



UNCERTIFIED

UNCERTIFIED

WHEREAS, in accordance with Sections 13 and 21 of the Declaration, the Declarant expressly reserved the right to add certain additional real estate to the Condominium described in Exhibit "A" to the Declaration; and

WHEREAS, Declarant recorded the First Amendment for the purpose of supplementing the Declaration and expanding the Condominium by the addition of a portion of the additional real estate described in the Declaration and thereby subjected said property to the Declaration; and

WHEREAS, Declarant now desires to further supplement the Declaration in order to expand the Condominium by the addition of a portion of the additional real estate described in the Declaration and to subject said property to the Declaration, as amended hereby; and

WHEREAS, the Declarant has also determined that it is in the best interest of the proper and orderly development and operation of the said South Harbour Station Condominium that the said Declaration be further amended and the Association has received the approvals required by said Declaration; and

WHEREAS, the Declarant, desires to exercise one of it's development rights as stated in the Declaration;

NOW, THEREFORE, the Declarant, in accordance with the provisions of the Declaration and the North Carolina Condominium Act, does hereby amend and supplement the declaration, and the Association evidences it's participation herein and consents hereto, all in the following respects:

1. The Declaration of the real property submitted to unit ownership under the act as described in Exhibit "A" to the Declaration (as previously amended) is hereby further supplemented, amended and revised to include the real property as shown and designated as Phase 3 (4136 Vanessa Drive) South Harbour Station Condominium, on the plat and plans entitled "Phase 3 (4136 Vanessa Drive) South Harbour Station Condominium" dated June 17 2009, and recorded Condominium Plat Book 14 at Page 41 in the office of the Register of Deeds of Brunswick County, North Carolina (the "Registry"), said real property being included is more fully described in Exhibit "A" attached hereto and made a part hereof by this reference. The real property described in said Exhibit "A" of this Second Amendment and Supplement and the real property described in Exhibit "A" to the original Declaration and the real property described in Exhibit "A" of the First Amendment and Supplement shall be and constitute the property known as South Harbour Station

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED



UNCERTIFIED

UNCERTIFIED

Condominium, upon the recordation of this Amendment and Supplement. This Second Amendment and Supplement shall be deemed to be a Declaration of Condominium for the property herein described.

UNCERTIFIED

UNCERTIFIED

2. Exhibit "B" attached hereto is hereby substituted in lieu of and in place of the Exhibit "B" to the First Amendment.

The Condominium known as South Harbour Station Condominium shall, at the recording of this Second Amendment and Supplement to the Declaration, consists of 45 Units, contained in three (3) phases or buildings of the Condominium, with 15 Units (together with garages assigned for each unit) in Phase 1; 15 Units (together with garages assigned for each unit) in Phase 2 and 15 units (together with garages assigned for each unit) in Phase 3. The plats and plans of Phase 3 are recorded as above noted.

UNCERTIFIED

UNCERTIFIED

The common elements of the additional 15 Units subjected to the act by this Second Amendment and Supplement consists of all portions of the Condominiums not encompassed and included within the condominium units and garages as described in the Declaration and are as shown on the plats and plans of Section 3, recorded as is above noted. The limited common areas for the exclusive use of the units subjected to the Act by this Amendment and Supplement are also as shown on the plans and plats of Section 3 above noted.

UNCERTIFIED

UNCERTIFIED

3. Section 4. Of the first amendment to the declaration is deleted in it's entirety and the following is substituted in lieu thereof:

"4. Maximum number of units. The maximum number of units of South Harbour Station Condominium which the Declarant may create at any time is forty-five (45). The number of presently existing units is thirty (30). As stated in Section 13 and 21 below, the Declarant reserves the right to annex additional real estate to the condominium, and to create a total of forty-five (45) units."

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

4. Section 25, Subsection (g) is deleted in it's entirety and the following is substituted in lieu thereof:

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED



"(g). Units in all Phases made be used for short term residential rental purposes. Tenants occupying any unit are obligated to observe all applicable terms and provisions of the Declarations, as amended, the By-laws of the Association and any rules and regulations promulgated by the Association or it's executive board.

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

Except as specifically amended and supplemented hereby, the aforesaid Declaration, as amended by the First Amendment and Supplement to the Declaration, shall be and remain in full force and effect, is confirmed, ratified and re-adopted, and shall apply to all units, garages, common areas, shared common areas and limited common areas created by the said Declaration and by the First Amendment and Supplement and by this Second Amendment and Supplement to the Declaration.

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

IN WITNESS WHEREOF, STATION DEVELOPMENT CORP. and SOUTH HARBOUR STATIONS UOA, INC., have caused this document to be executed in their respective names by the respective officers, all as authorized by their respective Boards of Directors or Executive Boards, this the 28 day of May, 2009.

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

Station Development Corp.

By: [Signature]
Edward L. Burnette, III, President

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

South Harbour Stations UOA, Inc.

By: [Signature]
E.L. Burnette, III, Executive Board Member

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED



NORTH CAROLINA
BRUNSWICK COUNTY

I, the undersigned Notary Public, certify that Edward L. Burnette, III, personally came before me this day and acknowledged that he is President of Station Development Corp., a corporation, and that he, as President, being authorized to do so, executed the foregoing on behalf of the corporation.

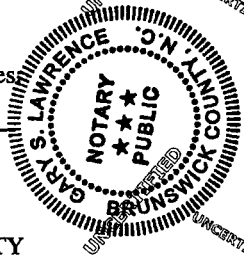
Witness my hand and official seal or stamp, this the 25 day of May, 2009.

Notary Public
Gary S. Lawrence

(Notary's Typed or Printed Name)

My Commission Expires

6-28-09



NORTH CAROLINA
BRUNSWICK COUNTY

I, the undersigned Notary Public, certify that E.L. Burnette, III, personally came before me this day and acknowledged that he is Executive Board Member of South Harbour Station UOA, Inc., a corporation, and that he, as Executive Board Member, being authorized to do so, executed the foregoing on behalf of the corporation.

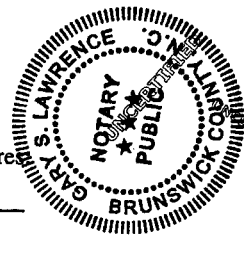
Witness my hand and official seal or stamp, this the 25 day of May, 2009.

Notary Public
Gary S. Lawrence

(Notary's Typed or Printed Name)

My Commission Expires

6-28-09



5
UNCERTIFIED
UNCERTIFIED
UNCERTIFIED
UNCERTIFIED

UNCERTIFIED

UNCERTIFIED



B2943 P0366 06-19-2009 14:22:48.001
Brenda H. Clemmons
of Deeds page 8 of 8

EXHIBIT A

BEING all of that property described as Phase III, South Harbour Station, as shown on map prepared by Gary W. Keyes Land Surveying, and recorded in Condominium Book 14, Page 41, Brunswick County Registry.

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED



EXHIBIT "B"

**TO THE SECOND AMENDMENT AND SUPPLEMENT OF SOUTH HARBOUR
STATIONS CONDOMINIUM**

(which shall be substituted in lieu of the Exhibit B to the first amendment and supplement)

UNCERTIFIED

UNCERTIFIED

PHASE 1 Unit Number

Percentage of undivided ownership

| | |
|--------------|------|
| 4132 Unit 1 | 1/45 |
| 4132 Unit 2 | 1/45 |
| 4132 Unit 3 | 1/45 |
| 4132 Unit 4 | 1/45 |
| 4132 Unit 5 | 1/45 |
| 4132 Unit 6 | 1/45 |
| 4132 Unit 7 | 1/45 |
| 4132 Unit 8 | 1/45 |
| 4132 Unit 9 | 1/45 |
| 4132 Unit 10 | 1/45 |
| 4132 Unit 11 | 1/45 |
| 4132 Unit 12 | 1/45 |
| 4132 Unit 13 | 1/45 |
| 4132 Unit 14 | 1/45 |
| 4132 Unit 15 | 1/45 |

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

Phase 2 Unit Number

| | |
|-------------|------|
| 4134 Unit 1 | 1/45 |
| 4134 Unit 2 | 1/45 |
| 4134 Unit 3 | 1/45 |
| 4134 Unit 4 | 1/45 |
| 4134 Unit 5 | 1/45 |

UNCERTIFIED

UNCERTIFIED

7

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED

UNCERTIFIED



4134 Unit 6 1/45
 4134 Unit 7 1/45
 4134 Unit 8 1/45
 4134 Unit 9 1/45
 4134 Unit 10 1/45
 4134 Unit 11 1/45
 4134 Unit 12 1/45
 4134 Unit 13 1/45
 4134 Unit 14 1/45
 4134 Unit 15 1/45

Phase 3 Unit Number

4136 Unit 1 1/45
 4136 Unit 2 1/45
 4136 Unit 3 1/45
 4136 Unit 4 1/45
 4136 Unit 5 1/45
 4136 Unit 6 1/45
 4136 Unit 7 1/45
 4136 Unit 8 1/45
 4136 Unit 9 1/45
 4136 Unit 10 1/45
 4136 Unit 11 1/45
 4136 Unit 12 1/45
 4136 Unit 13 1/45
 4136 Unit 14 1/45
 4136 Unit 15 1/45