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This Instrument Prepared By:
Cope, Hudson, Scarlett, Reed
& McCreary, PLLC
16 Public Square North
Murfreesboro, TN 37130
From Information furnished by
the party

RESTRICTIONS	
02/02/2007	12:05 PM
DATE	91867
REG TAX	0.00
EXN TAX	0.00
REG FEE	15.00
DP FEE	2.00
REG FEE	0.00
TOTAL	17.00
STATE OF TENNESSEE, WILLIAMSON COUNTY	
SADIE WADE	
REGISTER OF DEEDS	

**AMENDMENT TO COVENANTS, CONDITIONS AND RESTRICTIONS
FOR WILLOWSPRINGS HOMEOWNERS ASSOCIATION, INC.**

WHEREAS, by instrument dated November 22, 2000, HHP INVESTMENTS GENERAL PARTNERSHIP, a Tennessee General Partnership (the "Declarant") executed that certain Declaration of Covenants, Conditions, and Restrictions for WillowSprings of record in Book 2083, Pages 965-1005, in the Register's Office for Williamson County, Tennessee, as amended by that certain Amended and Restated Declaration of Covenants, Conditions, and Restrictions for WillowSprings dated as of November 1, 2001 of record in Book 2353, page 447, said Register's Office and further amended by Amendment of record in Record Book 3096, page 804 and Record Book 4031, 983 of said Register's Office (as amended, the "Covenants"); and

WHEREAS, the Declarant, desires to amend the Covenants as hereinafter set forth; and

WHEREAS, pursuant to Article XII, Section 2 of the Covenants, Declarant has the right to amend the Covenants at any time until the Class "B" memberships terminate and convert to Class "A", without joinder of any Owner (as defined in the Covenants); and

WHEREAS, Declarant is the owner of at least one Class B membership vote and deems the amendment to be necessary and desirable.

NOW, THEREFORE, pursuant to Article XII, Section 2 of the Covenants, the Declarant hereby amends and restated as follows:

1. Article IX, Section 8 of the Covenants is hereby deleted in its entirety and replaced and restated as follows:

"Section 8. Start-up Assessment. Each Unit Owner shall pay to the Association at closing an assessment fee of one thousand five hundred (\$1,500.00) dollars to provide the Association with initial working capital. This Assessment shall be in addition to the regular Assessments provided for above, and shall be due from the Purchaser each time a home is sold."

2. Article XI, Section 1(e) Signs and Billboards is amended by replacing the prior section in its entirety with the following:

"(e) Signs and Billboards. No sign or billboard of any kind shall be displayed to the public view on any Residential Unit or portion of the Common Area, except for (1) directional or informational signs, established by Declarant or the Association, (2) signs used by Declarant, or by its successors or assigns, to advertise the Properties, provided such signs are located on the Common Area or on Residential Units owned by Declarant, and (3) signs not in excess of six square feet per side erected by an Owner upon that Owner's Residential Unit to advertise the sale of that Unit which must comply with the uniform sign design established by the Declarant."

Except as specifically amended hereinabove, the Covenants shall remain in full force and unaffected by this Amendment.

IN WITNESS WHEREOF, the Declarant has caused this Amendment to be executed this 13rd day of January, ~~2006~~ 2007

HHP INVESTMENTS
GENERAL PARTNERSHIP

WILLOWSPRINGS
HOMEOWNERS
ASSOCIATION, INC.

By: [Signature]

By: Amy Hashman

Print Name: Bob Parks

Print Name: Amy Hashman

Title: Partner

Title: Director

STATE OF TENNESSEE)
COUNTY OF RUTHERFORD)

Before me, the undersigned, a notary public within and for the State and county aforesaid, personally appeared BOB PARKS, with whom I am personally acquainted and who upon HE oath acknowledged HIMself to be the ~~General~~ Partner of HHP Investments General Partnership the within named bargainor, a Tennessee limited liability company, and that HE as such ~~General~~ Partner, being authorized to do so, execute the foregoing

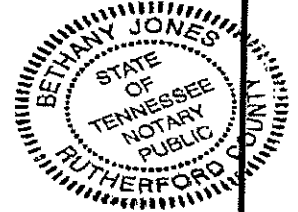
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instrument for the purpose therein named by signing the name of the limited liability company as such ~~General Partner~~.

WITNESS MY HAND and official seal at my office on this the 23rd day of January, 2007.

Bethany Jones
NOTARY PUBLIC

My commission expires: 8/16/09



STATE OF TENNESSEE)
COUNTY OF RUTHERFORD)

Before me, the undersigned, a notary public within and for the State and county aforesaid, personally appeared AMY HERSHMAN with whom I am personally acquainted and who upon ~~HER~~ oath acknowledged ~~HER~~ self to be ~~the~~ A DIRECTOR of WillowSprings Homeowners Association, Inc. the within named bargainer, a Tennessee corporation, and that SHE, as such DIRECTOR, being authorized to do so, execute the foregoing instrument for the purpose therein named by signing the name of the corporation as such DIRECTOR.

WITNESS MY HAND and official seal at my office on this the 23rd day of JANUARY, 2007.

Bethany Jones
NOTARY PUBLIC

My commission expires: 8/16/09

