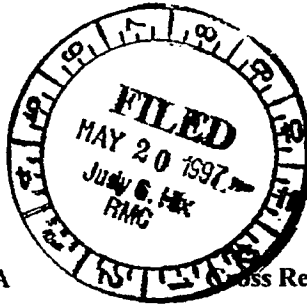


Prepared by and returned to:
Anthony W. Oxley
Hyatt & Stubblefield, P.C.
225 Peachtree Street, N.E., Suite 1200
Atlanta, Georgia 30303



BOOK 1630 PAGE 834

STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

Deed Book 1643
Page 796

**SUPPLEMENTARY DECLARATION TO THE
DECLARATION OF PROTECTIVE COVENANTS
FOR FAIRVIEW LAKE AND WATERTON SUBDIVISIONS**

THIS SUPPLEMENTARY DECLARATION is made as of the date set forth below by D.R. Horton, Inc. - Torrey, a Delaware corporation ("Declarant").

WHEREAS, Declarant recorded that certain Declaration of Protective Covenants for Fairview Lake and Waterton Subdivisions in Deed Book 1643, Page 796 *et seq.*, of the Greenville County, South Carolina records, on June 3, 1996 (the "Declaration"), as amended and supplemented in the aforesaid records;

WHEREAS, pursuant to the terms of Article IX, Section A of the Declaration, the Declarant may unilaterally subject all or any portion of the real property described in Exhibit "B" to the Declaration at any time within five years of recording the Declaration by recording a Supplementary Declaration describing the property to be subjected to the Declaration and to the jurisdiction of the Fairview/Waterton Homeowner's Association, Inc. (the "Association"), and the Declarant may modify the terms of the Declaration as it applies to the annexed property.

WHEREAS, the property described on Exhibit "A" to this Supplementary Declaration is a part of the property included within Exhibit "B" of the Declaration which may be unilaterally submitted by the Declarant to the Declaration and to the jurisdiction of the Association.

WHEREAS, this Supplementary Declaration is recorded within five years of the recording of the Declaration.

WHEREAS, the Declarant desires to submit the property described on Exhibit "A" hereto to the Declaration and to the jurisdiction of the Association.

NOW, THEREFORE, pursuant to the powers retained by Declarant under the Declaration, Declarant hereby submits the property described on Exhibit "A" to the Declaration and to the jurisdiction of the Association. Such property shall be sold, transferred, used, conveyed, occupied, and mortgaged or otherwise encumbered pursuant to the provisions of the

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EXHIBIT "A"

**Property Submitted To The Declaration of Protective
Covenants Upon Filing this Supplementary Declaration**

Waterton Phase 1B

ALL THAT TRACT OR PARCEL OF LAND, lying and being in the County of Greenville, South Carolina, as containing approximately 11.761 acres and being designated as Waterton Phase 1B, Lots 19-24 (inclusive), Lots 49-63 (inclusive), Lot 136, and Lots 108-118 (inclusive) as more particularly described in that certain Final Plat of Waterton Phase 1B, prepared by Fant Engineering and Surveying Co., Inc., which plat was recorded on January 27, 1997 in Plat Book 34-C, Page 87, of the Greenville County, South Carolina, land records.

FILED FOR RECORD IN GREENVILLE
COUNTY SC RMC OFFICE AT 11:00 AM
05/20/97 RECORDED IN DEED
BOOK 1690 PAGE 0834
DOC # 97034707

Judy A. Hill

34707

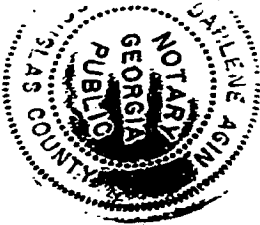
STATE OF GEORGIA
COUNTY OF Douglas

I, Darlene Agin, a notary public in and for the State of Georgia, do hereby certify that the above Sam Sparks (name) as Exec Vice Pres. (title), who personally appeared before me this day and acknowledged that he or she holds the office indicated and duly executed the Supplementary Declaration.

Witness my hand and official seal this 12th day of May, 1997.

Darlene Agin
NOTARY PUBLIC

[AFFIX NOTARY SEAL]



My Commission Expires Dec. 26, 1999
My Commission Expires Dec. 26, 1999

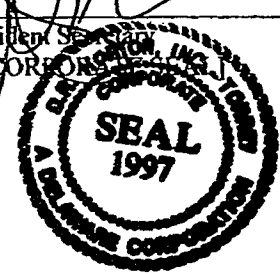
Declaration, which shall run with the title to such property and shall be binding upon all persons having any right, title, or any interest in such property, their respective heirs, legal representatives, successors, successors-in-title, and assigns.

IN WITNESS WHEREOF, the Declarant herein, hereby executes this instrument under seal by and through the duly authorized officers, this 12th day of May, 1997.

DECLARANT: D.R. HORTON INC - TORREY,
a Delaware corporation

By: [Signature]
Sam Sparks, Executive Vice President

Attest: [Signature]
Vice President
[AFFIX CORPORATE SEAL]



Signed, sealed, and delivered
this 12th day of May,
1997, in the presence of:

[Signature]
WITNESS
[Signature]
WITNESS

[NOTARY ACKNOWLEDGMENT ON NEXT PAGE]