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Brunswick County Register of Deeds
Robert J. Robinson
Inst #172005 Book 1805 Page 917
08/14/2003 04:44:31pm Rec# 157634

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Prepared by and Returned to:
STEVENS, MCGHEE, MORGAN, LENNON & TOLL, LLP

RET Kent Fryar
TOTAL 23 REC# 38
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STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK

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**FIRST SUPPLEMENT TO THE DECLARATION OF COVENANTS AND
RESTRICTIONS FOR VILLAGE GREEN TOWNHOMES AT
SOUTH HARBOUR VILLAGE AT WESTPORT**

WHEREAS, POINT ASSOCIATES, LLC, a North Carolina Limited Liability Company (hereinafter referred to as "Declarant"), and HILLA BUILDERS, INC., a North Carolina Corporation, (hereinafter referred to as "Hilla") have heretofore executed and caused to be recorded in the Office of the Register of Deeds of Brunswick County, North Carolina, in Book 1529, Page 663, a Declaration of Covenants and Restrictions for Village Green Townhomes at South Harbour Village at Westport (hereinafter the "Declaration"), and which Declaration has been amended by that certain First Amendment to the Declaration of Covenants and Restrictions for Village Green Townhomes at South Harbour Village at Westport, said amendment having been recorded or is to be recorded in the said Brunswick County Registry; and,

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WHEREAS, in accordance with ARTICLE II, Section 2 of the Declaration, the Declarant and Hilla expressly reserved the right to add certain additional real estate to the townhome development described in Exhibit "A" to the Declaration; and,

WHEREAS, Declarant and Hilla desire to supplement the Declaration in order to expand the townhome development by the addition of a portion of the Additional Real Estate described in the Declaration and to subject said property to the Declaration and its amendments.

NOW, THEREFORE, the Declarant and Hilla, in accordance with the provisions of the Declaration and North Carolina law, do hereby amend and supplement the Declaration in the following respects:

The real property which is and shall be held, transferred, sold, and conveyed subject to the Declaration (and this Supplement) as described in Exhibit "A" to the Declaration is hereby supplemented, amended, and revised to include the real property as shown and designated on Exhibit "A" attached hereto and made a part hereof by this document by reference. The real property described in said Exhibit "A" of this First Supplement and the real property described in Exhibit "A" to the original Declaration shall be and constitute the Property known as Village Green Townhomes at South

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Harbour Village at Westport , upon the recordation of this supplement. This First Supplement shall be deemed to be a Declaration of ownership for the property herein described .

Dues and assessments payable for all property annexed hereby shall be paid as provided in the Declaration.

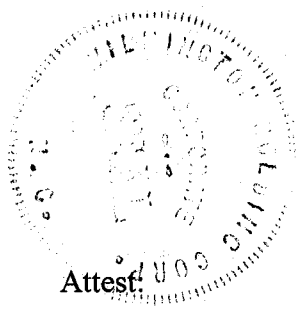
EXCEPT AS SPECIFICALLY supplemented hereby and as amended by the First Amendment referenced above, the aforesaid Declaration shall be and remain in full force and effect and shall apply to Units, Common Areas, Shared Common Areas and Limited Common Areas created by this First Supplement to the Declaration.

IN WITNESS WHEREOF, POINT ASSOCIATES, LLC has caused this document to be executed in its name by its duly authorized Member-Managers, and HILLA BUILDERS, INC, has caused this document to be executed by its President and attested by its Secretary, with its corporate seal affixed, all by the authority of its Board of Directors duly given, as of the 15 day of AUGUST, 2003.

POINT ASSOCIATES, LLC

WILMINGTON HOLDING CORP., Member-Manager

By: [Signature]
Vice-President

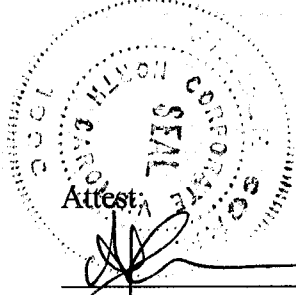


Attest:

[Signature]
Asst. Secretary

VIALE CORP., Member-Manager

By: [Signature]
President

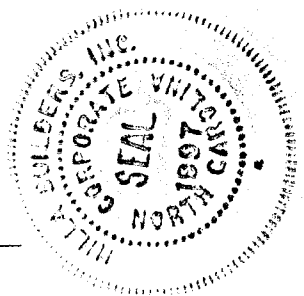


Attest:

[Signature]
Asst. Secretary

Hilla Builders, Inc.

By: [Signature]
President



Attest:

[Signature]
Secretary

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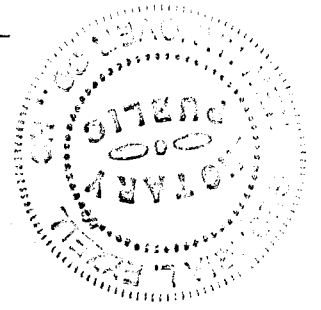
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, a Notary Public of NEW HANOVER County, North Carolina do hereby certify that ALTON Y. LENNON personally appeared before me this day and acknowledged that he is the Vice President of Wilmington Holding Corp., a North Carolina Corporation, which he also acknowledged is a Member-Manager of POINT ASSOCIATES, LLC, that he further acknowledged that the foregoing and annexed instrument was signed by himself as the Vice President of said corporation, attested by Jerry Thomason as its Assistant Secretary, with its corporate seal affixed, all by authority of its Board of Directors, and as a Member of, on behalf of, and as the deed and act of the said POINT ASSOCIATES, LLC.

WITNESS my hand and notarial stamp or seal, this 14th day of AUGUST, 2003.

Georgia Ezzell
Notary Public

My Commission Expires: 9/13/06



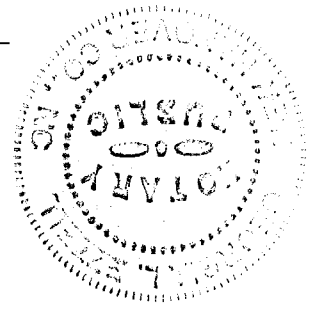
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, a Notary Public of NEW HANOVER County, North Carolina do hereby certify that EDWIN L. BURNETT, III personally appeared before me this day and acknowledged that he is the President of Viable Corp., a North Carolina Corporation, which he also acknowledged is a Member-Manager of POINT ASSOCIATES, LLC, that he further acknowledged that the foregoing and annexed instrument was signed by himself as the President of said corporation, attested by Alton Y. Lennon as its Assistant Secretary, with its corporate seal affixed, all by authority of its Board of Directors, and as a Member of, on behalf of, and as the deed and act of the said POINT ASSOCIATES, LLC.

WITNESS my hand and notarial stamp or seal, this 14th day of AUGUST, 2003.

Georgia Ezzell
Notary Public

My Commission Expires: 9/13/06



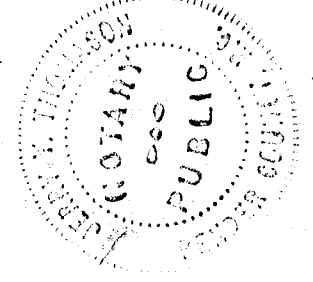
STATE OF NORTH CAROLINA
COUNTY OF NEW HANOVER

I, a Notary Public of Pender County, North Carolina do hereby certify that Daniel Hilla personally appeared before me this day and acknowledged that he is the President of Hilla Builders, Inc., a North Carolina Corporation, that he further acknowledged that the foregoing and annexed instrument was signed by himself as the President of said corporation, all by authority of its Board of Directors, and as the deed and act of the said Hilla Builders, Inc.

WITNESS my hand and notarial stamp or seal, this 14th day of AUGUST, 2003.

Jerry Y. Thomason
Notary Public

My Commission Expires: 12-08-05



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STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK

The Foregoing (or annexed) Certificate(s) of GEORGIA E. EZZELL, JERRY Y. THOMASON

Notary(ies) Public is (are) Certified to be Correct.
This Instrument was filed for Registration on this 14th Day of August, 2003
in the Book and page shown on the First Page hereof.

Robert J. Robinson LG
ROBERT J. ROBINSON, Register of Deeds

**EXHIBIT "A" TO THE
FIRST SUPPLEMENT TO THE DECLARATION OF COVENANTS
AND RESTRICTIONS FOR VILLAGE GREEN TOWNHOMES AT
SOUTH HARBOUR VILLAGE AT WESTPORT**

FIRST TRACT: ALL OF LOTS 43, 44, 45, AND 46, VILLAGE GREEN TOWNHOMES AT SOUTH HARBOUR VILLAGE AT WESTPORT, AS THE SAME ARE SHOWN ON THAT PLAT ENTITLED "REVISED MAP OF VILLAGE GREEN TOWNHOMES AT SOUTH HARBOUR VILLAGE AT WESTPORT" PREPARED BY SHERWIN D. CRIBB, PROFESSIONAL LAND SURVEYOR, SAID PLAT BEING DATED JUNE 15, 2001, AND RECORDED IN MAP CABINET 24 AT PAGE 268 OF THE BRUNSWICK COUNTY, NORTH CAROLINA, REGISTRY, REFERENCE TO WHICH PLAT IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION.

THE ABOVE DESCRIBED PROPERTY IS CONVEYED TOGETHER WITH AND SUBJECT TO ALL EASEMENTS AND OTHER MATTERS SHOWN ON SAID PLAT, AND TOGETHER WITH AND SUBJECT TO, EASEMENTS OVER AND UPON MOREHEAD DRIVE, ANDERSON DRIVE, AND VANESSA DRIVE (SHOWN ON THAT PLAT RECORDED IN MAP CABINET 21 AT PAGE 451 AS A 60 FOOT RIGHT OF WAY), ALL IN THE SAID BRUNSWICK COUNTY REGISTRY.

SECOND TRACT: ALL OF LOTS 55, 56, 57, AND 58, VILLAGE GREEN TOWNHOMES AT SOUTH HARBOUR VILLAGE AT WESTPORT, AS THE SAME ARE SHOWN ON THAT PLAT ENTITLED "REVISED MAP OF VILLAGE GREEN TOWNHOMES AT SOUTH HARBOUR VILLAGE AT WESTPORT" PREPARED BY SHERWIN D. CRIBB, PROFESSIONAL LAND SURVEYOR, SAID PLAT BEING DATED JUNE 15, 2001, AND RECORDED IN MAP CABINET 24 AT PAGE 268 OF THE BRUNSWICK COUNTY, NORTH CAROLINA, REGISTRY, REFERENCE TO WHICH PLAT IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION.

THE ABOVE DESCRIBED PROPERTY IS CONVEYED TOGETHER WITH AND SUBJECT TO ALL EASEMENTS AND OTHER MATTERS SHOWN ON SAID PLAT, AND TOGETHER WITH AND SUBJECT TO, EASEMENTS OVER AND UPON MOREHEAD DRIVE, ANDERSON DRIVE, AND VANESSA DRIVE (SHOWN ON THAT PLAT RECORDED IN MAP CABINET 21 AT PAGE 451 AS A 60 FOOT RIGHT OF WAY), ALL IN THE SAID BRUNSWICK COUNTY REGISTRY.

THIRD TRACT: BEING ALL OF LOTS 59, 60, 61, AND 62, OF VILLAGE GREEN TOWNHOMES AT WESTPORT AT SOUTH HARBOUR VILLAGE, AS THE SAME ARE SHOWN ON THAT PLAT ENTITLED "REVISED MAP OF VILLAGE GREEN TOWNHOMES AT SOUTH HARBOUR VILLAGE AT WESTPORT, PREPARED BY SHERWIN D. CRIBB, PLS, SAID PLAT BEING DATED JUNE 15, 2001, AND RECORDED IN MAP CABINET 24 AT PAGE 268 OF THE BRUNSWICK, NORTH CAROLINA REGISTRY, REFERENCE TO WHICH PLAT IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION.

THE ABOVE DESCRIBED PROPERTY IS CONVEYED TOGETHER WITH AND SUBJECT TO ALL EASEMENTS AND OTHER MATTERS SHOWN ON SAID PLAT, AND TOGETHER WITH AND SUBJECT TO EASEMENTS OVER AND UPON MOREHEAD DRIVE, ANDERSON DRIVE, AND VANESSA DRIVE (SHOWN ON THAT PLAT RECORDED IN MAP CABINET 24 AT PAGE 267) ALL IN THE SAID BRUNSWICK COUNTY REGISTRY.

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