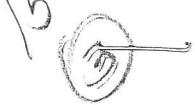


15.00


FIRST AMENDMENT
TO
DECLARATION OF EASEMENTS, RESTRICTIONS AND COVENANTS
OF
THE WOODS AT WILLIAMS CREEK



Section 15 (b) of the DECLARATION OF EASEMENTS,
RESTRICTIONS AND COVENANTS OF THE WOODS AT WILLIAMS CREEK, dated
December 18, 2001 (“Declaration”) permits Declarant to make certain amendments of the
Declaration. The Declaration was recorded in the Office of the Recorder of Hamilton
County, Indiana on December 19, 2001, as Instrument # 2001-00084241. Pursuant to the
authority conferred upon it by the Declaration, Williams Creek Woods, LLC, an Indiana
limited liability Company and the Declarant identified in the Declaration, hereby adopts the
following amendment to the Declaration:

1. Section 1 (i) of the Declaration is hereby amended and restated as follows:

1. **Definitions**

(i) “NP Corp.” means The Woods AT Williams Creek Homeowners
Association, Inc., an Indiana not-for-profit corporation, its successors and assigns;

2. Section 7. (d) of the Declaration is hereby amended and restated as follows:

7. **Construction of Residences.**

(d) **Building Location and Finished Floor Elevation.** No building may be
erected between the building line shown on the Plat and the front Lot line, and no
structure or part thereof may be built or erected nearer than ten (10) feet to any side
Lot line or nearer than twenty (20) feet to any rear Lot line. The side yards of each
Lot must aggregate twenty five (25) feet. No accessory building may be erected in
front of a main building or in the required front yard on the side of a corner lot unless
the accessory building is attached to the main building by a common wall. All ground
floor elevations must be supplied to the Architectural Review Board. Demonstration
of adequate storm water drainage in conformity with both on-Lot and overall project
drainage plans shall be a pre-requisite for finished floor elevations. The Architectural
Review Board shall review such elevations pursuant to the procedures set forth in this
Declaration and any amendments hereto. Before construction commences, the

finished floor elevation shall be physically checked on the Lot and certified by a licensed professional engineer or a licensed land surveyor;

3. Section 9. (c) of the Declaration is hereby amended and restated as follows:

9. The Woods Association of Homeowners.

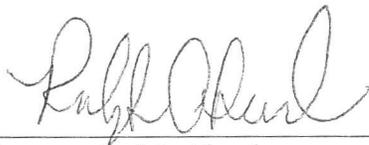
(c) Classes of Membership and Voting Rights. The Association shall have the following two (2) classes of voting membership:

Class A. Class A Members shall be all Owners with the exception of Williams Creek and the Managers of Williams Creek. Class A Members shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Class A Members. The vote for each Lot shall be exercised as the Members holding an interest in such Lot determine among themselves, but in no event shall more than one vote be cast with respect to any Lot;

Class B. Class B Members shall be Williams Creek and its Managers. Williams Creek and its Managers shall be entitled to 100 (100) votes for each Lot owned by them. For purposes of this calculation, it shall be assumed that Williams Creek owns all Lots, which number shall be reduced as Lots are conveyed by Williams Creek to a Person other than Williams Creek or its Managers. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier: (a) when the total number of votes outstanding in the Class A membership are greater than the total number of votes outstanding in the Class B membership; or, (b) December 31, 2017;

IN WITNESS WHEREOF, the undersigned has caused this First Amendment to DECLARATION OF EASEMENTS, RESTRICTIONS AND COVENANTS OF THE WOODS AT WILLIAMS CREEK to be executed this 7 day of Dec, 2012.

WILLIAMS CREEK WOODS LLC

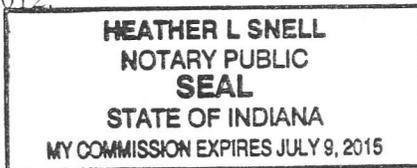
By: 
Its Manager: Ralph Akard

STATE OF INDIANA)
) SS:

COUNTY OF HAMILTON)

Before me the undersigned, a Notary Public in and for said County and State, personally appeared Ralph Akard, Manager of Williams Creek Woods LLC, and he acknowledges that the facts alleged in the foregoing instrument are true.

Witness my hand and Notarial Seal this 7 day of December,
2012.



Heather L. Snell
Heather L. Snell, Notary Public

My Commission Expires: 7-9-2015 County of Residence: Hamilton

I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security Number in this document unless required by law. James G. Holland

This instrument prepared by James G. Holland, Attorney at Law, 6519 Carrollton Ave., Indianapolis, IN 46220.