

FIRST AMENDMENT TO DECLARATION OF RESTRICTIONS

THIS FIRST AMENDMENT TO DECLARATION OF RESTRICTIONS is made as of the 22nd day of July, 1988, by ATACK PROPERTIES, INC., a Virginia corporation ("Declarant").

APPLIES TO
SECTION C&D

WITNESSETH:

WHEREAS, by that certain Declaration of Restrictions (the "Restrictions") dated September 9, 1986, recorded September 10, 1986, in the Office of the Clerk of Circuit Court of Henrico County, Virginia (the "Clerk's Office"), in Deed Book 2024, page 1033, Declarant imposed certain restrictions on the property known as The Woods at Innsbrook which property is more specifically shown on that certain plat recorded in the Clerk's Office in Plat Book 82, page 139 (the "Property"); and

WHEREAS, Declarant desires to amend the Restrictions to change the subdivision name of a portion of the Property;

NOW, THEREFORE, Declarant does hereby declare that (i) the Restrictions encumbering that portion of the Property that is shown on that certain subdivision plat dated June 2, 1987, made by J. K. Timmons and Associates, P.C. ("Timmons"), a copy of which is recorded in the Clerk's Office in Plat Book 85, page 82, are hereby amended to change the name and designation to "The Village at Innsbrook, Section C", (ii) the Restrictions encumbering that portion of the Property that is shown on that certain subdivision plat dated November 17, 1987, made by Timmons, a copy of which is recorded in the Clerk's Office in Plat Book 87, pages

SECTIONS
C, D & F

03997

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NOTICE OF ADDITION TO PROPERTY
(The Village at Innsbrook, Section A)

THIS NOTICE OF ADDITION TO PROPERTY is made this 21st day of December, 1987, by ATACK PROPERTIES, INC., a Virginia corporation ("Declarant"), John K. RUSSELL ("Trustee"), sole acting trustee under that deed of trust (the "Deed of Trust") recorded November 26, 1986, in the Clerk's Office of the Circuit Court of the County of Henrico, Virginia (the "Clerk's Office"), in Deed Book 2037, Page 1493, as amended, HERITAGE SAVINGS BANK, F.S.B., a federally chartered corporation (formerly Heritage Savings and Loan Association), noteholder under the Deed of Trust, MIKE DUMONT CONSTRUCTION, INC. and A & A GENERAL CONTRACTORS, INC., both Virginia corporations (collectively, the "Contract Vendees").

W I T N E S S E T H

WHEREAS, pursuant to that certain Declaration of Restrictions filed for record in the Clerk's Office in Deed Book 1964, Page 646, as amended by that certain First Amendment to Declaration of Restrictions filed for record in the Clerk's Office in Deed Book 2046, Page 862 (collectively, the "Original Restrictions"), the Declarant imposed certain restrictions on certain property situated in Tuckahoe Magisterial District, Henrico County, Virginia, described as The Village at Innsbrook, Section A, as shown on a plat dated April 19, 1985, made by J. K. Timmons & Associates, P.C., Engineers & Surveyors, a copy of which is recorded in the Clerk's Office in Plat Book 81, Page 49; and

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WHEREAS, Declarant desires to amend the Original Restrictions to have the Original Restrictions apply to three additional parcels of land (the "Additional Property") as if the Additional Property were originally covered by the Original Restrictions; and

WHEREAS, the Contract Vendees have entered into contracts with the Declarant to purchase portions of the Additional Property or have already purchased portions of the Additional Property.

NOW, THEREFORE, Declarant does hereby declare and make known that the Additional Property described in Exhibit A attached hereto is held by and subject to the Original Restrictions in the same manner as if it were originally covered by the Original Declaration.

Noteholder joins herein for the sole purpose of and does hereby direct Trustee to join this Notice of Addition for the sole purpose of subjecting his rights under the Deed of Trust to this Notice of Addition.

Trustee joins herein for the sole purpose of and does hereby subject his rights under the Deed of Trust to the provisions of this Notice of Addition to the extent provided herein.

Contract Vendees, as either owners of a portion of the Additional Property or as prospective purchasers of a portion of the Additional Property, join in this instrument for the sole purpose of and do hereby subject the property owned or contracted for, by each of them to the terms of this Notice of Addition.

BOD: 2119: 1317

IN WITNESS WHEREOF, Declarant has caused its name to be signed hereto by its duly authorized officer, Trustee has signed his name hereto, and the Noteholder has caused its name to be signed hereto by its duly authorized officer, all as of the day and year first above written.

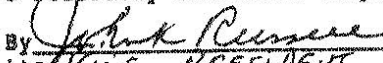
Declarant: ATACK PROPERTIES, INC.,
a Virginia corporation

By 
Robert M. Atack, President


Trustee:




Noteholder: HERITAGE SAVINGS BANK, F.S.B.,
a Federally chartered corporation

By 
Its VICE PRESIDENT

Contract Vendees: MIKE DUMONT CONSTRUCTION, INC.,
a Virginia corporation

By 
Its president

A & A GENERAL CONTRACTORS, INC.,
a Virginia corporation

By 
Its President