

FIFTH AMENDMENT TO DECLARATION OF
OAKLEAF VILLAS GARDEN CONDOMINIUM

THIS FIFTH AMENDMENT made and entered into this 26 day of September, 1993, by BURWOOD ROAD ASSOCIATES LIMITED PARTNERSHIP, a Maryland limited partnership, hereinafter referred to as "Declarant".

WHEREAS, prior to the recordation hereof, namely, on the 13th day of September, 1990, the Declarant filed for record in the Office of the Clerk of the Circuit Court for Anne Arundel County, Maryland, a certain Declaration of Oakleaf Villas Garden Condominium, with Exhibits, which Declaration and Exhibits are recorded among the Land Records of Anne Arundel County in Liber 5168, Folio 711, et. seq.; a First Amendment to Declaration dated September 12, 1990, and recorded among the Land Records of Anne Arundel County on September 19, 1990, in Liber 5173, Folio 425; a Second Amendment to Declaration dated January 25, 1991, and recorded among the Land Records of Anne Arundel County on March 12, 1991, at Liber 5274, Folio 001; a Third Amendment To Declaration dated June 17, 1991, and recorded among the Land Records of Anne Arundel County on June 28, 1991, at Liber 5353, Folio 472; a Fourth Amendment to Declaration dated September 18, 1992, and recorded among the Land Records of Anne Arundel County on September 28, 1992, at Liber 5768, Folio 219, and are hereinafter referred to collectively as "Declaration": and
WHEREAS, prior to the recordation hereof, 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 (Section I, Phase I, Building No. 2 at 202 Juneberry Way), entitled "Phase Plat" and "Oakleaf Villas Garden Condominium, Section I, Phase I, Building No. 2 at 202 Juneberry Way", consisting of 4 sheets, which Condominium Plat is recorded in Condominium Plat Book E-48 at Pages 14 through 17, among the aforesaid Plat Records.
- (b) A First Amendment to Condominium Plat (Section I, Phase 2, Building No. 3 at 200 Juneberry Way), entitled "First Amendment to Oakleaf Villas Garden Condominium, Section I, Phase 2, Building No. 3 at 200 Juneberry Way, consisting of 3 sheets, which Condominium Plat is recorded in Condominium Plat Book E-48 at Pages 18 through 20, among the aforesaid Plat Records.
- (c) A Second Amendment to Condominium Plat (Section I, Phase 3, Building No. 1 at 204 Juneberry Way), entitled "Second Amendment to Oakleaf Villas Garden Condominium, Section I, Phase 3, Building No. 1 at 204 Juneberry Way", consisting of 3 sheets, which Condominium Plat is recorded in Condominium Plat Book E-51 at Pages 22 through 24, among the aforesaid Plat Records.
- (d) A Third Amendment to Condominium Plat (Section I, Phase 5, Building No. 5 at 300 Juneberry Way), entitled "Third Amendment to Oakleaf Villas Garden Condominium, Section I, Phase 5, Building No. 5 at 300 Juneberry Way", consisting of 3 sheets, which Condominium Plat is recorded in Condominium Plat Book E-53 at Pages 27 through 29, among the aforesaid Plat Records.

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(e) A Fourth Amendment to Condominium Plat (Section I, Phase 6, Building No. 6 at 302 Juneberry), entitled "Fourth Amendment to Oakleaf Villas Garden Condominium, Section 1, Phase 6, Building No. 6 at 302 Juneberry Way", consisting of 3 sheets, which Condominium Plat is recorded in Condominium Plat Book E-61 at Pages 6 through 8, among the aforesaid Plat Records.

WHEREAS, immediately prior to the recording hereto or simultaneously with the recording herewith, 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 "Fifth Amendment to Condominium Plat":

A certain Fifth Amendment to the Condominium Plat entitled "Fifth Amendment to Oakleaf Villas Garden Condominium, Section I, Phase 7, Building No. 7 at 304 Juneberry Way", consisting of 3 sheets, which Fifth Amendment to Condominium Plat is recorded in Condominium Plat Book E-63 at pages 32 through 34, among the aforesaid Plat Records.

The Declarant retained in the aforesaid Declaration the absolute right, to be exercised prior to seven (7) years after the date of the Declaration, 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 generally described on the Condominium Plat, 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 Fifth Amendment to the Condominium Plat aforesaid, to exercise that right in part.

NOW, THEREFORE, Declarant hereby declares that all of the property described on Exhibit "A" attached to this Fifth Amendment, together with all of the improvements heretofore or hereafter construction 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 "B", 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. Declarant hereby submits the real property described on Exhibit "A" attached to this Amendment, to each and every of the provisions of the Declaration made by the Declarant on the 27th day of August 1990, as the same was recorded on the 13th day of September, 1990, in Liber 5168, Folio 711, 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 "A" attached to this Amendment, is hereby merged with the real property described on Exhibit "A" of said Declaration; and the real property described on Exhibit "A" of said First Amendment dated September 12, 1990, as the same was recorded on September 19, 1990, in Liber 5173, Folio 425; and the real property described on Exhibit "A" of said Second Amendment to Declaration dated January 25, 1992, as the same was recorded on March 12, 1991, in Liber 5274 in Folio 001; and the real property described in Exhibit "A" of said Third Amendment to Declaration dated June 17, 1992, as the same was recorded on June 28, 1991, in Liber 5274 in Folio 472; and the real property described in Exhibit "A" of said Fourth Amendment to Declaration dated September 18, 1992, as the same was recorded on September 28, 1992, in Liber 5768 in Folio 219, by operation of law.

Section 2. Reallocation of percentage interests and votes. Upon the recordation of this Amendment to the Declaration, and the recordation of the Amendment to the Condominium Plat, 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 "C" attached to the aforesaid Declaration and incorporated herein and hereby by this and other references, and upon the recordation of this 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 "C".

IN WITNESS WHEREOF, the said Burwood Road Associates 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., Chairman of the Board and President of White Acre, Inc., General Partner, who has caused this writing to be executed and delivered in its name and on its behalf on the day and year first above written.

Attest: BURWOOD ROAD ASSOCIATES LIMITED PARTNERSHIP

BY _____ (SEAL)
 John W. Steffey, Sr.
 Chairman of the Board and President
 of White Acre, Inc., General Partner

STATE OF MARYLAND, ANNE ARUNDEL COUNTY, TO WIT:

I HEREBY CERTIFY that on this 26 day of January, 1993, before me, the subscriber, a Notary Public of the State of Maryland, personally appeared John W. Steffey, Sr., Chairman of the Board and President of White Acre, Inc., General Partner of Burwood Road Associates Limited Partnership, a Maryland Limited Partnership, and that he, as such Chairman of the Board and President being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing in my presence, the name of the Limited Partnership by himself as Chairman of the Board and President of the General Partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Joan C. Schnock
Notary Public

My commission expires Sept 1, 1994

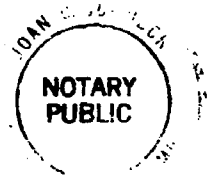


EXHIBIT A
FIFTH AMENDMENT TO DECLARATION OF
OAKLEAF VILLAS GARDEN CONDOMINIUM
DESCRIPTION
OAKLEAF VILLAS, GARDEN CONDOMINIUM
SECTION 1, PHASE 7, BUILDING NO. 7, 304 JUNE BERRY WAY
FIFTH DISTRICT, ANNE ARUNDEL COUNTY, MARYLAND

Beginning for the same at a point on the northerly outline, as shown on the plat of subdivision entitled "Oakleaf Villas, Garden Condominium - Section 1" as recorded among the Land Records of Anne Arundel County, Maryland in Plat Book E43, Page 7, Plat No. E-2107, said point being located distant south 85 degrees 34 minutes 17 seconds west 299.26 feet from the northeasternmost corner of the above referenced record plat; thence following the northerly outline of said record plat running:

1. South 85 degrees 34 minutes 17 seconds west, 121.07 feet to a point, thence leaving the northerly outline of said record plat
2. South 04 degrees 25 minutes 43 seconds east, 102.00 feet to a point, thence
3. South 85 degrees 34 minutes 17 seconds west, 36.84 feet to a point, thence
4. South 04 degrees 13 minutes 25 seconds east, 102.90 feet to a point, thence
5. North 85 degrees 34 minutes 17 seconds east, 140.12 feet to a point, thence
6. North 04 degrees 25 minutes 43 seconds west, 102.90 feet to a point, thence
7. North 85 degrees 34 minutes 17 seconds east, 17.43 feet to a point, thence
8. North 04 degrees 13 minutes 35 seconds west, 102.00 feet to the point of beginning, containing 26,747 square feet or 0.61403 acres of land.

12/3/92
J.C. #505
JT/ALD

M. Payne (owner)