PREPARED BY:

Robert J. Notestine III
Attorney at Law
104 Woodmont Blvd., Suite 115
Nashville, TN 37205

Davidson County REST
Recvd: 11/18/03 14:19 5pgs
Fees:37.00 Taxes:0.00
20031118-0168332

**SECOND AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS
FOR FAIRWAY POINTE
HOMEOWNER'S ASSOCIATION, INC.**

WHEREAS, The Declaration of Covenants, Conditions, and Restrictions (the Restrictions) and By-laws (the By-laws) of the Fairway Pointe Homeowners Association, Inc. were executed on October 13, 1999 by Vastland Nashboro Development, LLC (Vastland) and are of record in Book 11703, page 521, Register's Office for Davidson County, Tennessee; and

WHEREAS, certain real property described as 8.99 acres of land in Davidson County, Tennessee, was subjected to the Restrictions and By-Laws in said document; and

WHEREAS, the common elements defined in the Restrictions were conveyed to the Fairway Pointe Homeowners Association, Inc. (the Association) by Quitclaim Deed of record in Instrument Number 20021211-0152724, Register's for Davidson County, Tennessee; and

WHEREFORE, Vastland Nashboro Development, LLC has requested the Association and its members consent to subject another tract of land to the Restrictions and By-Laws;

Now, Therefore, in consideration of the mutual promises of the parties and for other good and valuable consideration, the sufficiency of which is hereby acknowledged, the Association and Vastland agree as follows.

1. The Association and Vastland agree that a certain portion of real property which is identified as Phase One, Nashboro Village-Tract 21 (the New Property) is hereby subjected to the

Restrictions and Bylaws. The New Property is further described on the Plat attached as Exhibit A to this Second Amendment.

2. The common areas of the New Property shall be managed, maintained and operated by the Association as provided in the Restrictions and By-laws.

3. Owners of the units in the New Property shall be members of the Association as described in the Restrictions and Bylaws.

4. This instrument is being executed by the President of the Association and the Chief Manager of Vastland. Their signature on this isntrument is their certification, under oath, that the Amendment requirements of Article XIII, Section 2 of the Restrictions and Article VI, Section 6 of the Bylaws have been complied which upon the execution of this Second Amendment.

THIS SECOND AMENDMENT shall in no way be construed to otherwise amend, alter, or revise any other provision of the Restrictions and Bylaws as previously amended. However, to the extent that the terms, conditions, and provisions of the Restrictions and Bylaws, as previously amended are contrary to the terms, conditions, and provisions of this instrument, the provisions hereof shall supersede and control over the terms, conditions, and provisions of the Restrictions and Bylaws as previously amended.

APPROVED
FAIRWAY POINTE
HOMEOWNER'S ASSOCIATION, INC.

By: Dawn L Hoge

Title: Secretary

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public in and for the State and Count aforesaid, personally appeared Eric L. Aldredge, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged himself to be President of the Fairway Pointe Homeowner's Association, Inc. and as such President acknowledged that he/she is authorized to execute the foregoing instrument on behalf of the Fairway Pointe Homeowners Association, Inc., the within named bargainor, a corporation, and that he/she as such President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by him/herself as President.

Witness my hand and official seal at Nashville, Tennessee this the 18 day of November, 2003.

Notary Public

My Commission Expires: 9-22-07

I certify that a the required number of the owners and members in the Association have approved this Second Amendment on this 18 day of November, 2003.

TAMMY R. VERSLUIS
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

My Commission Expires SEPT. 22, 2007

By: _____
President

APPROVED

VASTLAND NASHBORO
DEVELOPMENT, LLC

By: _____

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public in and for the State and Count aforesaid, personally appeared Eric L. Aldridge, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged himself to be Secretary of the Vastland Nashboro Development, LLC and as such Secretary acknowledged that he/she is authorized to execute the foregoing instrument on behalf of the Vastland Nashboro Development, LLC, the within named bargainor, a limited liability company, and that he/she as such Secretary, executed the foregoing instrument for the purpose therein contained, by signing the name of the limited liability company by him/herself as Secretary.

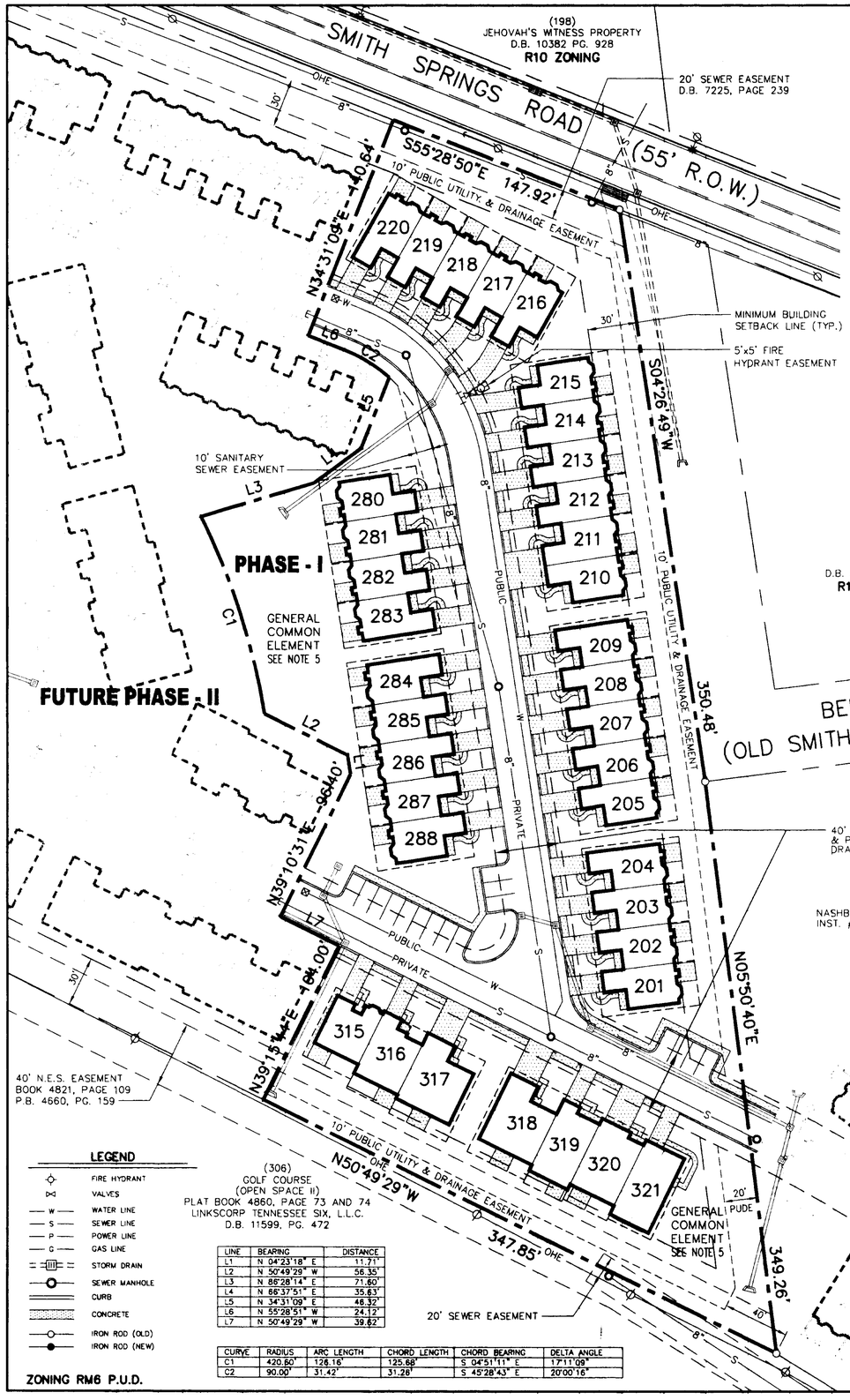
Witness my hand and official seal at Nashville, Tennessee this the 18th day of November, 2003.

_____
Notary Public

My Commission Expires: 9-22-07

TAMMY R. VERSLUIS
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

My Commission Expires SEPT. 22, 2007



LINE	BEARING	DISTANCE
L1	N 04°23'18" E	11.71'
L2	N 50°49'29" W	56.35'
L3	N 86°28'14" E	71.60'
L4	N 66°37'51" E	35.63'
L5	N 34°31'09" E	48.32'
L6	N 55°28'51" W	24.12'
L7	N 50°49'29" W	39.62'

CURVE	RADIUS	ARC LENGTH	CHORD LENGTH	CHORD BEARING	DELTA ANGLE
C1	420.60'	126.16'	125.68'	S 04°51'11" E	17°11'09"
C2	90.00'	31.42'	31.26'	S 45°28'43" E	20°00'16"

LEGEND

- FIRE HYDRANT
- VALVES
- W — WATER LINE
- S — SEWER LINE
- P — POWER LINE
- G — GAS LINE
- STORM DRAIN
- SEWER MANHOLE
- CURB
- CONCRETE
- IRON ROD (OLD)
- IRON ROD (NEW)

ZONING RM6 P.U.D.

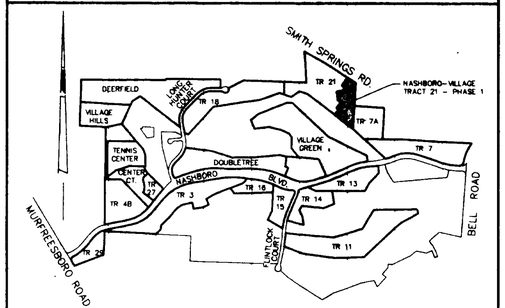
UNIT CHART		
UNIT NO.	UNIT TYPE	UNIT ADDRESS
201	"A"	2400
202	"A"	2402
203	"A"	2404
204	"A"	2406
205	"A"	2408
206	"A"	2410
207	"A"	2412
208	"A"	2414
209	"A"	2416
210	"A"	2418
211	"A"	2420
212	"A"	2422
213	"A"	2424
214	"A"	2426
215	"A"	2428
216	"A"	2430
217	"A"	2432
218	"A"	2434
219	"A"	2436
220	"A"	2438
280	"A"	2516
281	"A"	2514
282	"A"	2512
283	"A"	2510
284	"A"	2508
285	"A"	2506
286	"A"	2504
287	"A"	2502
288	"A"	2500
315	"B"	2236
316	"C"	2234
317	"D"	2232
318	"D"	2230
319	"E"	2228
320	"F"	2226
321	"G"	2224

Notes

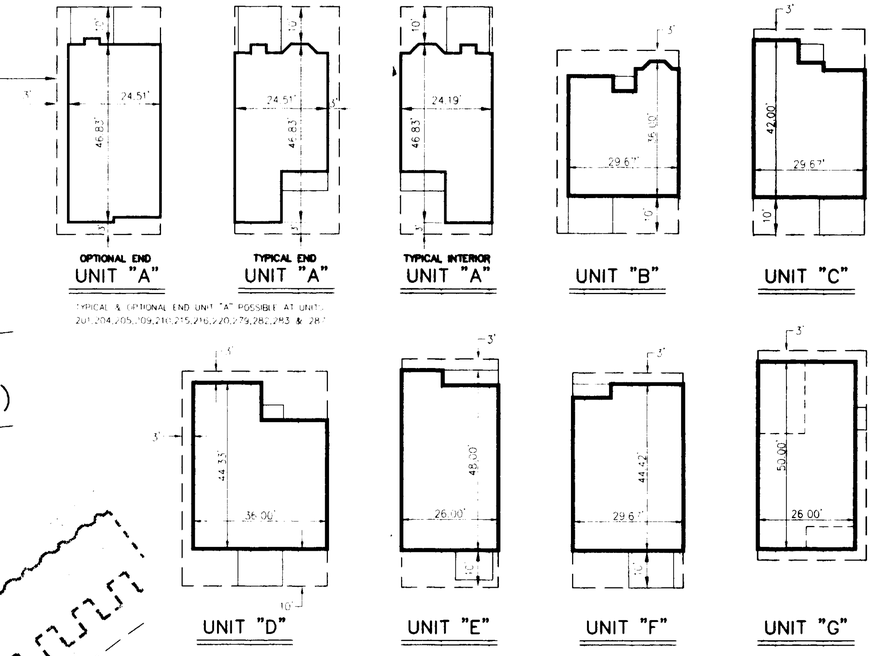
1. The purpose of this exhibit is to depict the establishment of 36 two-story townhouse condominium units within a horizontal property regieme with private elements, in accordance with TCA 66-27-103.
2. Property located in areas designated as Zone "X" on the FEMA FIRM Community Map 470040 0359 F, Dated April 20, 2001.
3. All units shall be served by public water from the Metropolitan Nashville and Davidson County Water and Sewerage Department. Individual water service lines are required for each unit.
4. All units shall be served by private sanitary sewer lines & individual sewer lines maintained by the Homeowners Association.
5. All areas not designated as "private element" shall be designated as "general common elements" for the use and benefit of all owners within this Horizontal Property Regime. Also all "General Common Element" area shall be dedicated as a public utility and drainage easement. See typical unit detail on this sheet.
6. Typical street address is as follows:
   (Unit Address) Nashboro Blvd.
   Nashville, Tennessee 37217

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TOTAL AREA: 151,826 SQ. FT. OR 3.485 AC.



VICINITY MAP
NOT TO SCALE



TYPICAL UNIT DETAILS

Record

– EXHIBIT "B" –

PHASE ONE
NASHBORO VILLAGE–TRACT 21
A HORIZONTAL PROPERTY REGIEME
WITH PRIVATE ELEMENTS
28th COUNCILMANIC DISTRICT
NASHVILLE, DAVIDSON COUNTY, TENNESSEE
FOR
VASTLAND NASHBORO DEVELOPMENT, LLC
1700 HAYES STREET SUITE 104
NASHVILLE, TENNESSEE 37203

SCALE 40' 0' 40' 80' IN FEET

WAMBLE & ASSOCIATES, PLLC
40 MIDDLETON STREET
NASHVILLE, TENNESSEE 37210
(615) 251-9555

DATE: NOVEMBER 4, 2003
DRAWN BY: CLINT
W&A FILE NO.: 486-0401