited to, the right to enforce restrictive covenants, the right to amend restrictive covenants and the right to make reasonable rules and regulations in regard to the use and maintenance of the Common Areas of the subdivision to the Tuscawilla Hills Citizens Association, Inc.; and

WHEREAS, the Tuscawilla Hills Citizens Association, Inc., through a resolution of its Board of Directors, hereto attached and made a part hereof, has requested that Declarant make certain changes to the above referenced Declarations prior to said transfer to help the Association in its task of maintaining the common areas of the subdivision in a proper and safe condition; and

WHEREAS, in paragraph "III" and in the un-enumerated text of the various

Declarations, said Declarant holds the power to collect and enforce the charges and assessments, providing in representative form:

The Grantees, for themselves and their heirs, successors or assigns, acknowledge that the property conveyed by this deed shall be subject to an annual charge or assessment in such amount as will be fixed by Shenandoah, its successors or assigns, in the sum of at least \$24.00 per lot. If actual costs for the purposes referred to herein exceed the revenue received as provided herein, the annual charge or assessment to the Grantees may be increased, but only proportionately with other lot owners so as to meet actual costs. The successors or assigns of Shenandoah may include a property owners' association that may be organized for the purposes referred to herein and for other hereinabove mentioned shall be payable to such association. The Grantees, for themselves, and their heirs, successors or assigns covenant that they will pay this charge to Shenandoah or its successors or assigns, on February 1, in each and every year. Such charge shall be payable to Shenandoah, or its successors or assigns, and shall be devoted to the maintenance of the roads within the Tuscowilla Hills Subdivision and for snow removal and for other such purposes as shall from time to time be determined by Shenandoah, its successors or assigns, and the Grantees, by the acceptance of this deed expressly vest in Shenandoah, its successors or assigns, the right and power to bring all actions against the owners of the premises conveyed, or any part, for the collection of such charge; and

WHEREAS, in paragraphs "II," "2" and in the un-enumerated text of the various Declarations, said Declarant reserved the right to amend said covenants, providing in representative form:

Shenandoah has also reserved the right to modify the restrictive covenants and conditions on any lot or lots shown on any plat thereof; and

WHEREAS, the West Virginia Legislature originally enacted the Uniform Common Interest Ownership Act, West Virginia Code §36B-1-101 et seq., hereinafter referred to as the "Act" in 1980; and

WHEREAS, §36B-1-206 of the Act provides,

(a) In the case of amendments to the declaration, bylaws or plats and plans of any common interest community created before the effective date of this chapter:

(1) If the result accomplished by the amendment was permitted by law prior to this chapter, the amendment may be made either in accordance with that law, in which case the law applies to that amendment, or it may be made under this chapter; and

(2) If the result accomplished by the amendment is permitted by this chapter, and was not permitted by law prior to this chapter, the amendment may be made under this chapter.

(b) An amendment to the declaration, bylaws or plats and plans authorized by this

section to be made under this chapter must be adopted in conformity with the applicable law and with the procedure and requirements specified by those instruments. If an amendment grants to any person any rights, powers or privileges permitted by this chapter, all correlative obligations, liabilities and restrictions in this chapter also apply to that person; and

WHEREAS, the Declarant now desires to amend said Declarations at this time;
and

NOW, THEREFORE, the Declarant declares that all of the real property within the Tuscowilla Hills Subdivision shall be subject to the following Supplemental Conditions, Covenants, Restrictions and Easements:

1) Each year the Board of Directors shall establish a budget, and the assessments shall be based on said budget. The Board of Directors shall have the power to make allowances for reserve funds for future capital improvements and necessary repairs and maintenance of the roads. Any provision of the Declarations providing another method for determining the annual assessments is hereby vacated.

2) Notwithstanding the foregoing, annual assessments created by the Board of Directors may be no greater than that allowed by the exception provided in the Act at §36B-1-203 for limited expense liability planned communities as that amount is increased from time to time as provided in §36B-1-203 and according to §36B-1-114 of said Act.

3) The Tuscowilla Hills Citizens Association, Inc., shall have a lien on any unit within Tuscowilla Hills Subdivision for any assessment against that unit from the time the assessment becomes due. Enforcement of said lien shall be governed by the provisions of West Virginia Code §36B-3-116.

4) The Board of Directors shall have all those powers provided in the Act, including, but not limited to the authority to:

a. Amend these covenants with the consent of sixty-seven percent (67%) of the homeowners, which said consent may be obtained by the Board of Directors in

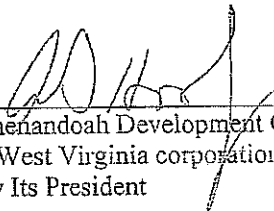
writing or by vote at a meeting of the homeowners, or by any combination of the above mentioned procedures.

b. Adopt Rules and Regulations for the use and maintenance of the roads, common areas and for the enforcement of the covenants.

5) . Notwithstanding the foregoing, reference, in this Supplemental Declaration, to any provision contained in the Act shall not be construed so as to incorporate or apply any other section or provision of said Act. Only those provisions of the Act referred to in this Supplemental Declaration are intended to apply to the Tuscawilla Hills Subdivision.

Said amendments shall not be effective until said amendments are recorded in the Office of the Clerk of the County Commission of Jefferson County.

WITNESSETH the following signatures and seals:

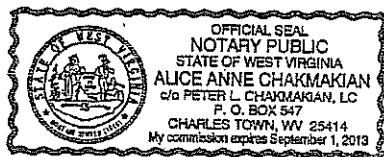


Shenandoah Development Corporation,
a West Virginia corporation,
by Its President

STATE OF WEST VIRGINIA,

COUNTY OF Jefferson, to-wit:

The foregoing instrument was acknowledged before me this 28th day of August, 2007, by A. G. Hooper, President, Shenandoah Development Corporation.





Notary Public

My Commission expires: 9/1/2013

After recordation mail to:

THIS INSTRUMENT PREPARED BY Peter Chakmakian, Attorney at law, P.O. Box 547, Charles Town. WV 25414

CHARMARIEN

JEFFERSON COUNTY, WV

FILED

October 05, 2007 13:11:37

JENNIFER S. MACHAN

COUNTY CLERK

TRANSACTION NO: 2007022363

BOOK OF DEEDS

Book: 1042 Page: 00255



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