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BK 542 PG 762
DE SOTO COUNTY, MS
W.E. DAVIS, CH CLERK

**AMENDMENT TO DECLARATION OF SUBDIVISION RESTRICTIONS,
PROTECTIVE COVENANTS, AND EASEMENTS, LOTS 72-139, PHASE 3,
BLUE LAKE SPRINGS, AS SHOWN IN PLAT BOOK 54, PAGE 19 AND
RECORDED IN DEED BOOK 284 AT PAGE 224
AND RECORDED IN DEED BOOK 536 AT PAGE 709**

THIS AMENDMENT TO DECLARATION OF SUBDIVISION RESTRICTIONS, PROTECTIVE COVENANTS, AND EASEMENTS, LOTS 72-139, PHASE 3, BLUE LAKE SPRINGS, AS SHOWN IN PLAT BOOK 54, PAGE 19 made and entered into this the 27 day of October, 2006, by HIGHLAND DEVELOPMENT, LLC, a Mississippi Limited Liability Company;

WITNESSETH:

WHEREAS, HIGHLAND DEVELOPMENT, LLC, a Mississippi Limited Liability Company, is the title owner of 44 lots in Phase 3, Blue Lake Springs Subdivision, situated in Section 32, Township 2 South, Range 9 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 54, Page 19, in the office of the Chancery Clerk of DeSoto County, Mississippi;

WHEREAS, Declaration of Subdivision Restrictions, Protective Covenants, and Easements, Lots 72-139, Phase 3, Blue Lake Springs, as shown in Plat Book 54, Page 19 were recorded in Deed Book 284 at page 224 and recorded in Deed Book 536 at page 709 of the land deed records affecting Lots 72 through 139, Phase 3, Blue Lake Springs Subdivision, situated in Section 32, Township 2 South, Range 9 West, DeSoto County, Mississippi and HIGHLAND DEVELOPMENT, LLC is the Declarant in said Declaration;

WHEREAS, paragraph 27.0 in said Declaration states that the Declarant reserves unto itself the right to impose changes or additions to these covenants at any time prior to the sale of 80% of the Lots sold by the Declarant and 80% of the Lots have not been sold at this time;

WHEREAS, the Declarant is desirous of making a change to said Restrictions, Protective Covenants, and Easements as filed in Deed Book 284 at page 224 and as filed in Deed Book 536 at page 709 of the land deed records of DeSoto County, Mississippi;

WHEREAS, the Declarant hereto does hereby publish and declare the following amendment to the restrictions and covenants;

Page 1 of 2

W. McDonald Nichols
P.O. Box 651 Jks. 39205

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NOW THEREFORE, the Declarant, its successors and assigns do hereby publish and declare the following change to the said Restrictions, Protective Covenants, and Easements as filed in Deed Book 284 at page 224 and as filed in Deed Book 536 at page 709 of the land deed records of DeSoto County, Mississippi:

Lot 78, Lakeside Village, Phase 3, Blue Lake Springs Subdivision, situated in Section 32, Township 2 South, Range 9 West, of record in Plat Book 54, Pages 19-21 in the office of the Chancery Clerk of DeSoto County, Mississippi is hereby fully and wholly released from all subdivision restrictions and protective covenants of record for Blue Lake Springs Subdivision, Phase 3.

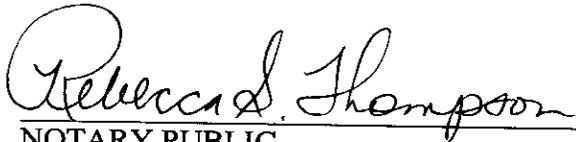
All other subdivision restrictions, protective covenants, and easements for Lots 72-77 and 79-139, Phase 3, Blue Lake Springs, as shown in Plat Book 54, Page 19 shall remain unchanged and in full force and effect and shall run with Lots 72 through 77 and Lots 79 through 139, Phase 3, Blue Lake Springs Subdivision, situated in Section 32, Township 2 South, Range 9 West, DeSoto County, Mississippi as stated in the Declaration recorded in Deed Book 284 at page 224 and as recorded in Deed Book 536 at page 709 of the land deed records of DeSoto County, Mississippi;

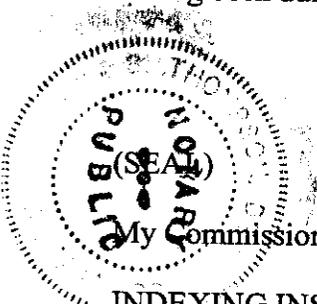
IN WITNESS WHEREOF, this Amendment has been executed on this the 27 day of October, 2006.


HIGHLAND DEVELOPMENT, LLC
By: Neil Burckart
Title: President, Chief Manager and Member

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 27th day of October, 2006, within my jurisdiction, the within named Neil Burckart, who acknowledged that he is President, Chief Manager and Member of HIGHLAND DEVELOPMENT, LLC, a Mississippi limited liability company, and that for and on behalf of the said LLC, and as its act and deed he executed the above and foregoing instrument, after first having been duly authorized by said LLC so to do.


NOTARY PUBLIC



My Commission Expires: 4-29-2009

INDEXING INSTRUCTION: Lot 78, Lakeside Village, Phase 3, Blue Lake Springs Subdivision located in Section 32, Township 2 South, Range 9 West, DeSoto County, Mississippi, recorded in Plat Book 54, Pages 19-21.