

Prepared By & Return to:

Charles D. Meier, Marshall, Williams & Gorham, LLP
P.O. Drawer 2088, Wilmington, NC 28402



STATE OF NORTH CAROLINA
COUNTY OF PENDER

**THIRD AMENDMENT TO THE DECLARATION OF QUEENS GRANT
TOWNHOUSES**

This Third Amendment to the Declaration of Queens Grant Townhouses ("Amendment") is made and entered into as of this 29 day of November, 2017 by Queens Grant Townhouses, Inc., a North Carolina nonprofit corporation ("Association").

WITNESSETH:

A. The Association is the property owners' association charged with the responsibility for the operation of that certain real property known as Queens Grant Townhouses located in Pender County, North Carolina, and described in a Declaration recorded in Book 617, Page 153, a First Amendment recorded in Book 712, Page 34, and a Second Amendment recorded in Book 4407, Page 235, Pender County Registry ("Declaration"), including, but not limited to, the addition of real property subject to said Declaration, this Amendment being effective and applicable to all such additions.

B. Said Declaration provides in Article XII, Section 4 that the Declaration can be amended by an affirmative vote of not less than sixty seven per cent (67%) of the votes of the Members, Lot/Unit Owners.

C. The Amendment set forth below has been adopted by an affirmative vote of not less than sixty seven per cent (67%) of the votes of

the Owners in person, by proxy, or by ballot, and has otherwise been properly adopted and approved as required by the Declaration, Bylaws and Articles of Incorporation, as applicable. (Ballots attached)

D. That the President or Vice President of the Association has been duly authorized and empowered to execute this Amendment and to cause the same to be recorded in the Pender County Registry as the binding act of the Association, its Owners and Board of Directors.

Now therefore, in consideration of the recitals set forth above, and as the act and deed of the Association, its Owners and Board of Directors, the Declaration is hereby amended and modified as set forth below:

1. The property description on the first page of the Declaration is deleted in its entirety and the following inserted in lieu thereof:

a. Being all of the property designated as Tract IIIA as shown on a map recorded in Map Book 57, Page 2, Pender County Registry, including all the platted lots and Common Areas, including but not limited to lots 1A-1F, 2A-2F, 3A-3D, 4A-4H, 5A-5H, 6A-6H, 7A-7F, 8A-8H and 9A-9F; and

b. Being all of the property designated as Tract IIIB as shown on a map recorded in Map Book 56, Page 8, Pender County Registry, including, but not limited to lots 10-33.

2. ARTICLE 1, DEFINITIONS, SECTION 1, is deleted in its entirety and the following inserted in lieu thereof:

SECTION 1. Association shall mean and refer to "Queens Grant Soundside Association", a North Carolina non-profit corporation, formerly known as "Queens Grant Townhouses, Inc."

3. ARTICLE 1, DEFINITIONS, SECTION 4, is deleted in its entirety and the following inserted in lieu thereof:

SECTION 4. Common Area shall mean and refer to all real property owned or to be owned by the Association for the common use and enjoyment of the Owners. The Common Areas owned or to be owned by the Association are described as follows:

a. "Common Area" as described in Article I, Section 4 of the Amendment to Declaration recorded in Book 712, Page 34, Pender County Registry; and

b. All of Tract IIIB, excluding the numbered lots, as shown on a Map recorded in Map Book 56, Page 8, Pender County Registry.

4. ARTICLE I, DEFINITIONS, SECTION 5, is deleted in its entirety, and inserting in lieu thereof the following:

SECTION 5 Lot. There shall be three (3) classes of lots as follows:

a. DUPLEXES: Duplexes shall mean and refer to lots 2A-2F, 3A-3D, 4A-4H, 5A-5H, 6A-6H, 7A-7F, and 9A-9F, as shown on a map recorded in Map Book 57, Page 2, Pender County Registry;

b. MULTIFAMILY UNITS: Multifamily Units shall mean and refer to lots 1A-1F and 8A-8H, as shown on a map recorded in Map Book 57, Page 2, Pender County Registry; and

c. SINGLE FAMILY LOTS: Single Family Lots shall mean and refer to lots 10-33, as shown on a map recorded in Map Book 56, Page 8, Pender County Registry.

Duplexes, Multifamily Units, and Single Family Lots may be referred to collectively in the Declaration as "Lot, lot, Lots or lots". Duplexes and Multifamily Units may be referred to collectively in the Declaration as "Townhouse, Townhouse Unit or Unit".

5. ARTICLE V, COVENANTS FOR MAINTENANCE ASSESSMENTS, SECTION 2. PURPOSE OF ASSESSMENTS, is deleted in its entirety and the following inserted in lieu thereof:

SECTION 2. PURPOSE OF ASSESSMENTS. The assessments levied by the Association shall be used exclusively to promote the recreation, health, safety and welfare of the residents of the Properties, for the maintenance repair and replacements of the Common Areas, for the Exterior Maintenance of the Duplexes and Multifamily Units as set forth in ARTICLE IX, and for any other charges and expenses for matters or items required by the Declaration or Bylaws, including, but not limited to, insurance and professional fees. Assessments will differ between the Duplexes, Multifamily Units, and Single Family Lots, depending upon the services and benefits provided by the Association, in the discretion of the Board.

6. ARTICLE V, COVENANTS FOR MAINTENANCE ASSESSMENTS, SECTION 4. SPECIAL ASSESSMENTS FOR CAPITAL IMPROVEMENTS is deleted in its entirety and the following inserted in lieu thereof:

SECTION 4. SPECIAL ASSESSMENTS FOR IMPROVEMENTS. In addition to the annual assessments authorized above, the Association may levy, in any assessment year, a special assessment applicable to the year only (though the Board may allow the special assessment to be paid over a period of time exceeding one year) for the purpose of defraying in whole or in part the cost of any construction, reconstruction, repair, replacement or improvement of an improvement upon the Common Area, including fixtures and personal property related thereto, provided any such special assessment shall be approved by two thirds (2/3) of the votes of the Owners who are voting in person or by proxy at a meeting duly called for this purpose, or by a ballot vote.

In addition to the annual assessments authorized above, the Association may levy, in any assessment year, a special assessment applicable to the year only (though the Board may allow the special assessment to be paid over a period of time exceeding one year) for the purpose of defraying in whole or in part the cost of any Exterior Maintenance of the Duplexes and/or Multifamily Units as set forth in ARTICLE IX, provided any such special assessment shall be approved by two thirds (2/3) of the votes of the Owners of a Duplex and/or Multifamily Unit, who are voting in person or by proxy at a meeting duly called for this purpose, or by a ballot vote.

7. ARTICLE V, COVENANTS FOR MAINTENANCE ASSESSMENTS, SECTION 5, INSURANCE is deleted in its entirety and the following inserted in lieu thereof:

SECTION 5, INSURANCE.

a. Availability. To the extent reasonably available, the Board of Directors shall obtain and maintain insurance coverage, as a common expense in accordance with Section 47F-3-113 of the Planned Community Act and as set forth in this Article. If such insurance is not reasonably available, and the Board of Directors determines that any insurance described herein will not be maintained, the Board shall cause notice of that fact to be hand-delivered or sent prepaid by United States mail to all Lot Owners at their respective last known addresses.

b. Property and Casualty Insurance. The Association shall procure and maintain property and casualty insurance on the Duplexes and Multifamily Lots and on the Common Areas insuring against all risks of direct physical loss, including fire and extended coverage periods, for and in an amount equal to 100% of the replacement costs of all structures on the

Duplexes and Multifamily Units and on the Common Areas. **THE ASSOCIATION SHALL NOT PROCURE OR MAINTAIN PROPERTY OR CASUALTY INSURANCE FOR THE SINGLE FAMILY LOTS.**

c. Liability Insurance. The Association shall procure and maintain liability insurance in reasonable amounts covering all occurrences, commonly insured against for death, bodily injury, and property damage rising out of or in connection with the use, ownership, or maintenance of the Common Areas, Duplexes and Multifamily Units, and covering the Association, the Board of Directors, Officers, Duplex and Multifamily Unit Owners and all agents and employees of the Association. **THE ASSOCIATION SHALL NOT MAINTAIN OR PROCURE LIABILITY INSURANCE FOR THE SINGLE FAMILY LOTS.**

d. Policy Requirements. In accordance with Section 47F-3-113(c) of the Planned Community Act, the insurance policies carried in accordance with this Section must provide that:

1. Each Duplex and Multifamily Unit Owner is an insured person under the policy to the extent of the Lot owner's insurable interest;

2. The insurer waives its right of subrogation under the policy against any Duplex and Multifamily Unit Owner or members of the Duplex and Multifamily Unit Owner household;

3. No act or omission by any Duplex and Multifamily Unit Owner, unless acting within the scope of his or her authority on behalf of the Association, will preclude recovery under the policy; and

4. If, at the time of a loss under the policy, there is other insurance in the name of a Duplex and Multifamily Unit Owner covering the same risk covered by the policy, the Association's policy provides primary insurance, except as provided under paragraph h below.

e. Association as Trustee. All such insurance coverage shall be written in the name of the Association as trustee for itself, each of the Duplex and Multifamily Lot Owners, and the mortgagees of Duplex and Multifamily Lot Owners, if any. The proceeds from property and casualty insurance claims shall be payable to the Association as trustee for all Duplex and Multifamily Lot Owners and mortgagees of Duplex and Multifamily Lot Owners. It shall be the duty of the Board of Directors at least annually to conduct an insurance review to determine that the policies in force are adequate to meet the risks of the Association. Such a responsibility may be performed and shall be deemed reasonably performed by the Board

requesting the Association's insurance agent to verify insurance policies in existence to meet the needs of the Association. All insurance shall run to the benefit of the Association, the respective Duplex and Multifamily Lot Owner, and their respective mortgagees as their interests may appear. Policies may contain reasonable deductibles, the payment of which shall be controlled by paragraph g. below.

f. Other Insurance. The Board of Directors shall obtain as a common expense:

1. Worker's Compensation Insurance if and to the extent necessary to meet the requirements of North Carolina law;

2. Officers and Directors Liability Insurance in such amount as the Board may determine. Such insurance shall contain a cross liability endorsement; and

3. Such other insurance as the Board of Directors may determine to be necessary.

g. Flood Insurance. In addition to any flood insurance required to be maintained by the Association for the Common Areas, individual flood insurance coverage may be purchased by the Association for the Duplexes and/or Multifamily Units in such amounts as may be determined by the Board of Directors. The Association shall have an insurable interest in each Duplex and/or Multifamily Unit to the extent necessary to obtain such coverage, and all premiums, expenses and deductibles shall be charged to each Duplex and/or Multifamily Unit Owner as an assessment and collected accordingly.

h. Insurance Deductibles. Notwithstanding any other provisions of the Declaration or Bylaws, this paragraph h shall control and interpret who is liable for any deductible under any insurance policy purchased by the Board. The deductible, if any, on any insurance policy purchased by the Board shall be paid by the Association as a common expense in the event that the cause of any damage or destruction to any portion of the Duplex and/or Multifamily Unit originated in or through the Common Areas or an apparatus located within the Common Areas; provided, however, that the Board may assess any deductible amount necessitated by either the intentional act or omission, negligence, abuse, misuse or neglect of a Duplex and/or Multifamily Unit Owner, or his or her family, guest, tenant or the family or guest of said tenant, against such Duplex and/or Multifamily Unit Owner. In the event that the cause of any damage or destruction to any portion of the Duplex and/or Multifamily Unit originated in or through a

Duplex and/or Multifamily Unit or any component thereof, including, but not limited to, any water leak, discharge or overflow from a toilet, sink, shower, bathtub, water heater, ice maker, washer, pipe, appliance, aquarium, water bed, dishwasher, HVAC, window or door, then the Owner of said Duplex and/or Multifamily Unit Owner shall pay for all damages up to the amount of the deductible under the Association's insurance policy without regard to whether the Owner or his or her family, guest, tenant or the family or guest of said tenant was negligent, and without regard to whether the Board, in its sole and unconditional discretion, decides not to submit a claim to the insurance company. Nothing herein shall be deemed to require that the Association maintain, repair or replace any portion of the Duplex and/or Multifamily Unit that it is not otherwise required to maintain, repair or replace under the Declaration or the Bylaws. If an Owner fails to pay for all damages up to the amount of the deductible under the Association's insurance policy and the Association pays for any damages up to the amount of the deductible under the Association's insurance policy, then the costs paid by the Association shall be charged to the Owner as an assessment for which the Association shall have a lien.

8. ARTICLE V, COVENANTS FOR MAINTENANCE ASSESSMENTS, SECTION 6, DISTRIBUTION OF INSURANCE PROCEEDS, is deleted in its entirety and the following inserted in lieu thereof: in its entirety and inserting in lieu thereof the following:

SECTION 6. DAMAGE, DESTRUCTION AND REPAIR

Section 6.1 Duty to Repair. In the event that all or any part of the Common Areas or any Duplex and/or Multifamily Unit shall be damaged or destroyed, such Common Areas or any Duplex and/or Multifamily Unit shall be repaired or replaced and proceeds of insurance shall be used and applied in accordance with the provisions of Section 47F-3-113 of the Planned Community Act.

Section 6.2 Repair and Reconstruction. The Board of Directors or its duly authorized agents shall arrange for and supervise the prompt repair and restoration of the damage in accordance with the original plats and plans or reconstruction compatible with such plats and plans.

The procedure for repair and construction shall be as follows:

(a) Cost Estimates. Immediately after a fire or other casualty causing damage to the Common Areas or any Duplex and/or Multifamily

Unit, the Association shall obtain reliable and detailed estimates of the cost of repairing and restoring any structures to a condition as good as that existing before such casualty. Such costs may also include professional fees and premiums for such bonds as the Board of Directors determines to be necessary.

(b) Source and Allocation of Proceeds. If the proceeds of insurance are not sufficient to defray the said estimated costs of reconstruction and repair of the Common Areas, as determined by the Board of Directors, or if at any time during the reconstruction and repair or upon completion of reconstruction and repair the funds for the payment of the costs thereof are insufficient, assessments shall be made against all of the Lot Owners. If the proceeds of insurance are not sufficient to defray the said estimated costs of reconstruction and repair of the Duplexes and/or Multifamily Units, as determined by the Board of Directors, or if at any time during the reconstruction and repair or upon completion of reconstruction and repair the funds for the payment of the costs thereof are insufficient, assessments shall be made against the Duplex and/or Multifamily Unit Owners. If after repair and reconstruction is completed there is a surplus of funds, such funds shall be common funds of the Association to be used as decided by the Board of Directors.

(c) Plans and Specifications. Any such reconstruction or repair shall be substantially in accordance with the Plans and specifications under which the structure(s) of the Planned Community was originally constructed.

(d) Construction Fund. The net proceeds of the insurance collected on account of a casualty and the funds collected by the Association from Assessments against Lot Owners on account of such casualty shall constitute a construction fund which shall be disbursed in payment of the cost of reconstruction and repair in the manner set forth in this Section.

(e) Method of Disbursement. The construction fund shall be paid by the Association in appropriate progress payments to such contractor(s), supplier(s), and personnel performing the work or supplying materials or services for the repair and reconstruction of the buildings as are designated by the Board of Directors.

9. Section 8, UNIFORM RATE OF ASSESSMENT, is deleted in its entirety and the following inserted in lieu thereof: in its entirety and inserting in lieu thereof the following:

Section 8, UNIFORM RATE OF ASSESSMENT. Both annual and special assessments must be fixed at a uniform rate based upon the type of Lot. Duplexes shall pay a uniform rate, Multifamily Units shall pay a uniform rate, and Single Family Lots shall pay a uniform rate. Notwithstanding this Section, the Board in its discretion may require that:

- a) Any common expense associated with the maintenance, repair, or replacement of a Limited Common Area may be assessed against the Lots to which that Limited Common Area is assigned, equally, or in any other proportion that the Declaration provides;
- b) Any common expense or portion thereof benefiting fewer than all of the Lots may be assessed exclusively against the Lots benefitted; and
- c) The costs of insurance may be assessed in proportion to risk and the costs of utilities shall be assessed in proportion to usage.

10. ARTICLE IX, EXTERIOR MAINTENANCE, is deleted in its entirety and the following inserted in lieu thereof: in its entirety and inserting in lieu thereof the following:

ARTICLE IX, EXTERIOR AND OWNER MAINTENANCE

Section 9.1 Association Maintenance. In addition to maintenance, repair or replacement upon the Common Areas, the Association shall maintain, repair and replace as a common expense the exterior of the Duplexes and/or Multifamily Units as follows:

(a) Exterior surfaces, as decided by the Board of Directors, in its sole discretion. Exterior surfaces shall not include any portion of the foundation of the Duplexes and/or Multifamily Units or any exterior surfaces not visible from outside of the Duplexes and/or Multifamily Units

(b) Siding.

(c) Soffits.

(d) Roofs and Roof shingles.

(e) Gutters and downspouts, including cleaning as decided by the Board of Directors in its sole discretion.

(f) Front Doors.

(g) Decks

Notwithstanding anything above that could be construed to the contrary, the Duplex and/or Multifamily Unit Owners shall have maintenance, repair and replacement responsibility for the following:

- (a) All glass surfaces (window panes, glass doors, etc.).
- (b) Windows and window systems, including screens.
- (c) Back or rear doors.
- (d) Exterior water faucets.
- (e) Driveways and Garage doors.
- (f) Exterior electrical outlets, wires or cables.
- (g) Entry doorbell.
- (h) HVAC.
- (i) Exterior Lights and fixtures.
- (j) Any Owner added improvements.
- (k) Limited Common Areas.
- (l) Any other portion of the Duplexes and/or Multifamily Units not specifically required to be maintained, repaired or replaced by the Association.

The Association shall be authorized to perform, after fifteen (15) days' written notice to a Lot Owner, any maintenance upon a Lot for which the Owner is responsible and to charge the Owner, as provided for assessments herein, with the actual costs of maintenance. In addition, if the need for maintenance, repair or replacement is caused by the willful or negligent act of the Owner, his/her family, guests, tenants or invitees, and is not covered by insurance purchased by the Association, the cost of such maintenance, repair or replacement shall be paid by the offending Owner and become part of the assessment of which the Lot is subject.

Section 9.2. Owner Maintenance. THE ASSOCIATION IS NOT PROVIDING ANY EXTERIOR OR OTHER MAINTANENCE TO THE SINGLE FAMILY LOTS. Every Lot Owner shall maintain, repair, and replace

at his/her expense all portions of his/her Lot which are not maintained by the Association as set forth above. Each Lot Owner shall maintain, repair, and replace, when necessary, his residence and any other permanent structures located on the Lot unless the Association or its insurance coverage is responsible for remedying any such damage. The Owners of the Single Family Lots shall maintain the Lot, residence on the Lot and other permanent structures located on the Lot in good repair and condition, as determined by the Board. All damages to the Common Areas willfully or negligently caused by a Lot Owner, his/her family, guests, tenants or invitees, shall be repaired promptly by such Lot Owner, except to the extent such damage is covered by hazard insurance required to be maintained by the Association, in which case the Association waives its right of indemnity to the extent of funds received and paid pursuant to said insurance policy. If the Lot Owner defaults in his obligations herein and if any such default is not cured by him within fifteen (15) days from written demand by the Association, the same may be cured by the Association and the cost thereof shall be assessed against the Lot owned by the subject Lot Owner. The Owners shall be responsible for maintenance and repair to all utilities and services to the Lots, except to the extent such maintenance and repair is provided by a public or private utility.

11. By adding the following Section 9 to ARTICLE X, USE RESTRICTIONS:

SECTION 9. STATE STORMWATER PERMIT. In order to comply with the provisions of 15A NCAC 02H.1045 and 15 NCAC 2H.100, and State Stormwater Permit Number SW8 071111, the Properties must comply with the following "built upon" surface areas regulations:

1. The following covenants are intended to ensure ongoing compliance with State Stormwater Management Permit Number SW8 071111, as may be modified, as issued by the Division of Energy, Mineral and Land Resources under the Stormwater Management Regulations.
2. The State of North Carolina is made a beneficiary of these covenants to the extent necessary to maintain compliance with the stormwater management permit.
3. These covenants are to run with the land and be binding on all persons and parties claiming under them.

4. The covenants pertaining to stormwater may not be altered or rescinded without the express written consent of the State of North Carolina, Division of Energy, Mineral and Land Resources.

5. Alteration of the drainage as shown on the approved plan may not take place without the concurrence of the Division of Energy, Mineral and Land Resources.

6. The maximum allowable built upon area is shown on Exhibit A attached hereto and incorporated hereon by reference.

This allotted amount includes any built-upon area constructed within the lot property boundaries, and that portion of the right of way between the front lot line and the edge of the pavement. Built upon area includes, but is not limited to, structures, asphalt, concrete, gravel, brick, stone, slate, coquina and parking areas, but does not include raised, open wood decking, or the water surface of swimming pools.

7. All runoff from the built-upon areas on the lot must drain into the permitted system. This may be accomplished through a variety of means including roof drain gutters which drain to the street, grading the lot to drain toward the street, or grading perimeter swales to collect the lot runoff and directing them into a component of the stormwater collection system. Lots that will naturally drain into the system are not required to provide these additional measures.

8. The owner of each lot, whose ownership is not retained by the permittee, is required to submit a separate stormwater permit application to the Division of Energy, Mineral and Land Resources and receive a permit prior to construction.

9. The project and each lot will maintain a 50 foot wide vegetated buffer between all impervious areas and surface waters.

12. By adding the following Section 10 to ARTICLE X, USE RESTRICTIONS:

SECTION 10. STATE WATER QUALITY PERMIT. In order to comply with the provisions of State Water Quality Permit Number WQ 0036782, the Duplexes, Multifamily Units, and Single Family Lots must comply with the maximum number of bedrooms limitation as set forth in Exhibit B attached hereto and incorporated herein by reference.

END OF AMENDMENTS

Except as amended, the Declaration, as may have been previously amended, shall remain in full force and effect.

The undersigned, being the _____ President of the Association, does, by his/her execution hereof, certify that this Amendment was duly adopted by an affirmative vote of at least sixty seven per cent (67%) of the votes of the Members of the Association in person, by proxy, or by ballot, was duly adopted by a vote of the Board of Directors (if required), and that all the procedures, steps and requirements necessary to amend said Declaration have been complied with, the day and year first above written.

Queens Grant Townhouses, Inc.

By: *Martin B. Jarvis Jr*
MARTIN B. JARVIS, Jr, President

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STATE OF NORTH CAROLINA
COUNTY OF New Hanover

I, Gina L. Gilb, notary public, do hereby certify that Martin B Jarvis Jr (name of officer), personally appeared before me this day and acknowledged that he/she is President (title of officer) of the Association and that he/she, being authorized to do so, executed the foregoing on behalf of the Association.

Witness my hand and official seal this the 29th day of November, 2017.

Gina L Gilb
Notary Public
My Commission Expires: 05/13/2022

(Notary Seal)
GINA L. GILB
Notary Public
New Hanover Co., North Carolina
My Commission Expires May 13, 2022

EXHIBIT A TO THIRD AMENDMENT TO DEC. QUEENS GRANT TOWNHOUSES

| | | PROPOSED BUA (SF) |
|-----------------|----|----------------------|
| Building/Unit | DA | |
| Bld A Unit 7 | 1 | 1,278.0 |
| Bld A Unit 8 | 1 | 1,278.0 |
| Bld B Unit 9 | 1 | 1,278.0 |
| Bld B Unit 10 | 1 | 1,278.0 |
| Total SF | 1 | 5,112.0 |
| | | |
| Bld C Unit 11 | 2 | 1,299.0 |
| Bld C Unit 12 | 2 | 1,299.0 |
| Bld D Unit 13 | 2 | 1,355.0 |
| Bld D Unit 14 | 2 | 1,360.0 |
| Streets | 2 | 340.0 |
| Total SF | 2 | 5,653.0 |
| | | |
| Bld E Unit 15 | 3 | 1,343.0 |
| Bld E Unit 16 | 3 | 1,343.0 |
| Bld F Unit 17 | 3 | 1,352.0 |
| Bld F Unit 18 | 3 | 1,325.0 |
| roads | 3 | 3,269.0 |
| Total SF | 3 | 8,632.0 |
| | | |
| Bld G Unit 19 | 4 | 1,305.0 |
| Bld G Unit 20 | 4 | 1,272.0 |
| Bld H Unit 21 | 4 | 1,278.0 |
| Bld H Unit 22 | 4 | 1,268.0 |
| road | 4 | 3,977.0 |
| Total SF | 4 | 9,100.0 |
| | | |
| Bld I Unit 23 | 5 | 1,427.0 |
| Bld I Unit 24 | 5 | 1,330.0 |
| Bld J Unit 25 | 5 | 1,274.5 |
| Bld J Unit 26 | 5 | 1,274.5 |
| Total SF | 5 | 5,306.0 |
| | | |
| Bld K Unit 27 | 6 | 1,323.0 |
| Bld K Unit 28 | 6 | 1,322.0 |
| Bld L Unit 29 | 6 | 1,348.5 |
| Bld L Unit 30 | 6 | 1,348.5 |
| Total SF | 6 | 5,342.0 |

| Building/Unit | DA | PROPOSED BUA (SF) |
|----------------------|-----------|------------------------------|
| Bld M Unit 39 | 7 | 1,350.0 |
| Bld M Unit 40 | 7 | 1,350.0 |
| Bld N Unit 41 | 7 | 1,350.0 |
| Bld N Unit 42 | 7 | 1,351.0 |
| Total SF | 7 | 5,401.0 |
| | | |
| rec bldgs | 8 | 1,344.0 |
| rec sports | 8 | 2,410.0 |
| rec parking | 8 | 1,652.0 |
| roads | 8 | 9,342.0 |
| Total SF | 8 | 14,748.0 |
| | | |
| Unit 43 | 9 | 1,921.0 |
| Unit 44 | 9 | 1,344.0 |
| Unit 45 | 9 | 1,344.0 |
| Unit 46 | 9 | 1,344.0 |
| Unit 47 | 9 | 1,344.0 |
| Unit 48 | 9 | 1,344.0 |
| Unit 49 | 9 | 1,344.0 |
| roads | 9 | 7,671.0 |
| Total SF | 9 | 17,656.0 |
| | | |
| Unit 50 | 10 | 1,582.5 |
| Unit 51 | 10 | 1,582.5 |
| Unit 52 | 10 | 1,582.5 |
| Unit 53 | 10 | 1,337.0 |
| Unit 54 | 10 | 1,337.0 |
| Unit 55 | 10 | 1,582.5 |
| Unit 56 | 10 | 1,556.0 |
| roads | 10 | 8,458.0 |
| Total SF | 10 | 19,018.0 |

| | | PROPOSED BUA (SF) |
|----------------------|-----------|------------------------------|
| Building/Unit | DA | |
| Unit 57 | 11 | 1,940.0 |
| Unit 58 | 11 | 1,940.0 |
| Unit 59 | 11 | 1,940.0 |
| Unit 60 | 11 | 1,610.0 |
| Unit 61 | 11 | 1,880.0 |
| Unit 62 | 11 | 1,940.0 |
| Unit 63 | 11 | 1,893.0 |
| Unit 64 | 11 | 1,610.0 |
| Unit 65 | 11 | 2,021.0 |
| Unit 66 | 11 | 1,940.0 |
| roads | 11 | 23,507.0 |
| Pumpstation bld | 11 | 1,010.0 |
| Pumpstation pkg | 11 | 909.0 |
| Total SF | 11 | 44,140.0 |

| | | PROPOSED BUA (SF) |
|----------------------|-----------|------------------------------|
| Building/Unit | DA | |
| Boat Parking | 12 | 6,443.0 |

EXHIBIT B TO THIRD AMENDMENT TO DEC. QUEENS GRANT TOWNHOUSES

NCDEQ Permit Number WQ 0036782 Modified June 8, 2017

For the Third Amendment of the Queens Grant Declaration of Queens Grant Townhouses

| Tower Court | | Observation Lane | | Bumblebee | |
|--------------|------------|------------------|-----------|--------------|-----------|
| Lot: | Bedroom: | Lot: | Bedroom: | Lot: | Bedroom: |
| 1A | 3 | 920 | 5 | 900 | 3 |
| 1B | 3 | 922 | 3 | 902 | 3 |
| 1C | 2 | 924 | 3 | 904 | 3 |
| 1D | 2 | 926 | 3 | 906 | 3 |
| 1E | 3 | 928 | 3 | 908 | 3 |
| 1F | 3 | 930 | 3 | 910 | 5 |
| 2A | 3 | 932 | 3 | 912 | 4 |
| 2B | 3 | 934 | 3 | 914 | 3 |
| 2C | 3 | 936 | 3 | 916 | 4 |
| 2D | 3 | 938 | 3 | 918 | 3 |
| 3A | 3 | 940 | 3 | Total | 34 |
| 3B | 3 | 942 | 3 | | |
| 3C | 3 | 944 | 3 | | |
| 3D | 3 | 946 | 4 | | |
| 4A | 3 | total | 45 | | |
| 4B | 3 | | | | |
| 4C | 3 | | | | |
| 4D | 3 | | | | |
| 5A | 3 | | | | |
| 5B | 3 | | | | |
| 5C | 3 | | | | |
| 5D | 3 | | | | |
| 6A | 3 | | | | |
| 6B | 3 | | | | |
| 6C | 3 | | | | |
| 6D | 3 | | | | |
| 7A | 3 | | | | |
| 7B | 3 | | | | |
| 7C | 3 | | | | |
| 7D | 3 | | | | |
| 8A | 3 | | | | |
| 8B | 3 | | | | |
| 8C | 3 | | | | |
| 8D | 3 | | | | |
| 8E | 2 | | | | |
| 8F | 2 | | | | |
| 8G | 3 | | | | |
| 8H | 3 | | | | |
| 9A | 3 | | | | |
| 9B | 3 | | | | |
| 9C | 3 | | | | |
| 9D | 3 | | | | |
| Total | 122 | | | | |

Exhibit B

Total Bedrooms permitted in Queens grant Town Homes: 201

| Last Name | First Name | Last Name_7 | Co-Res First Name | Address 1 | Vote |
|-------------------|----------------------|-------------|-------------------|------------------------|------|
| | RSZ Farming, LLC | | | 956 Tower Ct, Unit 8G | Yes |
| Anglin | Jody | | | 962A Tower Ct, Unit 7A | |
| Ball | Eugene | Ball | Peggy | 961B Tower Ct Unit 3D | |
| Bell | Joe | | | 956 Tower Ct, Unit 8F | |
| Beroth | Linda | Beroth | Thomas | 910 Bumble Bee Ln | Yes |
| Beroth | Linda | Beroth | Thomas | 953 Tower Ct, Unit 1B | yes |
| Brown | Matthew | | | 926 Observation Ln | |
| Court A, LLC | 965 Tower | | | 965A Tower Ct, Unit 4C | Yes |
| Development, Inc. | Flyod | | | 914 Bumble Bee Ln | |
| Rizzo | Dan | | | 916 Bumble Bee Ln | Yes |
| Dickinson | Carter | Dickinson | Sallie | 966A Tower Ct, Unit 6A | Yes |
| Draughon | Stan | Draughon | Kaywood | 906 Bumble Bee Ln | |
| Draughon | Stan | Draughon | Kaywood | 908 Bumble Bee Ln | |
| Exempt Trust | Godwin Samuel E GST | | | 956 Tower Ct, Unit 8H | Yes |
| Goldbach | Norman | Goldbach | Elizabeth | 960A Tower Ct, Unit 7C | |
| Group, LLC | Edge Development | | | 944 Observation Ln | |
| Harris | Austin | Harris | Stephanie | 946 Observation Ln | Yes |
| Haskin | F. Jay | Haskin | Cindy | 940 Observation Ln | Yes |
| Investments, LLC | FMR | | | 912 Bumble Bee Ln | Yes |
| Jarvis | Martin | Jarvis | Judith | 956 Tower Ct, Unit 8B | Yes |
| Keenan | Candice | | | 960B Tower Ct, Unit 7D | Yes |
| Lanier | Stephen | Lanier | Kristie | 966B Tower Ct Unit 6B | Yes |
| LLC | SJEB | | | 959B Tower Ct Unit 3B | |
| Malechuk | Daniel | Malechuk | Alana | 969A Tower Ct, Unit 5A | Yes |
| Malechuk | Daniel | Malechuk | Alana | 969B Tower Ct, Unit 5B | Yes |
| McLean | Bill | | | 961A Tower Ct, Unit 3C | Yes |
| Meredith | William | Meredith | Barbara | 968B Tower Ct, Unit 5D | |
| Moore | David | Moore | Bonnie | 953 Tower Ct, Unit 1C | Yes |
| Neely | Joe | Neely | Gwen | 953 Tower Ct, Unit 1A | Yes |
| Wilder | Aldridge | | | 964A Tower Ct, Unit 6C | |
| Norris | Matthew | | | 920 Observation Ln | Yes |
| Payne | Stephen | Braswell | Theresa | 965B Tower Ct, Unit 4D | Yes |
| Perry | Kevin | Perry | Kristine | 924 Observation Ln | Yes |
| Pilli | John | Sansing | Sherry | 968A Tower Ct, Unit 5C | |
| Pope | Graham | | | 956 Tower Ct, Unit 8E | |
| QGD8 Trust | Trustees of the | | | 956 Tower Ct, Unit 8D | Yes |
| Schoolcraft | Joya | Schoolcraft | Bobby | 953 Tower Ct, Unit 1F | Yes |
| Sholar | Darren | Sholar | Frances | 953 Tower Ct, Unit 1D | |
| Slovenski | Sean (AD) | Slovenski | Alisa (AD) | 942 Observation Ln | Yes |
| Sutton | William | Sutton | Karen | 913 Bumble Bee Ln | Yes |
| Sutton | William | Sutton | Karen | 956 Tower Ct, Unit 8A | Yes |
| Waggoner | William | | | 959A Tower Ct Unit 3A | |
| Williams | Faye | | | 953 Tower Ct, Unit 1E | Yes |
| Williams, Sr | James | Williams | Frances | 956 Tower Ct, Unit 8C | Yes |
| Wolfe | William (*AD) | Wolfe | Brenda | 962B Tower Ct, Unit 7B | |
| | Circle Q Equity, Inc | | | 911 Bumble Bee Ln | Yes |
| | Circle Q Equity, Inc | | | 909 Bumble Bee Ln | Yes |
| | Circle Q Equity, Inc | | | 922 Observation Ln | Yes |
| | Circle Q Equity, Inc | | | 928 Observation Ln | Yes |
| | Circle Q Equity, Inc | | | 934 Observation Ln | Yes |
| | Circle Q Equity, Inc | | | 936 Observation Ln | Yes |
| | Circle Q Equity, Inc | | | 938 Observation Ln | Yes |
| | Circle Q Equity, Inc | | | 952A Tower Ct, Unit 9C | Yes |
| | Circle Q Equity, Inc | | | 952B Tower Ct, Unit 9D | Yes |
| | Circle Q Equity, Inc | | | 954A Tower Ct, Unit 9A | Yes |
| | Circle Q Equity, Inc | | | 954B Tower Ct, Unit 9B | Yes |
| | Circle Q Equity, Inc | | | 955A Tower Ct, Unit 2A | Yes |
| | Circle Q Equity, Inc | | | 955B Tower Ct, Unit 2B | Yes |
| | Circle Q Equity, Inc | | | 957A Tower Ct, Unit 2C | Yes |
| | Circle Q Equity, Inc | | | 957B Tower Ct, Unit 2D | Yes |
| | Circle Q Equity, Inc | | | 963A Tower Ct, Unit 4A | Yes |
| | Circle Q Equity, Inc | | | 963B Tower Ct, Unit 4B | Yes |
| | Circle Q Equity, Inc | | | 964B Tower Ct, Unit 6D | Yes |

Pierce Development
Pierce Development
Pierce Development

918 Bumble Bee Ln
930 Observation Ln
932 Observation Ln

46
69.7%

BALLOT

Queens Grant Townhouses, Inc.

PLEASE MARK THE BALLOT IN THE PLACES INDICATED. PLEASE SIGN AND DATE THE BALLOT AND PRINT YOUR NAME AND PROPERTY ADDRESS.

PLEASE MARK WITH AN "X" TO INDICATE YOUR VOTE. YOUR BALLOT MUST BE RETURNED TO THE ASSOCIATION NO LATER THAN OCTOBER 29, 2017. IN THE DISCRETION OF THE BOARD THIS DATE MAY BE EXTENDED FOR UP TO 30 DAYS.

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This the _____ day of _____, 2017.

Bonnie Moore

Owner Signature
Bonnie Moore

Print Name

Owner Signature

Print Name

Property Address(es)

1C

*DO NOT INDEX
Ballot Signatures*

BALLOT

Queens Grant Townhouses, Inc.

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This the 15 day of November, 2017.

Abee Williams
Owner Signature

Hollie Williams
Print Name

RFW
Owner Signature

RFW Williams J.
Print Name

Property Address(es)
1 E Tower Court

Comments

? Write a comment

Post a comment to start a discussion.
@Mention someone to notify them.

BALLOT

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This the 17th day of OCTOBER, 2017.

[Signature]
Owner Signature
JAMES E. WILLIAMS
Print Name

[Signature]
Owner Signature
FRANCES H. WILLIAMS
Print Name

Property Address(es)
109 N. BREAZER AVE
MOIST OAKS No. 2836
UNIT 8C - QUEEN'S GRANT

Comments

? Write a comment

Post a comment to start a discussion.
@Mention someone to notify them.

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This the 25th day of October, 2017.

Robin J. Walston
Owner Signature

Robin J. Walston
Print Name

Owner Signature

Print Name

Property Address(es)

956 Tower Ct, Unit 84



BALLOT

Queens Grant Townhouses, Inc.

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This the 6 day of November, 2017

Pam Owen Godwin - *Samuel E. Godwin*
Owner Signature *GST Exempt Trust*
PAM OWEN Godwin
Print Name

Owner Signature

Print Name

Property Address(es)
@H TOWER COURT

5559560-450-3-14



BALLOT

Queens Grant Townhouses, Inc.

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This the 17 day of Nov, 2017.

[Signature]
Owner Signature

William Sutton
Print Name

[Signature]
Owner Signature

Karen Sutton
Print Name

Property Address(es)
Lot 26 + 8A

5550173 6674FCMP-2



BALLOT

Queens Grant Townhouses, Inc.

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This the 4 day of NOV., 2017.

Linda Beroth
Owner Signature

Linda Beroth
Print Name

Thomas Beroth
Owner Signature

Thomas Beroth
Print Name

Property Address(es)

953 Tower Ct. Unit 1B

Topsail Beach, NC

5553550-368-3-14



BALLOT

Queens Grant Townhouses, Inc.

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This the 4 day of November, 2017.

Linda Beroth
Owner Signature

Linda Beroth
Print Name

Thomas Beroth
Owner Signature

Thomas Beroth
Print Name

Property Address(es)

910 Bumblebee Lane, Topsail Beach

5550173 6074FCMP-2

BALLOT

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This the 7 day of NOV., 2017.

FMR Investments LLC by [Signature]

Owner Signature

Frank Floyd
Print Name

Owner Signature

Print Name

Property Address(es)

912 Bumblee Lane

Jake Davis

RECEIVED
OCT 28 2017
BY:

BALLOT

Queens Grant Townhouses, Inc.

PLEASE MARK THE BALLOT IN THE PLACES INDICATED. PLEASE SIGN AND DATE THE BALLOT AND PRINT YOUR NAME AND PROPERTY ADDRESS.

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This the 16 day of October, 2017.

[Signature]
Owner Signature

Dom Rizzo
Print Name

[Signature]
Owner Signature

Judy Rizzo
Print Name

Property Address(es)
916 Bumble Bee Lane
Topsail Beach, NC 28445



BALLOT

Queens Grant Townhouses, Inc.

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This the 1st day of November, 2017.

[Signature]
Owner Signature

Matthew H. Norris
Print Name

[Signature]
Owner Signature

SARA MORGAN NORRIS
Print Name

Property Address(es)

920 Observation Lane

BALLOT

Queens Grant Townhouses, Inc.

PLEASE MARK THE BALLOT IN THE PLACES INDICATED. PLEASE SIGN AND DATE THE BALLOT AND PRINT YOUR NAME AND PROPERTY ADDRESS.

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This the 16th day of October, 2017

Kristine Perry
Owner Signature
KRISTINE PERRY
Print Name

Kevin Perry
Owner Signature
KEVIN PERRY
Print Name

Property Address(es)
924 Observation Ln

BALLOT

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This the 13 day of NOVEMBER, 2017.

F. Jay Haskin
Owner Signature

F. Jay Haskin
Print Name

Cindy W. Haskin
Owner Signature

CINDY W. HASKIN
Print Name

Property Address(es)

940 OBSERVATION LANE

TOPSAIL ISLAND, NC 28445

BALLOT

Queens Grant Townhouses, Inc.

PLEASE MARK THE BALLOT IN THE PLACES INDICATED. PLEASE SIGN AND DATE THE BALLOT AND PRINT YOUR NAME AND PROPERTY ADDRESS.

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This the 10 day of November, 2017.

[Signature]
Owner Signature
Sean Slouenski
Print Name

Owner Signature

Print Name

Property Address(es)
942 observation lane

BALLOT

Queens Grant Townhouses, Inc.

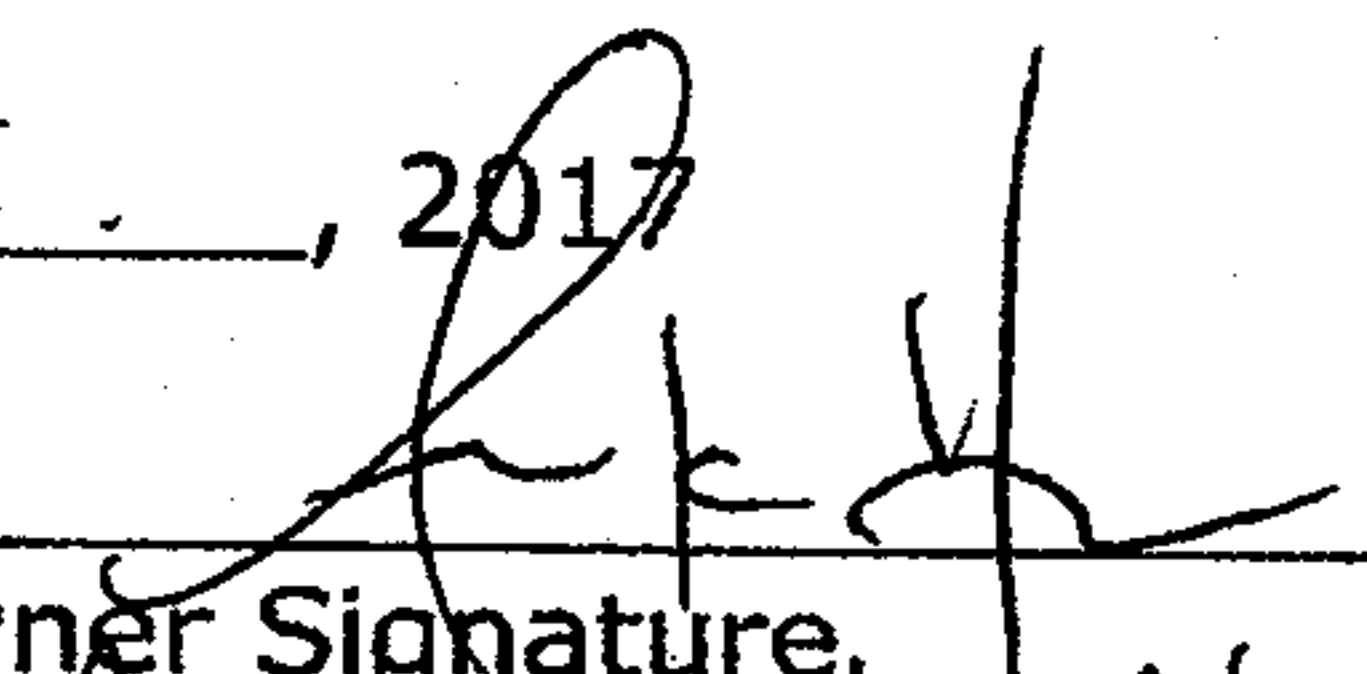
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This the 16th day of Oct, 2017


Owner Signature
Austin K Harris
Print Name

Owner Signature

Print Name

Property Address(es)
946 Observation Ln

BALLOT

Queens Grant Townhouses, Inc.

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This the 19 day of Oct, 2017.

Owner Signature

Print Name

Owner Signature

Print Name

Property Address(es)

953 1F Tower Ct Queens Grant

Topsoil Island, NC 28445

BALLOT

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This the _____ day of _____, 2017.

Joe M. Neely
Owner Signature

Joe M. Neely
Print Name

Gwen B. Neely
Owner Signature

Gwen B. Neely
Print Name

Property Address(es)

953 A Tower Court

Topsail Beach, NC

BALLOT

Queens Grant Townhouses, Inc.

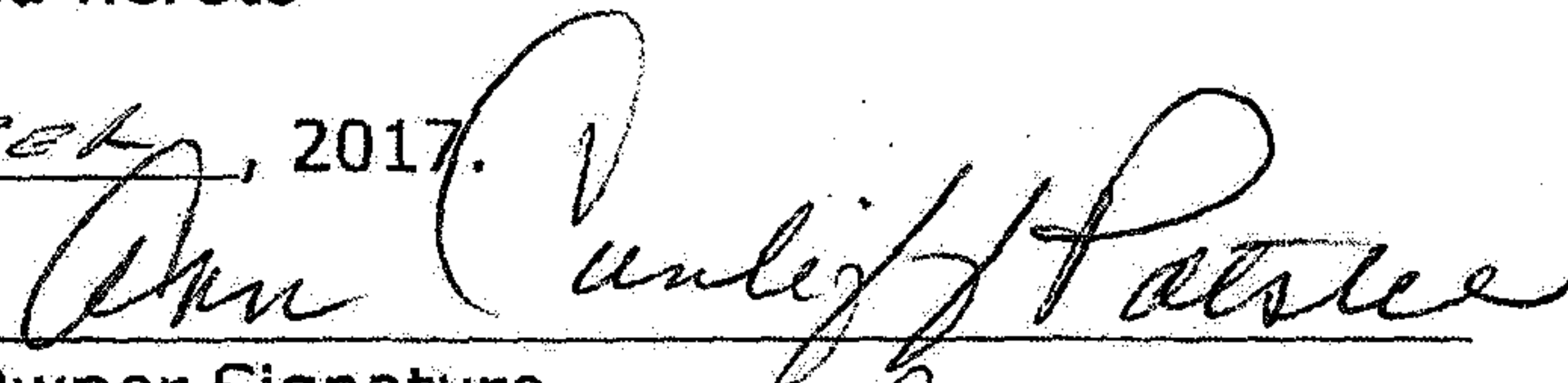
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This the 7 day of OCTOBER, 2017.



Owner Signature

ANN CUNLIFF POLSTER

Print Name



Owner Signature

CARL C. POLSTER

Print Name

Property Address(es)

956 TOWERCOURT 8D

BALLOT

Queens Grant Townhouses, Inc.

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This the 25 day of OCT, 2017.

Martin B. Jarvis, Jr.
Owner Signature

MARTIN B. JARVIS, JR.
Print Name

Judith R. Jarvis
Owner Signature

Judith R. Jarvis
Print Name

Property Address(es)

956 8-B Tower Court

TOPSAIL BEACH, N.J. 08445

BALLOT

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For the adoption of the "Third Amendment to the Declaration of Queens Grant Townhouses", "First Amendment to the Bylaws of Queens Grant Townhouses" and "Articles of Amendment" to the Articles of Incorporation changing the name of the corporation to "Queens Grant Soundside Association" attached hereto.

Against the adoption of the "Third Amendment to the Declaration of Queens Grant Townhouses", "First Amendment to the Bylaws of Queens Grant Townhouses" and "Articles of Amendment" to the Articles of Incorporation changing the name of the corporation to "Queens Grant Soundside Association" attached hereto

This the 12 day of October, 2017.

William S Mclean

Owner Signature

William S Mclean

Print Name

Owner Signature

Print Name

Property Address(es)

961-A Tower Court Topsail Beach, NC 28585

BALLOT

Queens Grant Townhouses, Inc.

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This the 13 day of NOVEMBER, 2017.



Owner Signature

BRUCE CARRAN

Print Name

Owner Signature

Print Name

Property Address(es)

965A TOWER COURT

BALLOT

Queens Grant Townhouses, Inc.

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This the 8TH day of OCTOBER, 2017.

Stephen P. Payne
Owner Signature

STEPHEN P. PAYNE
Print Name

Theresa Braswell
Owner Signature

THERESA BRASWELL
Print Name

Property Address(es)

965 B TOWER COURT

BALLOT

Queens Grant Townhouses, Inc.

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For the adoption of the "Third Amendment to the Declaration of Queens Grant Townhouses", "First Amendment to the Bylaws of Queens Grant Townhouses" and "Articles of Amendment" to the Articles of Incorporation changing the name of the corporation to "Queens Grant Townhouse Association" attached hereto.

Against the adoption of the "Third Amendment to the Declaration of Queens Grant Townhouses", "First Amendment to the Bylaws of Queens Grant Townhouses" and "Articles of Amendment" to the Articles of Incorporation changing the name of the corporation to "Queens Grant Townhouse Association" attached hereto.

On the 24 day of October, 2017.

[Signature]
Owner Signature

CHRIS DEJONSON
Print Name

[Signature]
Owner Signature

CHRIS DEJONSON
Print Name

Property Address(es)
2001 154th St - Apt 1

BALLOT

Queens Grant Townhouses, Inc.

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Against the adoption of the "Third Amendment to the Declaration of Queens Grant Townhouses", "First Amendment to the Bylaws of Queens Grant Townhouses" and "Articles of Amendment" to the Articles of Incorporation changing the name of the corporation to "Queens Grant Soundside Association" attached hereto

This the 13th day of November, 2017.

Kristie R. Lanier
Owner Signature

Kristie R. Lanier
Print Name

Stephen L. Lanier
Owner Signature

Stephen L. Lanier
Print Name

Property Address(es)

966 B Tower Ct

Topsail Beach, NC 28445

BALLOT

Queens Grant Townhouses, Inc.

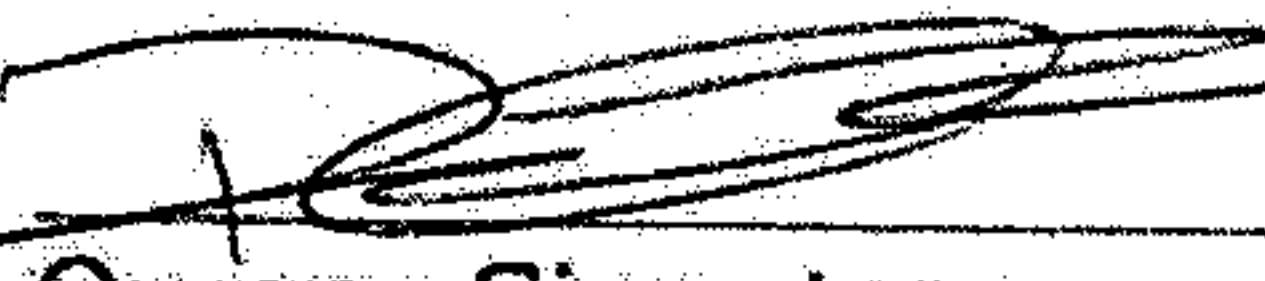
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This the 21st day of October, 2017.



Owner Signature
Daniel Matechuk

Print Name
Daniel

Owner Signature
Ahna Matechuk

Print Name

Property Address(es)

969A Tower Ct.

Topsail Beach, NC 28445

BALLOT

Queens Grant Townhouses, Inc.

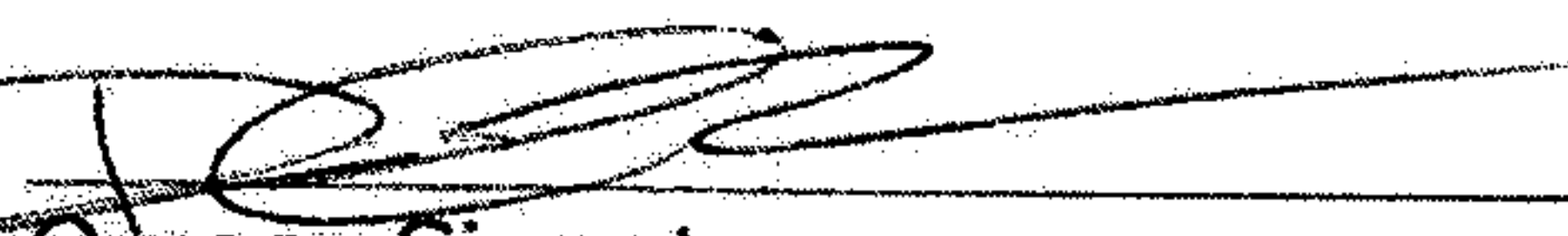
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This the 21st day of October, 2017.



Owner Signature

Daniel Malechuk

Print Name



Owner Signature

Alana Malechuk

Print Name

Property Address(es)

9169 B Tower Ct.

Topsail Beach, NC 28445

BALLOT

Queens Grant Townhouses, Inc.

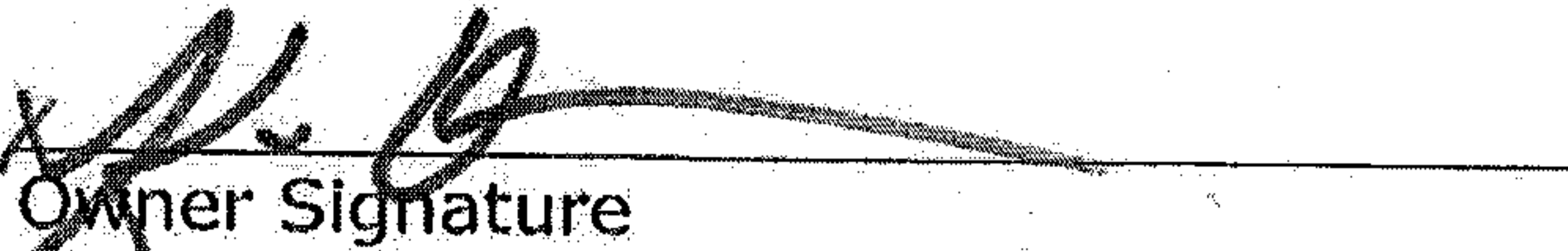
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Against the adoption of the "Third Amendment to the Declaration of Queens Grant Townhouses" and "Articles of Amendment" to the Articles of Incorporation, changing the name of the corporation to "Queens Grant Soundside Association" attached hereto.

This the 4 day of October, 2017.


Owner Signature

Kim Quinn, President
Print Name

Circle K, Equity, Inc

Owner Signature

Print Name

Property Address(es)

See Exhibit 1 attached,
dated 10.3.17

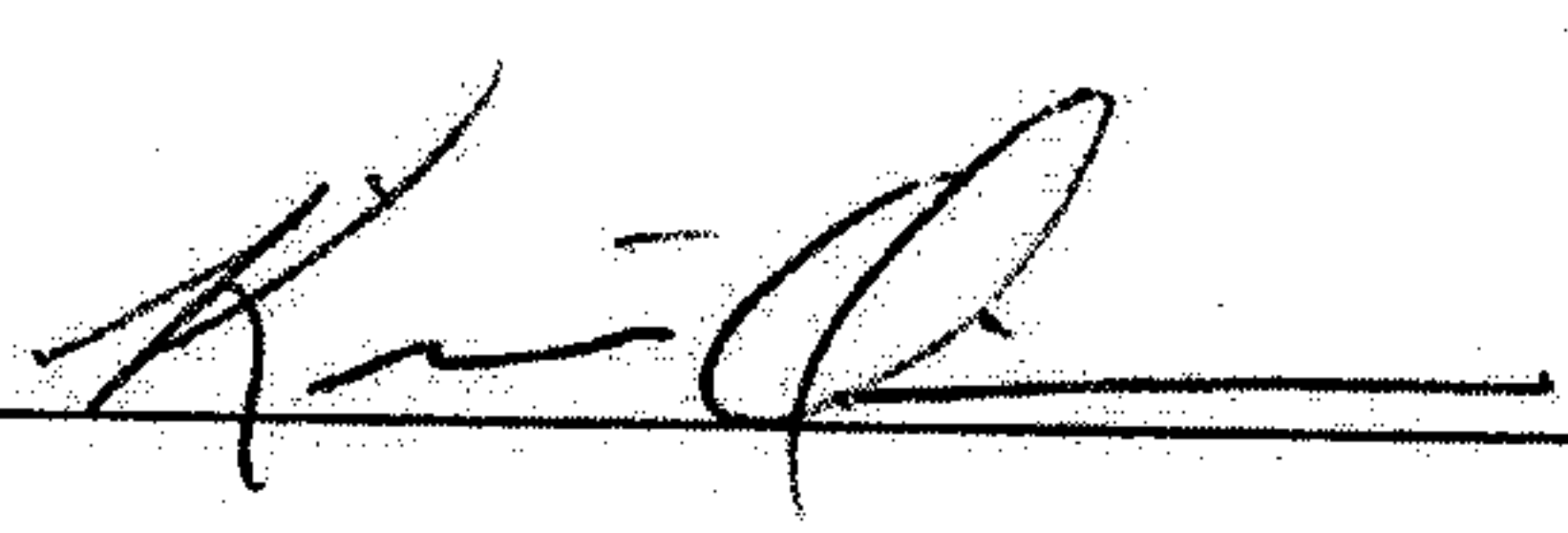
Exhibit 1 for the Queens Grant Townhouses, Inc Ballot regarding the 3rd Amendment to the Declaration

Property Address (es): 18

Bumble Bee 909/911

Observation 922/928/934/936/938

Tower Ct 964B/954A/954B/952C/952D/955A/955B/957A/957B/963A/963B

Kim Quinn, President 

Circle Q Equity, Inc. 10/3/17

BALLOT

Queens Grant Townhouses, Inc.

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This the 28 day of October, 2017.

Candice Keenan
Owner Signature

Candice Keenan
Print Name

Owner Signature

Print Name

Property Address(es)

960 B Tower Court
