

RESTRICTIVE COVENANT AMENDMENT

THIS RESTRICTIVE COVENANT AMENDMENT dated this 26 of January, 2007, by KENNETH A. COOK, Owner of Lots 1, 3, 7, 8, 9, 10, 13, 15, 16, 17, 18 and 20 of Autumn Bluff subdivision in Macon District of Powhatan County, Virginia, reference being made to plat of subdivision prepared by Woodrow K. Cofer, Inc., Certified Land Surveyor, dated July 15, 2005, and recorded November 18, 2005, in the Clerk's Office, Circuit Court, Powhatan County, Virginia, in Plat Cabinet H, Slide 18;

WHEREAS, by Declaration of Restrictive Covenants for Autumn Bluff Subdivision in Powhatan County, Virginia, recorded in Deed Book 670, Page 480 in the aforesaid Clerk's Office, Lots 1 through 20 were made subject to certain restrictions, conditions and easements therein stated; and

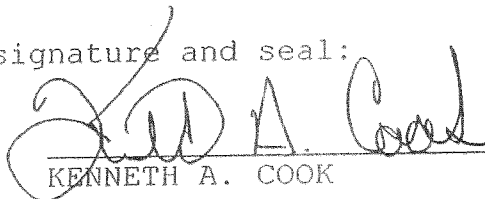
WHEREAS, Kenneth A. Cook has decided to add restrictive covenants to the lots remaining unsold pursuant to Restrictive Covenant #13 under the aforementioned Declaration;

NOW, THEREFORE, Kenneth A. Cook imposes the following conditions and restrictions on Lots 1, 3, 7, 8, 9, 10, 13, 15, 16, 17, 18 and 20 of Autumn Bluff Subdivision, in addition to those previously specified in Deed Book 670, Page 480, which remain in full force and effect:

1. All mailboxes must be of the same standard size, color and style with the same size and style posts as the mailboxes installed on Lots 2, 6, 11 and

19. Each purchaser of a newly constructed house shall be responsible for the cost of installation of a mailbox to match the mailboxes originally installed on Lots 2, 6, 11 and 19. Should a mailbox need to be replaced at any future date for any reason, the mailbox and/or post must be replaced with the standard mailbox and post style that was originally installed on Lots 2, 6, 11 and 19.
2. All fencing shall be approved by Kenneth A. Cook. No chain link or metal fences shall be allowed in front yards.
3. Outbuildings shall be similar in construction and appearance as the dwelling on the same lot and must be approved by Kenneth A. Cook prior to placement.

WITNESS the following signature and seal:

 (SEAL)
KENNETH A. COOK

STATE OF VIRGINIA

COUNTY OF POWHATAN, to-wit:

The foregoing document was duly acknowledged before me this 26 day of January, 2007, by KENNETH A. COOK

My commission expires: 11-30-07.


NOTARY PUBLIC

BOOK 670 PAGE 480

INITIAL:

DECLARATION OF RESTRICTIVE COVENANTS

For the Autumn Bluff Subdivision Tax Map. No.22, Parcel Three and Tax Map. No 23, Parcel Six and 11D

Prepared by: Deborah Dianne Hill

The undersigned K.A. Cook hereby imposes the following conditions, restrictions and easements, all of which shall run with the land, on all lots, and designated hereinafter in Autumn Bluff, Macon District, Powhatan County, Virginia. The said property hereby encumbered in Autumn Bluff is hereby described as follows: Lots 1 through 20 as shown on a plat survey by Woodrow K. Cofer, Inc., certified land surveyor, dated July 15, 2005, entitled Autumn Bluff, Macon District, Powhatan County, VA, which was recorded November 18, 2005 in the aforesaid Clerk's office in plat Cabinet H, Slide 18.

1. All Lots shall be used exclusively for residential purposes.
2. No single family dwelling house shall be erected thereon with a total floor or living space, exclusive of all basements, porches, breezeways, garages, tool rooms, and unfinished storage space of less than 1600 feet
3. All Foundations to be of brick or stone.
4. No garage doors for the purpose of automobile ingress & egress to face Autumn Bluff Road.
5. All driveways to be of slate material, large pieces of slate set in concrete, stamped concrete to represent slate, is allowed, as is blacktop.
6. Plans prior to construction must be approved in writing by Kenneth A. Cook, 2090F Anderson Highway, Powhatan, VA 23139, phone 804/378-8622 facsimile 804/378-8642
7. No more than (3/4) of the trees on the lot at the time of its sale by Kenneth A. Cook may be removed from the lot or cut down. All lots to maintain a 15' foot natural buffer of trees on the left and right property lines of all lots, facing Autumn Bluff Road. Drain fields and wells located in the buffer area are an exception.
8. No more than one (1) unlicensed vehicle or inoperative automobile, truck or piece of equipment may be stored on any lot unless stored in a garage or barn.

BOOK 670 PAGE 481

INITIAL:

9. Kenneth A. Cook hereby reserve unto their selves and his successors, assigns and licenses the right to grant easements for electric and telephone lines, poles and appurtenances thereto, gas and water mains and appurtenances thereto, sewer lines, culverts and drainage ditches, including the right of ingress and egress to such areas for the purpose of, installing, operating or maintaining any of the above installations.
10. All construction or improvements on the lots must be performed in a workman like manner, and all work shall be completed within (12) months after construction has begun.
11. No noxious, illegal, or offensive trade or activity shall be operated or allowed on any lot, nor shall anything be done thereon which is or may become an annoyance or nuisance to the neighborhood. No swine allowed.
12. No structure of a temporary nature shall be erected or allowed to remain on any lot, and no trailer, shack, tent, garage, barn or any similar structure of a similar nature shall be used as a residence temporarily or permanently.
13. Kenneth A. Cook, his successors or assigns, reserve the right to make written waivers of any of the restrictions or conditions contained herein, or to impose additional restrictions upon lots prior to their sale by them.
14. These conditions shall be covenants running with the land, and shall bind the purchasers of the designated lots as shown on the plats referred to the above, their heirs, executors, administrators, successors and assigns, if any of said owners, their heirs, executors, administrators, successors, and assigns violate, or attempt to violate, any of the covenants or conditions contained herein, any other owner or owners of a lot or lots covered hereby shall have the right to bring appropriate legal action at law or equity against the person violating, or attempting to violate, to prevent such violations and/or to recover damages for such violation. The person violating, or attempting to violate shall be liable for costs of such legal action including interest at the judgment rate and reasonable attorney's fees. Any invalidation of any one covenant contained herein shall in no way affect any other of the provisions herein, which shall thereafter remain in full force and effect.

Kenneth Allen Cook

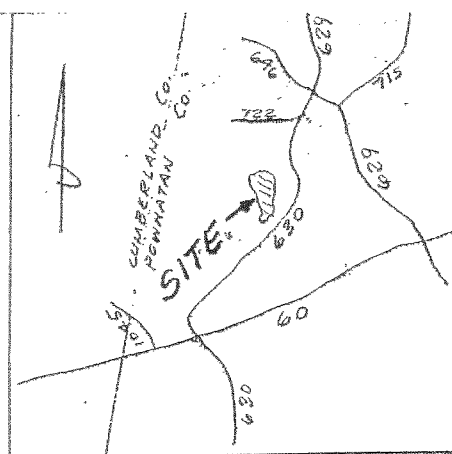


STATE OF VIRGINIA

COUNTY OF POWHATAN

NOTES:

USE : RESIDENTIAL
 ZONING : R-5
 WATER : WELLS
 SEWER : SEPTIC TANKS
 AREA IN LOTS : 95.796 AC.
 AREA IN R/W : 3.732 AC. + 1.223 AC. FUTURE ROAD
 TOTAL AREA : 100.751 AC.
 NO. OF LOTS : 20
 TAX MAP NO. 22 PARCEL 3
 TAX MAP NO. 23 PARCELS 6 & 11J



VICINITY MAP
 scale : 1"=2mi. +/-

CONDITIONS :

- 1) A CASH PROFFER OF \$3530.00 PER LOT TO BE PAID AT THE TIME A BUILDING PERMIT IS ISSUED FOR CAPITAL IMPROVEMENTS.
- 2) PRIOR TO ISSUANCE OF A BUILDING PERMIT ON ANY LOT A WELL SHALL BE DUG WHICH WOULD PROVIDE ADEQUATE CAPACITY. ALL WELLS MUST BE DRILLED WELLS.
- 3) THIS SUBDIVISION SHALL FILE AN EROSION AND SEDIMENT CONTROL PLAN FOR ALL LOTS OR ENSURE AN AGREEMENT IN LIEU OF A PLAN IS FILED FOR EACH LOT ACCORDING TO THE VIRGINIA EROSION AND SEDIMENT CONTROL LAW.
- 4) ALL DRIVEWAYS SHALL HAVE A GRAVEL BED WITH A MINIMUM WIDTH OF TEN FEET (10') AT ANY POINT THERE IS A BEND IN THE DRIVE WITH A RADIUS OF ONE HUNDRED FEET (100') OR LESS THE GRAVEL BED MUST BE FOURTEEN FEET (14') IN WIDTH. A TWO FOOT (2') CLEARED BUFFER ALONG BOTH SIDES OF THE DRIVEWAYS SHALL BE REQUIRED. ALL DRIVEWAYS MUST HAVE A MINIMUM OF TWELVE FEET (12') OF VERTICAL CLEARANCE. ALL DRIVEWAYS MUST BE CONSTRUCTED TO WITHIN 100' OF DWELLING.
- 5) THIS PROPERTY IS NOT WITHIN A HUD DEFINED FLOOD HAZARD ZONE. (ZONE 'C') ALL OF THE PROPERTY LIES WITHIN HUD ZONE 'C'.
- 6) ALL DRIVEWAY CULVERTS OUTSIDE THE VDOT R/W SHALL BE CERTIFIED BY A SURVEYOR OR ENGINEER TO ACCOMMODATE A TEN YEAR STORM EVENT WITHOUT OVERTOPPING THE DRIVEWAY.
- 7) ALL HOMES IN THIS SUBDIVISION WILL BE AT LEAST 1600 SQ. FT. LIVING SPACE.
- 8) FOR ALL BUFFERS SHOWN NO TREES SHALL BE CUT EXCEPT FOR THE PLACEMENT OF WELLS, SEPTIC SYSTEMS, ROADS, UTILITIES, DRAINAGE EASEMENTS AND/OR PONDS.
- 9) NO MODULAR OR PREFABRICATED HOMES BE PLACED IN THE VIRGINIA MAISON BUILDING CODE SHALL BE CONSTRUCTED ON ANY LOT THAT IS NOT SET BACK FROM THE FRONT OF THE SUBDIVISION.
- 10) THERE SHALL BE NO CONSTRUCTION OR OPERATION WITHIN 100 FEET OF THE FRONT OF ANY LOT WITHIN THE SUBDIVISION OR ON THE MAISON ROAD (RT. 629). SAID 100 FEET SHALL HAVE BEEN DELETED FROM THE MAISON ROAD AND OTHER LOTS FROM THE MAISON ROAD. THE MAISON ROAD SHALL BE DELETED FROM THE SUBDIVISION AND THE MAISON ROAD SHALL BE DELETED FROM THE MAISON ROAD AND THE MAISON ROAD SHALL BE DELETED FROM THE MAISON ROAD.
- 11) ADDRESS NUMBERS SHALL BE A MINIMUM OF 4" IN HEIGHT.
- 12) MAXIMUM NO. OF LOTS : 20

- Autumn Bluff -

MACON DISTRICT - POWHATAN COUNTY, VA.

DATE: JULY 15, 2005

WOODROW K. COFER, INC.
 CERTIFIED LAND SURVEYOR
 POWHATAN, VIRGINIA
 PHONE: (804) 698-2014

JN: 3415

SHEET 1 OF 4

THE REQUIREMENTS AS SET
 FORTH IN THE SUBDIVISIONS FOR RECORDATION
 ACT.

C.L.S.