STATE OF NORTH CAROLINA
COUNTY OF BRUNSWICK

THIS AMENDMENT TO MASTER DECLARATION AND DEVELOPMENT PLAN,
Made this the 20th day of April, 1987, by OCEAN SIDE
CORPORATION, a North Carolina corporation with principal
offices in Calabash, North Carolina, hereinafter called
"Developer";

WITNESSETH:

THAT WHEREAS, The Amended Consolidated Master Declaration
for River Run Plantation Subdivision is duly recorded in Book
687, Page 885 of the Brunswick County Registry. Article 2,
TERM, states: "... Ocean Side Corporation reserves the
right to modify or amend these Restrictions after any plat has
been recorded subjecting the lot thereon to them, provided such
modification of the Restrictions does not materially alter the
basic plan of development of the subdivision or the particular
station involved. Once the Restrictions have been amended or
modified, such amendment or modification shall extend to and be
applicable to all the lots subject to the amendment or
modification, whether sold prior to or subsequent to such
amendment or modification."

WHEREAS, the Developer has deemed it expedient to make
certain amendments and modifications to the Amended
Consolidated Master Declaration and does now proceed to make
such modifications and amendments as authorized by the Amended
Consolidated Master Declaration.

NOW, THEREFORE, the following provisions of the Amended
Consolidated Master Declaration for River Run Plantation as
appears in Book 687, Page 885 of the Brunswick County Registry
are hereby amended as follows:

Article 10—GENERAL PROHIBITIONS AND REQUIREMENTS shall have
new Paragraph W and X added as follows:

W. No swimming, diving, or motorized boats may be allowed
on or in any of the lakes located within the subdivision.
X. Ocean Side Corporation for itself and the Homeowners Association reserves a 25 foot easement across the rear of all lots adjacent to any lake for the purpose of maintenance of the shoreline of the lake.

IN TESTIMONY WHEREOF, Ocean Side Corporation has caused this instrument to be executed in its corporate capacity the day and year first above written.

OCEAN SIDE CORPORATION

By:

Mason H. Anderson, President

Ass't Secretary-Treasurer

STATE OF NORTH CAROLINA

COUNTY OF BRUNSWICK

I, [Signature], a Notary Public of the County and State aforesaid, certify that Sheila M. McLamb, personally came before me this day and acknowledged that she is Assistant Secretary-Treasurer of OCEAN SIDE CORPORATION, a North Carolina corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal and attested by her as its Assistant Secretary-Treasurer.

WITNESS my hand and official stamp or seal, this 20th day of April, 1987.

ANN B. ANDERSON, NOTARY PUBLIC

STATE OF NORTH CAROLINA, Brunswick County

The Foregoing Certificate(s) of

ANN B. ANDERSON, NOTARY PUBLIC

Recorded this 22nd day of April 1987 at 10:32 o'clock A.M.

Robert J. Robinson, Register of Deeds