

Prepared by and Upon Recording Return to:
Carolyn Blair-Beatty
The Worthington Group of Tennessee, LLC.
745 New Highway 68,
Sweetwater, TN 37874

STATE OF TENNESSEE

COUNTY OF MONROE

SUPPLEMENTAL DECLARATION OF NEIGHBORHOOD DESIGNATION
FOR THE WILLOW CREEK TOWN HOME NEIGHBORHOOD
(TOWN HOME UNITS 236-259)

THIS Neighborhood Declaration is made this 9th day of September 2005 by the Willow Creek Community Association, Inc., a Tennessee corporation (hereinafter referred to as "Association") and The Worthington Group of Tennessee, LLC a Tennessee limited liability company, (hereinafter referred to as "Declarant").

WITNESSETH:

WHEREAS, Declarant prepared and filed of record that certain Master Declaration of Covenants, Conditions, and Restrictions for Willow Creek recorded in Book M165, Pages 242 - 301, in the Register's Office of Monroe County, Tennessee (hereinafter referred to as the "Master Declaration"); and

WHEREAS, pursuant to the terms of Section 3.3 of the Master Declaration, the Board, with the consent of the owners thereof, may create Neighborhood Assessments for Neighborhood Expenses; and

WHEREAS, the owners of all of the property described as Phase I, Willow Creek Subdivision, and noted on the final plat recorded on the 5th day of August, 2005, at 2:45 p.m., in Plat Cabinet E, Slide 296 in the Register's Office of Monroe County Tennessee;

NOW THEREFORE:

ARTICLE 1
Neighborhood Designation

All of the property in Phase I, Willow Creek Subdivision, described in Exhibit "A" hereof, (Town Home Units 236 through and including Unit 259), shall be designated as a Neighborhood which shall be known as the "Town Home Neighborhood".

ARTICLE 2
Maintenance Responsibilities – Improved Units

In addition to the maintenance responsibilities of the Master Association set out in the By-laws of the Association, the Master Association shall provide at the cost of the Owners of all of the Units in the Neighborhood, the labor and management of the landscape maintenance, to include mowing of the grass in accordance with Community Wide Standards, blowing off and edging of the sidewalks and driveways located within the yards of each Unit to be done at the time of mowing. The Association shall have the right, but not the obligation to include fertilizing grass, weeding, mulching and trimming trees up to twelve (12) feet in height at the expense of all the Unit Owners. Such maintenance expense shall be set forth in the Neighborhood Landscape Specifications and adopted by the Board in the Annual Budget. Such Landscape Maintenance shall not include removal or replacement of trees.

This maintenance shall be performed in accordance with the Community-wide Standard. All costs associated with such maintenance, including any costs for administering such maintenance obligation, shall be Neighborhood Expenses assessed as a Neighborhood Assessment against the improved Units within the Town Home Neighborhood. The Association's obligations pursuant to this Article shall commence as to each Unit on the date on which the Association receives notice that the initial landscaping of such Unit has been completed.

ARTICLE 3
Amendment to Neighborhood Declaration

By Declarant: This Supplemental Declaration may be unilaterally amended by the Declarant in accordance with Article 7, Section 7.5 of Master Declaration.

By Members: This Supplemental Declaration may be amended by the Members in accordance with Article 7, Section 7.5 of the Master Declaration.

ARTICLE 4
Definitions

The definitions set forth in Article 1 of the Master Declaration are incorporated herein by reference.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Neighborhood Declaration the day and year first above written.

The WORTHINGGROUP OF TENNESSEE, LLC
A Tennessee Limited Liability Company
By: William L. Yates, President

By: [Signature]
William L. Yates, President

STATE OF TENNESSEE

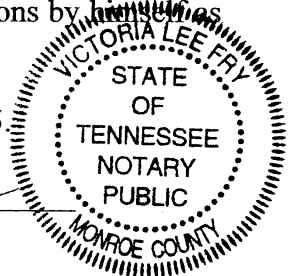
COUNTY OF MONROE

Before me, the undersigned authority, a Notary Public in and for said State and County, personally appeared William L. Yates, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the President of The Worthington Group of Tennessee, LLC, the within named Declarant, and that he as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporations by himself as such President.

Witness my hand and seal, at office this 9th day of September, 2005.

MY COMMISSION EXPIRES:
July 23, 2008

Victoria Lee Fry
Notary Public



IN WITNESS WHEREOF, the undersigned Association has executed this Neighborhood Declaration the day and year first above written.

WILLOW CREEK COMMUNITY ASSOCIATION, INC.
a Tennessee corporation

By: [Signature]
WILLIAM L. YATES, PRESIDENT

STATE OF TENNESSEE
COUNTY OF MONROE

EK M166 PG 101

Before me, the undersigned authority, a Notary Public in and for said State and County, personally appeared William L. Yates, with whom I am personally acquainted, and who, upon oath, acknowledged themselves to be the President of Willow Creek Community Association, Inc., the within named Association, and that they as such officers, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporations by himself as such President.

Witness my hand and seal, at office this 9th day of September, 2005.

MY COMMISSION EXPIRES:
July 23, 2008

Victoria Lee Fry
Notary Public

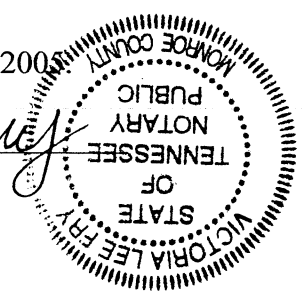
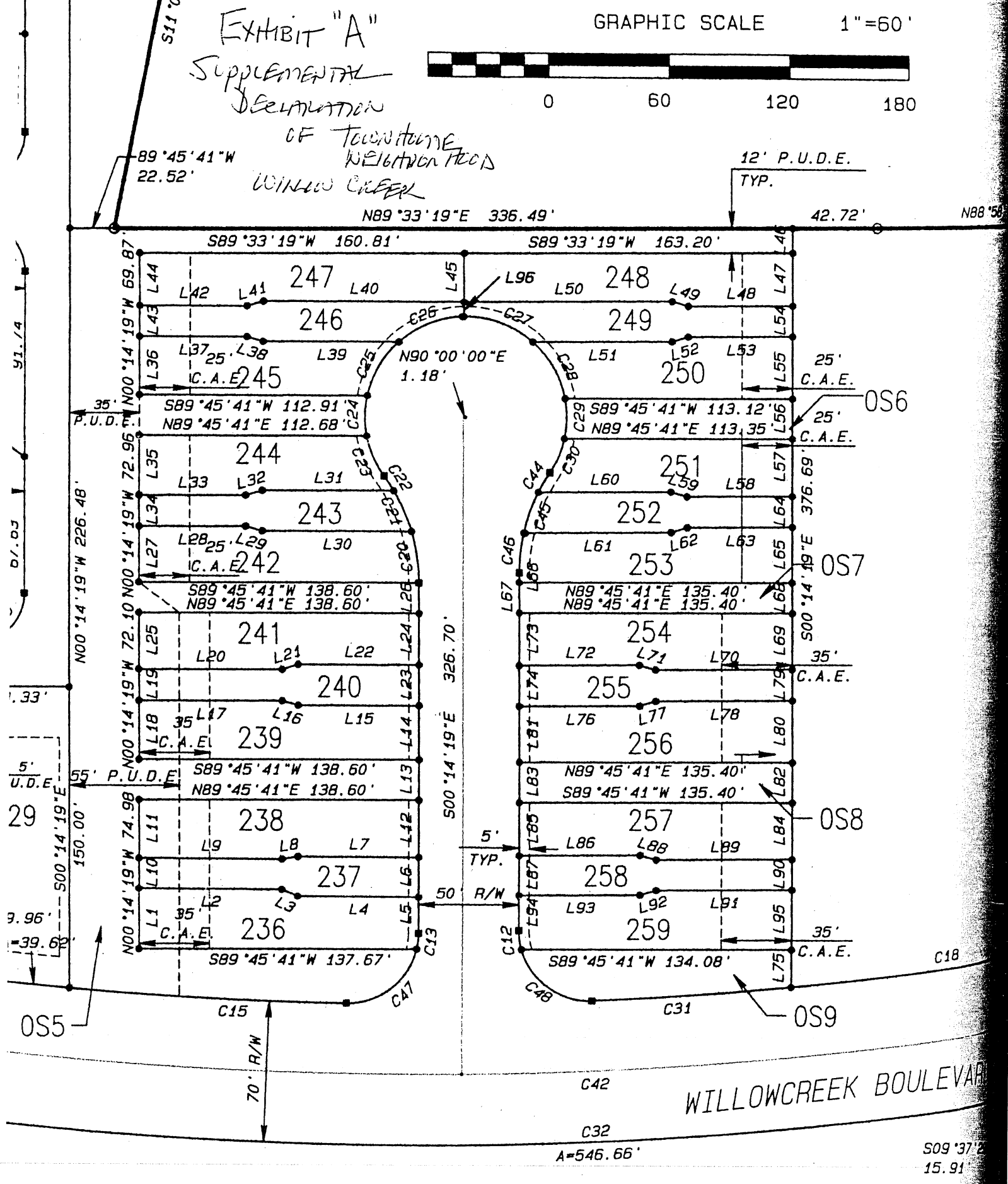


EXHIBIT "A"
 SUPPLEMENTAL
 DEMONSTRATION
 OF TOWNHOME
 NEIGHBORHOOD
 WILLOW CREEK

GRAPHIC SCALE 1"=60'



OS2

BK M166 PG 102

S09°37'2
 15.91

Exhibit A
PHASE I, TOWN HOME UNITS 236 THROUGH AND INCLUDING 259

THOSE TRACTS or parcels of land lying and being in the Monroe County, Tennessee, being more particularly described on that final Plat for Phase I, WILLOW CREEK SUBDIVISION, recorded in Plat Cabinet E, Slide 296, Office of the Monroe County Tennessee Register.

State of Tennessee, County of MONROE
Received for record the 09 day of
SEPTEMBER 2005 at 1:59 PM. (REC# 168203)
Recorded in Book M166 pages 99- 103
State Tax \$.00 Clerks Fee \$.00,
Recording \$ 27.00, Total \$ 27.00,
Register of Deeds MILDRED A ESTES