

**SEVENTH AMENDMENT TO DECLARATION OF
CASTLE HARBOUR CONDOMINIUMS**

THIS SEVENTH AMENDMENT, made and entered into this 29th
day of October, 1987, by SUN VAL III LIMITED
PARTNERSHIP, a Maryland limited partnership, organized and existing under the laws
of the State of Maryland, hereinafter referred to as "Declarant".

WHEREAS, prior to the recordation hereof, namely, on the 15th day of
December, 1986, the Declarant filed for record in the Office of the Clerk of the
Circuit Court for Anne Arundel County, State of Maryland, a certain Declaration of
Castle Harbour Condominiums, with Exhibits, which Declaration and Exhibits are
recorded among the Land Records of Anne Arundel County in Liber 4216, folio 267,
et. seq.; a First Amendment to Declaration of Castle Harbour Condominiums dated
March 4, 1987, and recorded among the Land Records of Anne Arundel County,
Maryland, in Liber 4290, folio 316; a Second Amendment to Declaration of Castle
Harbour Condominiums dated May 22, 1987, and recorded among the Land Records of
Anne Arundel County in Liber 4360, folio 145; a Third Amendment to Declaration of
Castle Harbour Condominiums dated July 2, 1987, and recorded among the Land
Records of Anne Arundel County, in Liber 4401, folio 258; a Fourth Amendment to
Declaration of Castle Harbour Condominiums dated August 19, 1987, and recorded
among the Land Records of Anne Arundel County in Liber 4436, folio 375; a Fifth
Amendment to Declaration of Castle Harbour Condominiums dated August 21, 1987
and recorded among the Land Records of Anne Arundel County in Liber 4456, folio
39; a Sixth Amendment to Declaration of Castle Harbour Condominiums dated
October 15, 1987 and recorded among the Land Records of Anne Arundel County in
Liber 4481, folio 745; and are hereinafter referred to collectively as the
"Declaration"; and

Handwritten initials/signature



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WHEREAS, prior to the recordation hereof, the Declarant has filed for record in the Office of the Clerk of the Circuit Court for Anne Arundel County, Maryland, the following, hereinafter referred to as the "Condominium Plat":

(a) A certain Condominium Plat (Phase 1, Building 1 and 2), consisting of 6 sheets, which Condominium Plat is recorded in Condominium Plat Book E34 at pages 8 through 13 among the aforesaid Plat Records.

(b) A certain First Amendment to Condominium Plat (Phase 2, Building 3), consisting of 4 sheets, recorded in Condominium Plat Book E34, at pages 28 through 31.

(c) A certain Second Amendment to Condominium Plat (Phase 3, Building 4), consisting of 4 sheets, recorded in Condominium Plat Book E35, at pages 8 through 11.

(d) A certain Third Amendment to Condominium Plat (Phase 5, Building 6), consisting of 4 sheets, recorded in Condominium Plat Book E35, at pages 23 through 26.

(e) A certain Fourth Amendment to Condominium Plat (Phase 6, Building 7), consisting of 4 sheets, recorded in Condominium Plat Book E36, at pages 1 through 4.

(f) A certain Fifth Amendment to Condominium Plat (Phase 9, Building 10), consisting of 4 sheets, recorded in Condominium Plat Book E36, at pages 10 through 13.

(g) A certain Sixth Amendment to Condominium Plat (Phase 10, Building 11), consisting of 4 sheets, recorded in Condominium Plat Book E 36, at pages 28 through 31.

WHEREAS, immediately prior to the recording hereto or simultaneously with the recording herewith, the Declarant has filed or intends to file for record in the Office of the Clerk of the Circuit Court for Anne Arundel County, Maryland, the following, hereinafter referred to as the "Seventh Amendment to Condominium Plat":

A certain Seventh Amendment to the Condominium Plat entitled "Phase 11, Castle Harbour Condominiums" (Building 12), consisting of 4 sheets, which Seventh Amendment to Condominium Plat is recorded in Condominium Plat Book E ~~36~~ at pages 40 - 43, among the aforesaid Plat Records.

The Declarant retained in the aforesaid Declaration the absolute right, to be

exercised prior to December 10, 1996, to annex to the land and improvements described on Exhibit "A", attached to said Declaration, and thereby to submit to each and every of the provisions of the Declaration and of the Condominium Act the land described on Exhibit "K", together with the improvements theretofore and thereafter constructed on any of such land, and the Declarant intends by the execution and recordation hereof, together with the execution and recordation of the Seventh Amendment to the Condominium Plat aforementioned, to exercise that right in part.

NOW, THEREFORE, the Declarant hereby declares that all of the property described on Exhibit "K" attached to the Declaration, together with all of the improvements heretofore or hereafter constructed thereon, and all appurtenances thereto, shall be held, conveyed, divided or subdivided, leased, rented and occupied, improved, hypothecated and encumbered, subject to the covenants, restrictions, uses, limitations, obligations, easements, equitable servitudes, charges and liens (hereinafter referred to as "covenants and restrictions" set forth in the aforesaid Declaration, including (without limitation) the provisions of the By-Laws of the Council of Unit Owners of the Condominium, attached to said Declaration as Exhibit "N", and by this reference incorporated herein, all of which are declared and agreed to be in aid of a plan for the improvement of said property, and the division thereof into condominium units and common elements, and shall be deemed to run with and bind the land, and shall inure to the benefit of and be enforceable by the Declarant, its successors and assigns, and any person acquiring or owning an interest in said property and improvements, including, without limitation, any person, group of persons, corporation, partnership, trust or other legal entity, or any combination thereof, who hold such interest solely as security for the performance of an obligation.

ARTICLE I

Section 1. Incorporation by Reference of Declaration. The Declarant hereby

submits the real property described on Exhibit "K" attached to the Declaration aforementioned to each and every of the provisions of the Declaration made by the Declarant on the 11th day of December, 1986, as the same was recorded on the 15th day of December, 1986, in Liber 4216, folio 267, et. seq., among the Land Records of Anne Arundel County, Maryland, and to the provisions of the Condominium Act. In accordance with the provisions of said Declaration and of the Condominium Act, the real property described on Exhibit "K" is hereby merged with the real property described on Exhibits "A", "B", "C", "E", "F", "I", "J" and "K" of said Declaration by operation of law.

Section 2. Reallocation of Percentage Interests and Votes. Upon the recordation of this Seventh Amendment to the Declaration, each Owner of a Condominium Unit in the Condominium, by operation of law, shall have the undivided percentage interest in the common elements, common expenses and common profits of the Condominium, and shall have the number of votes set forth on Exhibit "O", attached to the aforesaid Declaration and incorporated therein and herein by this and other references, and upon the recordation of this Seventh Amendment, the percentage interest and voting rights heretofore established as provided for in the Declaration shall be reallocated automatically and pro tanto as set forth in said Exhibit "O".

IN WITNESS WHEREOF, the said Sun Val III Limited Partnership, a limited partnership organized and existing under the laws of the State of Maryland, has caused these presents to be executed in its name by John W. Steffey, Sr., General Partner, who has caused this writing to be executed and delivered in its name on its behalf on the day and year first above written.

ATTEST:

Louise P. Kennelberger

SUN VAL III LIMITED PARTNERSHIP

By:  (SEAL)
JOHN W. STEFFEY, SR.
General Partner

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STATE OF MARYLAND, ANNE ARUNDEL COUNTY, to wit:

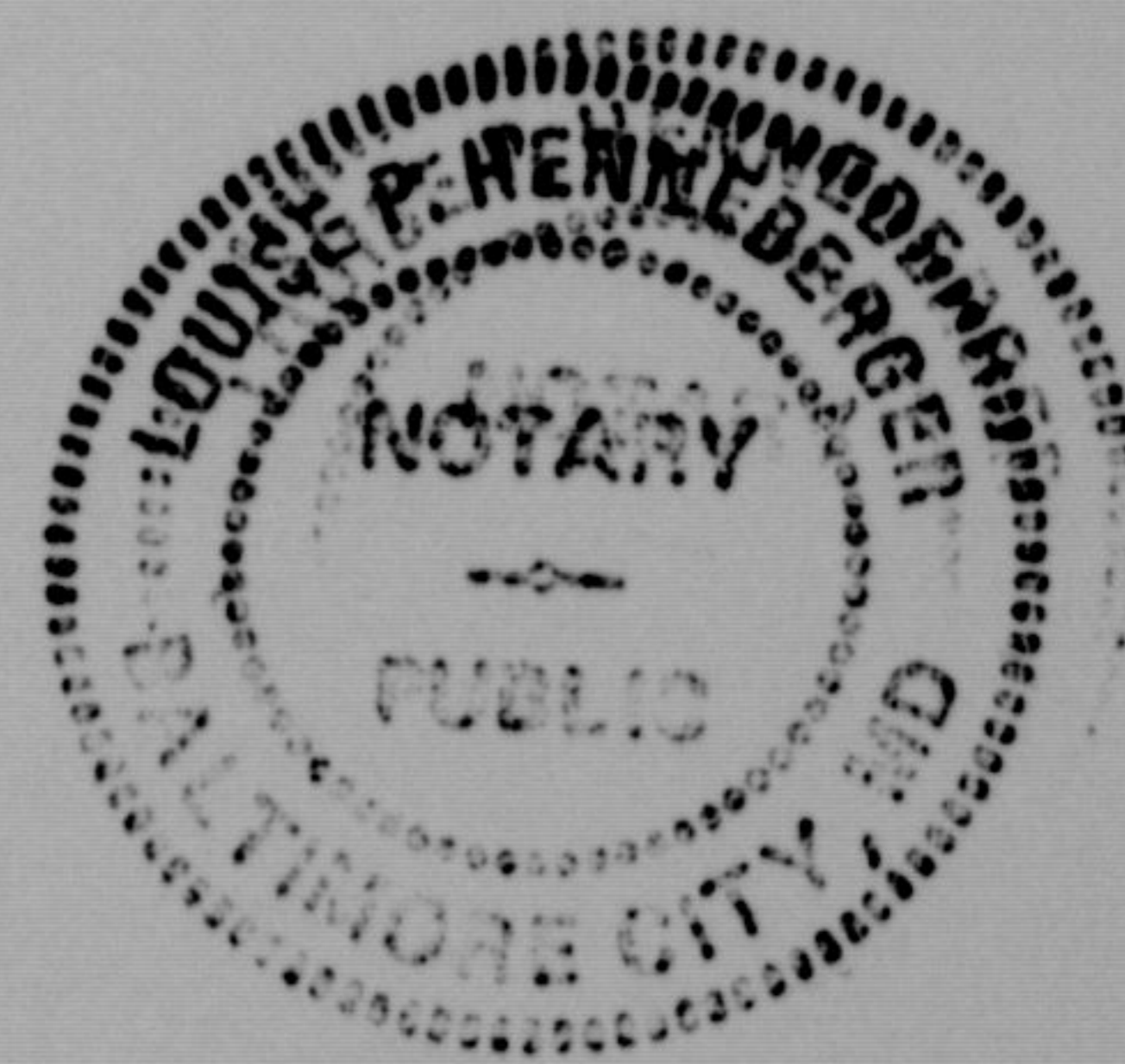
I HEREBY CERTIFY, that on this 29th day of October, 1987 before me, the undersigned subscriber, a Notary Public in and for the State and County aforesaid, personally appeared JOHN W. STEFFEY, SR., General Partner of Sun Val III Limited Partnership, personally known to me to be the person who executed the foregoing Seventh Amendment to Declaration on behalf of the Limited Partnership and who acknowledged the same to be the act and deed of said Sun Val III Limited Partnership, and that the same was executed for the purposes therein contained.

WITNESS my hand and Notarial Seal the day and year last above written.

Louise P. Hennelberger
Notary Public

My Commission Expires: 7-1-90

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Mail to Anarex Inc