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SECOND AMENDMENT TO MASTER DEED

FOR

STAFFORD PLACE CONDOMINIUM

NOW TO BE KNOWN AS

STAFFORD PLACE TOWNHOMES,

A HORIZONTAL PROPERTY REGIME

PLANNED UNIT DEVELOPMENT WITH PRVATE ELEMENTS

WHEREAS, STAFFORD PLACE CONDOMINIUM is a horizontal property regime established pursuant to the provisions of the Horizontal Property Act with the State of Tennessee, T.C.A. Section 66-27-101, et. seq., as evidenced by Master Deed of record in Book 7929, Page 164, Register's Office for Davidson County, Tennessee said Master Deed being amended by Amendment to Master Deed for Stafford Place Condominium in Book 10168, Page 569, said Register's Office (hereinafter "Master Deed"); and,

WHEREAS, as provided in Section 18. in the Master Deed, all the Unit Owners hereby desire to amend the Master Deed and all the Unit Owners of Stafford Place Condominium hereby join in the execution of this second amendment; and,

WHEREAS, the Unit Owners desire to change the development from a Condominium to a Private Element Planned Unit Development, hereinafter "PUD";

NOW THEREFOR, all the unit owners, jointly, being all of the owners of units in said horizontal regime and for the purpose set forth above declare as follows:

The definition of (b) "Association" in **Section 1. Defininitions** is hereby deleted and replaced with the following:

(b) "Association" means Stafford Place Corporation, a Tennessee not-for-profit townhouse corporation.

The definition of (o) "Unit" in **Section 1. Defininitions** is hereby deleted and replaced with the following:

(o) "Unit" shall mean a portion of the Property as shown and designated in the Plat of record in Book 6200, Page 884, Register's Office for Davidson County, Tennessee for separate ownership and shall include the Private elements and the residence and improvements now and hereafter located hereon. The Units are identified by an alphabetic letter on said Plat and may be held and conveyed by reference to such number or letter. Conveyance of a Unit shall automatically convey the undivided membership of each Unit Owner in the Association. Any Unit may be jointly or commonly owned in any state recognized under applicable law.

The following definition is added to **Section 1. Defininitions:**

(q) "Private Elements" shall mean and include the lot area upon which the unit is located. Exclusive ownership in fee simple and use of the Private Elements for each Unit is reserved to such Unit. The area of the Private elements for each Unit is shall be all of the land under the units including all porches, patios and decks located on the lot and as shown on the Plat of record in Book 6200, Page 884, Register's Office for Davidson County, Tennessee.

Notwithstanding the references to Condominium in the Master Deed, the First Amendment thereto and the By-Laws of Stafford Place Condominium referenced above, upon the execution of this instrument by all the Unit Owners of Stafford Place and the filing of this instrument including Exhibit A, the attorney's certificate attached hereto, there shall be substantial compliance with Tennessee Code Annotated, Section 66-27-103 (b) and this development shall be known as STAFFORD PLACE TOWNHOMES and this development shall meet the requirements of Tennessee law to be classified as a Horizontal Property Regime, Private Element, Planned Unit Development. Further, all references to Condominium shall be replaced with the word Townhome.

IN WITNESS WHEREOF, all of the unit owners have caused this instrument to be signed this the 23rd day of December, 2011.

Stephanie W. Smith

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this 23rd day of December, 2011, before me personally appeared Stephanie W. Smith, to me known (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing instrument and who acknowledged the execution of the same to be her free act and deed. Witness my hand and official seal.

Notary Public

My Commission Expires: _____

KEVIN D. MONTGOMERY
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires NOV. 3, 2015

IN WITNESS WHEREOF, all of the unit owners have caused this instrument to be signed this the 23rd day of December, 2011.

Holly P. Beavers

Holly P. Beavers

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this 23 day of December, 2011, before me personally appeared Holly P. Beavers, to me known (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing instrument and who acknowledged the execution of the same to be her free act and deed. Witness my hand and official seal.

Notary Public

My Commission Expires: _____

KEVIN D. MONTGOMERY
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

My Commission Expires NOV. 3, 2015

EXHIBIT A

ATTORNEY'S CERTIFICATE

TO

STAFFORD PLACE TOWNHOMES MASTER DEED

This document is intended to serve as the attorney's opinion which is required under the terms of Tennessee Code Annotated, Section 66-27-103. The undersigned, Kevin D. Montgomery, an attorney licensed to practice law in the State of Tennessee, hereby declares that upon proper recording of this certificate and the following additional documents, all legal requirements for the creation of a Planned Unit Development under the terms of the Tennessee Horizontal Property Act, Tennessee Code Annotated, Section 66-27-103 (b) et. Seq., shall have been met:

1) The Master Deed and By-Laws of record in Book 7929, Page 164, Register's Office for Davidson County, Tennessee said Master Deed being amended by Amendment to Master Deed for Stafford Place Condominium in Book 10168, Page 569, said Register's Office and this Second Amendment to Stafford Place Condominiums changing the development from a Condominium to Private Element Planned Unit Development.
2) The plat for Stafford Place, of record in Book 6200, Page 884, Register's Office for Davidson County, Tennessee after the recording of this amendment shall contain private elements.
3) The Charter of Stafford Place Corporation (a townhouse corporation).

Witness my hand this 23rd day of December, 2011.

Kevin D. Montgomery