

PREPARED BY AND RETURN TO:

Legal Department
JW Homes, LLC
4125 Atlanta Road
Smyrna, GA 30080

CROSS-REFERENCE:

Book 54813, Pages 255

**AMENDMENT TO DECLARATION OF PROTECTIVE COVENANTS
FOR OVERTURE AT ENCORE**

THIS AMENDMENT TO DECLARATION OF PROTECTIVE COVENANTS FOR OVERTURE AT ENCORE ("Amendment") is made as of this 10th day of June, 2015, by JW HOMES, LLC, a Delaware limited liability company ("Declarant").

BACKGROUND STATEMENT

A. On April 2, 2015, JW Homes, LLC, (the "Declarant"), as the Declarant executed that certain Declaration of Protective Covenants for Overture at Encore, (the "Declaration") which was recorded in Book 54813, Pages 255, Fulton County, Georgia records (hereinafter as supplemented and/or amended from time to time, the "Declaration").

B. The Declaration provides in Section 15.2 thereof that during the Declarant Control Period the Declarant has the unilateral right to amend the Declaration.

C. The applicable zoning regulations for Overture at Encore limit the percentage of Units that may be leased.

D. Declarant wishes to amend the Declaration to clarify that the leasing provisions are subject to the requirements of the applicable zoning regulations.

AMENDMENT

NOW THEREFORE, the undersigned hereby declares that all of the property now or hereafter subject to the Declaration shall be held, conveyed, encumbered, used, occupied and improved subject to the Declaration, amended as follows:

1. The Declaration is hereby amended by deleting Section 8.2 of the Declaration in its entirety and replacing it with a new Section 8.2 to read as follows:

8.2 Maximum Allowable Leases. An Owner's application for a leasing permit shall be considered if the number of then current, outstanding leasing permits (including hardship leasing permits) for Units, including the request then under consideration, does not exceed the "Maximum Allowable Leases." The Maximum Allowable Leases is defined as the maximum number of Units that may be leased at any one time as established by the then current zoning conditions applicable to the Community (at the time of this Declaration, this maximum is 10% of the total Units in the Community), but not more than 8 Units. The number of leasing permits granted will be limited to at least one less than the Maximum Allowable Leases to allow for at least one hardship leasing permit.

IN WITNESS WHEREOF, Declarant has caused this Amendment to be executed under seal the day and year first above written.

Signed, sealed and delivered in the presence of: JW HOMES, LLC, a Delaware limited liability company

Witness

By:

Joel S. Reed, Sr. Vice President

Notary Public

My commission expires:

3/10/19

[NOTARIAL SEAL]



CONSENT OF LENDER

WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent (collectively with its successors or assigns, "Lender"), for its benefit and the benefit of the Lender Parties, as defined in that certain Credit Agreement dated as of January 28, 2014 by and among JW Homes, LLC ("Borrower"), Lender, and the financial institutions party thereto and their assignees under Section 13.6 therein, is the holder of that certain Deed to Secure Debt with Absolute Assignment of Leases and Rents, Security Agreement and Fixture Filing (hereinafter, the "Security Deed") encumbering all or a portion of the property described in this document.

Lender hereby consents to the execution and recording of the Declaration of Protective Covenants for Overture at Encore, and to the plat or plats creating the Units that constitute the Community (the "Plats"), and agrees that any foreclosure of the security title and interest under the Security Deed or any other instrument evidencing or securing Lender's interest shall be subject and subordinate to this document and the Plats and any amendments thereto as it affects the Property.

Effective as of June 9, 2015.

LENDER:
WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Administrative Agent

By: [Signature]
Name: Jerrica Hicks
Title: Assistant Vice President

Signed, sealed, and delivered
in the presence of:

[Signature]
WITNESS

[Signature]
NOTARY PUBLIC

My Commission Expires: _____

[NOTARY SEAL]

