

WHEREAS, this Third Amendment to Master Deed of Berwick Green Horizontal Property Regime is being re-recorded to reflect an additional Plat Book referenced in Paragraph 3 herein;

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STATE OF SOUTH CAROLINA)
)
COUNTY OF BEAUFORT)

THIRD AMENDMENT TO
MASTER DEED OF BERWICK GREEN
HORIZONTAL PROPERTY REGIME

WHEREAS, on September 14, 1998, Berwick Green Company, L.L.C., a South Carolina limited liability company (the "Declarant"), executed that certain Master Deed establishing the Berwick Green Horizontal Property Regime, which Master Deed was recorded on September 24, 1998, in the Office of the Register of Deeds for Beaufort County, South Carolina, in Book 1080 at Page 1067; and

WHEREAS, on December 4, 1998, the Declarant executed that certain First Amendment to Master Deed of Berwick Green Horizontal Property Regime (the "First Amendment"), which First Amendment was recorded on December 7, 1998, in Book 1114 at Page 98, aforesaid records; and

WHEREAS, on July 27, 1999, the Declarant executed that certain Second Amendment to Master Deed of Berwick Green Horizontal Property Regime (the "Second Amendment") which Second Amendment was recorded on July 28, 1999 in Book 1198 at Page 89, aforesaid records; and

WHEREAS, said Master Deed reserved the right at the sole option of the Declarant, its successors or assigns, to divide the project described in the Master Deed into phases, Phase 1 being activated by the filing of the Master Deed with the provision that Future Phase Property could be made a part of the Berwick Green Horizontal Property Regime (the "Regime") at the election of the Declarant and upon the filing of an Amendment submitting said property to the Regime; and

WHEREAS, Declarant has constructed improvements on a portion of the Future Phase Property and intends, by this Third Amendment to annex such property and make such property a part of the Regime.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that the Declarant does hereby declare:

1. Exercise by Declarant: Declarant does hereby elect to exercise and does hereby exercise the option and right hereinabove referred to and more particularly set forth in the Master Deed to amend said Master Deed to include a portion of the Future Phase Property more particularly described and set forth in Exhibit "A" hereto (the "Property") as a part of the Regime.

2. Submission to Act: Declarant does hereby, by duly executing this Third Amendment to the Master Deed, submit the Property, together with the buildings and improvements erected thereon, and all easements, rights and appurtenances belonging thereto to the provisions of the Master Deed, the provisions of the By-Laws of the Regime, and the provisions of the Horizontal Property Act of the State of South Carolina, (the "Act") and does

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hereby state that it proposes to make the Property a part of the Regime to be governed by the provisions of the aforementioned Master Deed, as amended by the First Amendment, the Second Amendment, this Third Amendment and the provisions of the Act.

3. Improvements: The improvements constructed on and forming a part of the Property are constructed in accordance with the as-built survey described on Exhibit "B" attached hereto and made a part hereof. Attached hereto as Exhibit "C" is an Architect Certificate by the FWA Group, South Carolina Registration Number 3544 certifying that the condominium units constructed on the property have been constructed in accordance with the Floor Plan recorded in the Office of the Register of Deeds for Beaufort County, South Carolina, in Plat Book 74, Page 114 and Plat Book 76 at Page 179.

4. Units: The Property includes one (1) building consisting of four (4) individual dwelling units (the "Units"). The Units are capable of individual utilization on account of having their own exits to the common elements of the Regime, and a particular and exclusive property right thereto, and also an undivided interest in the General and Limited Common Elements of the Regime, as set forth in the recorded Master Deed.

5. Area Comprising Property: The Property has a total of 0.57 acres, of which approximately seven thousand six hundred forty-six (7,646) feet will constitute and be occupied by Units and a total of approximately seventeen thousand fifty-two (17,052) square feet will constitute the remainder of the Common Elements.

6. Statutory Percentage Interest: The percentage of title and interest appurtenant to each Unit and the Unit Owner's title and interest in the Common Elements (both General and Limited) of all of the property submitted to the Regime and their share in the profits and common monthly expenses as well as proportionate representation for voting purposes in the meeting of the Berwick Green Owners' Association, Inc. (the "Association") of the Regime is based upon the proportionate value of each Unit to the value of all of the Units within the Regime as more fully set forth on Exhibit "D" attached hereto. By executing and recording this Third Amendment, Exhibit "H" to the Master Deed is deemed amended by Exhibit "D" attached hereto.

7. Incorporation by Reference: The purpose of this Amendment being to add the Property to the Regime so as to make it an integral part of said Regime, all provisions, including any reserved rights of Declarant, set forth in the Master Deed establishing the Regime, are expressly incorporated into and reaffirmed by this Amendment in the same manner as if the same were expressly set forth herein. Since a different type of Unit is contained within the Property, Exhibit "E" to the Master Deed is amended by the Exhibit "E" attached hereto. This Amendment is intended to comply with the provisions of the aforementioned Master Deed and the Act. In case any of the provisions stated above conflict with the provisions of said statute, the provisions of said statute shall control. The provisions hereof shall be deemed independent and severable, and the invalidity in whole or in part of any section, sub-section, sentence, clause, phrase or word, or other provision of this Amendment shall not affect the validity or enforceability of the remaining portions thereof and in such event, all of the other provisions of the Amendment shall continue in full force and effect as if such invalid provision had never been included therein.

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8. Exhibits: Reference is made to all exhibits attached to this Third amendment. All such exhibits shall be an integral part of this instrument.

IN WITNESS WHEREOF, Berwick Green Company, L.L.C., a South Carolina limited liability company, has caused these presents to be executed this 27th day of April, 2000.

SIGNED, SEALED and DELIVERED
IN THE PRESENCE OF:

BERWICK GREEN COMPANY, L.L.C., a
South Carolina limited liability company

By: Melrose Asset Management
Company, Inc., a South Carolina
Corporation, its Manager

Margaret M. Lisak
Jay R. Stanton

By: [Signature]
Its: Secretary

STATE OF SOUTH CAROLINA)
)
COUNTY OF BEAUFORT)

ACKNOWLEDGEMENT

I, the undersigned Notary Public for South Carolina, do hereby certify that Janis H. Nixsa, Secretary of Melrose Asset Management Company, Inc., a South Carolina corporation, Manager of Berwick Green Company, L.L.C., a South Carolina limited liability company, personally appeared before me this day and, in the presence of the two witnesses above named, acknowledged the due execution of the foregoing instrument.

Witness my hand and seal this 27th day of April, 2000.

Jay R. Stanton
Notary Public for South Carolina
My Commission Expires: 11/14/2000

This Third Amendment was prepared by Edward M. Hughes, Hughes Law Firm, P.C., P. O. Box 23526, Hilton Head Island, SC 29925.

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**EXHIBIT "A" TO THIRD AMENDMENT TO MASTER DEED OF
BERWICK GREEN HORIZONTAL PROPERTY REGIME
DESCRIPTION OF LAND**

All that certain piece, parcel or tract of land situate, lying and being on Hilton Head Island, Beaufort County, South Carolina, containing 0.57 acres, more or less, and being more particularly described and depicted as Lot 7 Berwick Green on a plat entitled "Lots 5 & 7 Berwick Green, a Section of Indigo Run", prepared by Coastal Surveying Co., Inc., dated December 14, 1998, and recorded in the Office of the Register of Deeds for Beaufort County, South Carolina, in Plat Book 68 at Page 48 (the "Plat").

Together with a non-exclusive easement for access, ingress and egress on, over and across that certain piece, parcel or tract of land situate, lying and being on Hilton Head Island, Beaufort County, South Carolina, containing 1.12 acres, more or less, and being shown as PARCEL "A" RIGHT-OF-WAY on a plat of BERWICK GREEN, PHASE I, a Section of Indigo Run, prepared by Richard L. Stroman, SC RLS #5496, dated August 7, 1997, and recorded in the Office of the Register of Deeds for Beaufort County, South Carolina, in Plat Book 63 at Page 98.

Together with a non-exclusive easement for access, ingress and egress on, over and across that certain piece, parcel or tract of land situate, lying and being on Hilton Head Island, Beaufort County, South Carolina, containing .027 acres, more or less, and being shown as a fifty (50') foot RIGHT-OF-WAY on the Plat.

SAVE AND EXCEPT THEREFROM, the right of ingress and egress unto the Declarant herein, its successors and assigns and Grantees.

FURTHER, SAVE AND EXCEPT THEREFROM, the right of ingress and egress over and across all roads and walkways shown on the above-described plat, said reservation being unto the Declarant herein, its successors and assigns and Grantees, said reserved easement expressly for, but not limited to, the purpose of construction and all construction related activities of the Future Phase Property.

FURTHER, SAVE AND EXCEPT from the above-described property, title to and ownership of all water and sewer lines located on the Property or hereafter installed thereon, together with all pipes, pumps, pumping stations, or other equipment or facilities located thereon, together with an easement to such lines, equipment or facilities to allow for the maintenance, repair or replacement of such lines, facilities or equipment or for the purpose of installing additional lines, equipment or facilities thereon from time to time

FURTHER, the Declarant expressly reserves the right to improve the aforementioned property by clearing, tree pruning, constructing additional parking and common facilities, including, but not necessarily limited to recreational facilities, drainage facilities, lagoons, and the like, pertaining to BERWICK GREEN HORIZONTAL PROPERTY REGIME.

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FURTHER, Declarant expressly reserves the right to install lines, equipment and facilities for utility and drainage purposes and to grant easements over the property for the installation of additional lines, equipment or facilities for utility and drainage purposes from time to time.

FURTHER, the above property is submitted to the BERWICK GREEN HORIZONTAL PROPERTY REGIME subject to that certain Declaration of Covenants, Conditions and Restrictions for Indigo Run Plantation, dated May 2, 1985, and recorded in the Office of the Register of Deeds for Beaufort County, South Carolina, in Deed Book 418 at Page 1716, and as further amended from time to time.

The property described above is a portion of the property conveyed to the BERWICK GREEN COMPANY, L.L.C., by Deed of Indigo Run Limited Partnership, dated December 31, 1997, recorded in the Office of the Register of Deeds for Beaufort County, South Carolina, in Deed Book 1005 at Page 2403.

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EXHIBIT "B" TO THIRD AMENDMENT TO MASTER DEED OF
BERWICK GREEN HORIZONTAL PROPERTY REGIME
PLAT/AS-BUILT SURVEY OF PROPERTY

An As-built Survey of Lot 7 Berwick Green, a Section of Indigo Run, Hilton Head Island, Beaufort County, South Carolina, prepared by Coastal Surveying Company, Inc., Antoine Vinel, SC RLS # 9064, dated July 20, 1999, and recorded in the Office of the Register of Deeds for Beaufort County, South Carolina, in Plat Book 74 at Page 114.

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**EXHIBIT "C" TO THIRD AMENDMENT TO MASTER DEED OF
BERWICK GREEN HORIZONTAL PROPERTY REGIME
ARCHITECT'S CERTIFICATE
BUILDING 7**

To the best of my knowledge with the information available this is to certify THAT BUILDING 7, BERWICK GREEN HORIZONTAL PROPERTY REGIME, consisting of the four (4) units, are built substantially in accordance with the floor plans recorded in the RMC Office for Beaufort County, South Carolina, in Plat Book 74 at Page 114, except for minor variations which are customary in projects of this nature.

THE FWA GROUP

By: Quin Vaughn
S. C. Registration # 3544

Certified to this 27th
day of May, 2000

Daniela J. Attkerton

Notary Public for South Carolina

My Commission Expires 9/29/2008

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EXHIBIT "D" TO THIRD AMENDMENT TO MASTER DEED
BERWICK GREEN HORIZONTAL PROPERTY REGIME
PERCENTAGE OF UNDIVIDED INTEREST IN THE COMMON ELEMENTS
AND VALUE FOR SOUTH CAROLINA STATUTORY PURPOSES

ALL PHASES TO DATE

For purposes of the South Carolina Horizontal Property Act and pursuant to the terms of the Master Deed, the percentage interest appurtenant to each Unit of the Regime shall be established in accordance with the following formula:

$$\frac{V}{A} = P$$

- "P" - Percentage Interest of each Unit.
- "V" - Valuation of the respective Units as set forth in this Exhibit "H" and in the amendments to Master Deed for Future Phase Property.
- "A" - Aggregate Valuation of all Units existing in the Regime and added to the Regime as provided in Articles VIII and IX of the Master Deed.

UNIT TYPES/STATUTORY VALUES:

As of the date hereof, there are three (3) basic types of Units in the Regime. These Units have the following statutory value for purposes of the South Carolina Horizontal Property Act:

Aberdeen	=	\$ 400,000
Bristol	=	\$ 500,000
Carlton	=	\$ 600,000

STATUTORY PERCENTAGE INTEREST:

Based upon the above values, as of the date of this Third Amendment, the percentage of undivided interest in the common elements appurtenant to each Unit in BERWICK GREEN HORIZONTAL PROPERTY REGIME is set forth below:

<u>Unit/Type</u>	<u>Statutory Value</u>	<u>Percentage</u>
<u>Phase I and II</u>		<u>All Phases</u>
8 Aberdeen	\$ 3,200,000	5.1282%
2 Bristol	\$ 1,000,000	6.4102%
6 Carlton	\$ 3,600,000	7.6923%

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THESE VALUATIONS ARE FOR PURPOSES OF THE SOUTH CAROLINA
HORIZONTAL PROPERTY ACT.

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EXHIBIT "E" TO THIRD AMENDMENT TO MASTER DEED OF
BERWICK GREEN HORIZONTAL PROPERTY REGIME
WALK THROUGH DESCRIPTION OF UNITS

There are three different floor plans used in the Berwick Green Horizontal Property Regime. Each two-story building in the Regime will contain two of each of the two floor plans. A walk through description of each floor plan is:

THE ABERDEEN

The Aberdeen contains a total gross heated area of 1,926 square feet. The heated square footage includes: a laundry room, a main foyer, a master suite with a walk-in closet, a second bedroom suite with a closet, three full baths, a linen and a mechanical closet, a grand room (living/dining room), den (19th hole), kitchen and breakfast room (café on the green). Additionally, the Aberdeen includes a 592 square foot garage, a 218 square foot golfer's porch and a 30 square foot loggia.

Access to the Aberdeen is from the loggia and garage. The garage provides direct access to the laundry room.

Through the loggia and front door is the main foyer. The main foyer contains approximately 60 square feet and provides access to three different areas. Off the main foyer to the right is the laundry room which contains approximately 75 square feet. Off the laundry room is a storage area of approximately 27 square feet. To the left of the main foyer is the second bedroom suite which contains approximately 140 square feet and is adjoined by a full bath and closet.

Directly ahead of the main foyer is the dining room which contains approximately 160 square feet. The dining room opens up to the living room which contains approximately 260 square feet. To the right rear of the dining room is a small hall and foyer. Off the living room and dining room is the den (19th hole) which contains approximately 220 square feet. Adjoining the den is a full bath.

The kitchen and breakfast room contain 270 square feet. An entrance between the breakfast room and the living room is provided. To the rear of the living room is a golfer's porch of approximately 218 square feet.

To the left rear of the living room is the door to the master bedroom suite which contains approximately 190 square feet and is connected to a walk-in closet and separate hanging closet and a master bath.

THE BRISTOL

The Bristol is on the second floor and has a garage, lower foyer, storage area and loggia located on the first floor. The Bristol has approximately 3,531 heated square feet which includes

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a lower foyer, storage area, elevator, staircase, upper foyer, two bedroom suites, a master bedroom suite, grand room (living/dining room), kitchen, breakfast room and mechanical and linen closets and a golfer's porch of 226 square feet

Located on the first floor are the garage which contains 570 square feet, the loggia which contains 38 square feet, and the lower foyer/storage area which contains approximately 120 square feet.

Access to the Bristol is obtained through the lower foyer. Access to the lower foyer can be obtained by either the garage or the loggia which is located to the rear of the garage. The loggia can be accessed by a concrete walkway on the side of the building.

Once in the lower foyer, access to the upper foyer is either by the staircase or an elevator. The upper foyer provides access to five different areas of the Bristol.

To the left rear of the upper foyer (towards the front of the building) is the laundry room, which contains approximately 45 square feet, and a powder room.

To the right of the upper foyer is Suite II, which contains approximately 225 square feet. Suite II and Suite III are connected by a shared full bath. Also, to the right of the upper foyer is the den/suite III which contains approximately 185 square feet. To the right rear of the upper foyer is the kitchen which opens into the café on the green (breakfast room). The kitchen and breakfast room have a combined area of 290 square feet.

To the left and towards the rear of the building, the upper foyer leads to a hallway that contains a linen closet and provides access to the master suite. A walk-in closet and hanging closet for the master suite are located to the left and right of the hallway before the door to the master suite. The master bedroom contains approximately 230 square feet. The master bedroom is off the master bedroom hallway.

The upper foyer also opens directly into the grand room (living/dining room) which has a combined area of approximately 460 square feet. Located to the rear of the living room is the golfer's porch.

THE CARLTON

The Carlton is on the second floor and has a garage, lower foyer, storage area and loggia located on the first floor. The Carlton has approximately 3,010 heated square feet which includes a lower foyer, storage area, elevator, staircase, upper foyer, three bedroom suites, a master bedroom suite, grand room (living/dining room), kitchen, breakfast room and mechanical and linen closets and a golfer's porch of 226 square feet.

Located on the first floor are the garage which contains 570 square feet, the loggia which contains 38 square feet, and the lower foyer/storage area which contains approximately 120 square feet.

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Access to the Carlton is obtained through the lower foyer. Access to the lower foyer can be obtained by either the garage or the loggia which is located to the rear of the garage. The loggia can be accessed by a concrete walkway on the side of the building.

Once in the lower foyer, access to the upper foyer is either by the staircase or an elevator. The upper foyer provides access to five different areas of the Carlton.

To the left rear of the upper foyer (towards the front of the building) is a hallway which provides access to the laundry room which contains approximately 60 square feet. This hall provides access to the linen closet and continues back towards the front of the building and terminates at the opening for bedroom suites II and III. Bedroom suite II contains approximately 165 square feet and is connected to a closet and full bath. Bedroom suite III contains approximately 210 square feet, and is connected to a walk-in closet and a full bath.

To the right of the upper foyer is the den/suite IV which contains approximately 190 square feet. To the right rear of the upper foyer is the kitchen which opens into the café on the green (breakfast room). The kitchen and breakfast room have a combined area of 290 square feet.

To the left and towards the rear of the building, the upper foyer leads to a hallway that contains a linen closet and provides access to the master suite. A walk-in closet and hanging closet for the master suite are located to the left and right of the hallway before the door to the master suite. The master bedroom contains approximately 230 square feet. The master bathroom is off the master bedroom hallway.

The upper foyer also opens directly into the grand room (living/dining room) which has a combined area of approximately 460 square feet. Located to the rear of the living room is the golfer's porch.

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FILED
JOHN A. SULLIVAN, JR.
S.M.D.
BEAUFORT COUNTY, S.C.

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BEAUFORT COUNTY, S.C.

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Beaufort County Auditor
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