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BEAUFORT COUNTY SC - ROD
BK 02271 PGS 0540-0547
FILE NUM 2005098677
11/18/2005 09:20:50 AM
REC'D BY S FSMITH RCPT# 377184
RECORDING FEES 14.00

After recording, please return to:
Buist, Byars, Pearce & Taylor, LLC
P.O. Box 1470
Bluffton, SC 29910

Cross reference to Covenants recorded
in Book 01959, page 1658

STATE OF SOUTH CAROLINA)
)
)
COUNTY OF BEAUFORT)

**SECOND AMENDMENT TO THE DECLARATION OF COVENANTS,
RESTRICTIONS AND PROVISIONS FOR THE SINGLE-FAMILY DETACHED LOTS
AND THE TOWNHOME LOTS OF ALLENWOOD**

WHEREAS, B C & W, LLC, a South Carolina limited liability company, is the Declarant under that certain Declaration of Covenants, Restrictions and Provisions for the Single-Family Detached Lots and the Townhome Lots of Allenwood, dated May 21, 2004 and recorded May 24, 2004 in the Office of the RMC for Beaufort County, South Carolina in Book 01959, page 1658, as amended (the "Covenants"); and

WHEREAS, the Covenants, as amended from time to time, encumber certain real property located in the Allenwood Subdivision, Hilton Head Island, South Carolina; and

WHEREAS, pursuant to Article II, Section 2.2 of the Covenants, the Declarant retained the right to subject Future Development to the provisions of the Covenants by filing a Supplementary Declaration; and

WHEREAS, pursuant to the terms of Article XII, Section 12.1 of the Declaration, the Declarant may amend the Declaration at any time, by written instrument duly recorded in the Office of the Register of Deeds for Beaufort County, with or without the prior consent or approval of any Owner or mortgagee holding a lien on any Lot or Parcel; and

WHEREAS, the Declarant now desires to annex additional property located in Phases II, III, IV and V, Allenwood Subdivision, as more particularly described in Exhibit "A" (the "Additional Property") and to make certain other amendments; and

WHEREAS, Village Square Development Company, LLC, a South Carolina limited liability company, and Hilton Head Homes, LLC, a South Carolina limited liability company, are

the owners of portions of the Additional Property, and desire to join the Declarant in subjecting said property to the Declaration.

NOW THEREFORE KNOW ALL MEN BY THESE PRESENTS THAT B C & W, LLC, as Declarant, Village Square Development Company, LLC and Hilton Head Homes, LLC, as owners of portions of the Additional Property, and the Allenwood Homeowners Association, Inc., as required by Article II, Section 2.2(a) of the Covenants, hereby resolve and declare as follows:

1. All of the said Additional Property, as more particularly described in Exhibit "A", shall hereafter be owned, held, used, enjoyed and conveyed subject to the terms of the Covenants, which shall run with the title to all said Additional Property and shall be binding upon all Persons having any right, title or interest in such Additional Property, their heirs, successors, successor-in-title and assigns.
2. Exhibits "B" and "C" to the Covenants are amended and replaced in their entirety with Exhibits "B" and "C" hereto.
3. ARTICLE IX, Section 9.4, is amended to read as follows:

9.4 Garbage Removal. No containers for garbage, trash or other refuse, clothes lines and all other maintenance and service facilities shall be erected, altered, placed or permitted to remain on any Lot except on the interior of the main Structure or accessory building, or behind a fence or shrubbery sufficient to hide all such containers or facilities from view. No incinerators for garbage, trash or other refuse shall be placed, used or permitted to remain on any Lot, and the maintenance of accumulated waste plant materials is prohibited except as part of an established compost pile fenced or screened from view.
4. Any capitalized terms contained herein and not specifically defined herein shall have the meanings set forth in the Covenants.
5. Except as specifically amended and modified by this Amendment, the Covenants shall continue in full force and effect in accordance with its terms

[Signatures on following pages]

IN WITNESS WHEREOF, the Declarant has set its hand and seal this 9th day of November, 2005.

WITNESSES:

Claire Thomas
Benjamin Johnson

DECLARANT:

B C & W, LLC, a South Carolina limited liability company

Christopher P. Gannon
By:
Its: Managing Member

STATE OF SOUTH CAROLINA)
)
COUNTY OF BEAUFORT)

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 9th day of November, 2005 on behalf of B C & W, LLC, by Christopher P. Gannon, its Managing Member

Benjamin Johnson (SEAL)
Notary Public for South Carolina
My commission expires: 04/05/09

IN WITNESS WHEREOF, Village Square Development, LLC and Hilton Head Homes, LLC have set their hand and seal this 10th day of November, 2005.

WITNESSES:

[Signature]
[Signature]

Village Square Development, LLC, a South Carolina limited liability company
By: Lancaster Redevelopment Corporation, a Pennsylvania corporation
Its: Member

[Signature]
By: Gary L. Grossman
Its: President

WITNESSES:

[Signature]
[Signature]

Hilton Head Homes LLC, a South Carolina limited liability company
By: Lancaster Redevelopment Corporation, a Pennsylvania corporation
Its: Member

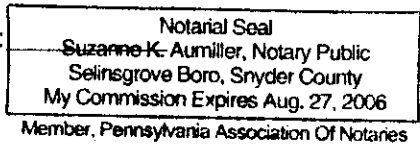
[Signature]
By: Gary L. Grossman
Its: President

STATE OF Pennsylvania)
COUNTY OF Snyder)

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 10th day of November, 2005 on behalf of Village Square Development, LLC and Hilton Head Homes, LLC, by Lancaster Redevelopment Corporation, their Member, by Gary L. Grossman, its President.

Suzanne K Aumiller (SEAL)
Notary Public for
My commission expires:



IN WITNESS WHEREOF, the Allenwood Homeowners Association, Inc. has set its hand and seal this 9th day of November, 2005.

WITNESSES:

DECLARANT:

Laine Thomas
Bonny Johnson

Allenwood Homeowners Association, Inc., a
South Carolina non-profit corporation

Christopher P. Gorman
By:
Its: *President*

STATE OF SOUTH CAROLINA)
)
COUNTY OF BEAUFORT)

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 9th day of November, 2005 on behalf of Allenwood Homeowners Association, Inc., by *Christopher P. Gorman*, its *President*.

Bonny Johnson (SEAL)
Notary Public for South Carolina
My commission expires: *04/03/09*

EXHIBIT A

ALL those certain pieces, parcels or lots of land, situate, lying and being in the Town of Hilton Head Island, Beaufort County, State of South Carolina, and being shown and designated as Lots 11-23 on that certain plat entitled "SUBDIVISION PLAT OF: ALLENWOOD, PHASE II, SITUATE ON LOTS 113, 114, 115 & 116, COTTON HOPE PLANTATION, HITLON HEAD ISLAND, BEAUFORT COUNTY, SOUTH CAROLINA", prepared by Sea Island Land Survey, LLC, dated January 14, 2005 and recorded January 28, 2005 in the RMC Office for Beaufort County in Plat Book 104, Page 94.

AND

ALL those certain pieces, parcels or lots of land, situate, lying and being in the Town of Hilton Head Island, Beaufort County, State of South Carolina, and being shown and designated as Lots 24-51 and "OPEN SPACE 0.09 AC." on that certain plat entitled "SUBDIVISION PLAT OF: ALLENWOOD, PHASE III, SITUATE ON LOTS 113, 114, 115 & 116, COTTON HOPE PLANTATION, HITLON HEAD ISLAND, BEAUFORT COUNTY, SOUTH CAROLINA", prepared by Sea Island Land Survey, LLC, dated February 4, 2005 and recorded February 24, 2005 in the RMC Office for Beaufort County in Plat Book 104, Page 188.

AND

ALL those certain pieces, parcels or lots of land, situate, lying and being in the Town of Hilton Head Island, Beaufort County, State of South Carolina, and being shown and designated as Lots 93-108 and 123-133 on that certain plat entitled "SUBDIVISION PLAT OF: ALLENWOOD, PHASE IV, SITUATE ON LOTS 113, 114, 115 & 116, COTTON HOPE PLANTATION, HITLON HEAD ISLAND, BEAUFORT COUNTY, SOUTH CAROLINA", prepared by Sea Island Land Survey, LLC, dated June 29, 2005 and recorded July 5, 2005 in the RMC Office for Beaufort County in Plat Book 107, Page 120.

AND

ALL those certain pieces, parcels or lots of land, situate, lying and being in the Town of Hilton Head Island, Beaufort County, State of South Carolina, and being shown and designated as Lots 52-64 on that certain plat entitled "SUBDIVISION PLAT OF: ALLENWOOD, PHASE V, SITUATE ON LOTS 113, 114, 115 & 116, COTTON HOPE PLANTATION, HITLON HEAD ISLAND, BEAUFORT COUNTY, SOUTH CAROLINA", prepared by Sea Island Land Survey, LLC, dated August 9, 2005 and recorded August 26, 2005 in the RMC Office for Beaufort County in Plat Book 108, Page 128.

EXHIBIT B

Allenwood Single-Family Detached Home Lots

Phase I, Lots 1-10

Phase II, Lots 11-23

Phase III, Lots 24-51

Phase V, Lots 52-64

EXHIBIT C

Allenwood Townhome Lots

Phase I, Lots 65-92, 151-156

Phase II, Lots 11-23

Phase IV, Lots 93-108, 123-133