

Prepared by and return to: David M. Rooks, III, P.O. Box 2208, Chapel Hill, NC 27515-2208

PIN: 9788-27-2240.001 through 9788-27-2240.025
TM: 7.85-L-16THRU 7.85-L HAA MAB

FIRST AMENDMENT TO DECLARATION OF UNIT OWNERSHIP
FOR THE FOUNTAINS CONDOMINIUM

This First Amendment to the Declaration of Unit Ownership is made on the 22nd day of July 1999 by THE FOUNTAINS UNIT OWNERS ASSOCIATION, INC. ("Association"), a North Carolina Corporation, 214 West Rosemary Street, Chapel Hill, NC 27516.

WITNESSETH:

WHEREAS, West End I Partners Limited Partnership ("West End") recorded a Declaration of Unit Ownership at Book 1958, Page 125, Orange County Registry for The Fountains Condominium (the "Declaration"); and

WHEREAS, West End is the owner of 100% of the units and the common interest in The Fountains Condominium; and

WHEREAS, at a duly called and conducted meeting of the Association, 100% of the owners of units and interests in the condominium acting in accordance with Section 19 of the Declaration, voted to amend the Declaration as set out below:

NOW, THEREFORE, the Declaration is amended as follows:

1. Section 2 is amended to read:

2. Descriptions and Unit Designations:

(a) The plat and plans describing the Condominium are recorded at Plat Book

83, Pages 176 through 182 as amended at Plat Book 83, Page 1 & 2, Orange County

Registry to which reference is made for a more particular description.

(b) The building located or to be located upon this land is a four-story, multi-level building, of composite steel and concrete construction. The building will have underground parking, with a mix of common parking and separate reserved parking spaces. The building will provide elevator access to all floors (including the main underground parking level), with restricted access to residential floors. Hot water heaters will be an "energy-efficient" type. Residential units will be pre-wired for cable and telephones. Windows will be high quality metal windows, double glazed, insulated glass. Residential units will be carpeted throughout, except for ceramic tile floors in the bathrooms and vinyl flooring in the kitchen and laundry areas, although custom flooring may be installed by the unit owner(s). Walls will be standard drywall (sheetrock) construction, installed with screws rather than nails, on metal studs. Each residential unit will have direct access to an exterior balcony area, as a limited common element associated therewith.

The building will have restricted uses for each floor. The underground levels will be restricted to parking and storage use. The first floor will be restricted to retail and office use, and will contain five (5) units, ranging in size from 900 square feet to 3,761 square feet, as shown on the recorded plans. The second floor will be restricted to retail and office use, and will contain one (1) unit consisting of ranging in size from 12,365 square feet, as shown on the recorded plans. The third floor will be restricted to office and retail use and will contain eight (8) units, ranging in size from approximately 972 square feet to 1,678 square feet, as shown on the recorded plans. The fourth floor will be restricted to residential use, and will contain four (4) units of 1,690 square feet each, as shown on the recorded plans.

The plans described Section 2 above show the particulars of the building including the layout, location, ceiling and floor elevations, unit numbers and dimensions of the units, the limited common elements associated with each unit, and location of the common elements affording access to each unit.

(c) The unit designation and approximate square footage of each unit and the floor level on which said unit is located are as follows:

<u>Floor Level</u>	<u>Unit Designation</u>	<u>Square Footage</u>
1	101	1,116
1	102	900
1	103	2,075
1	105A	3,310
1	105B	<u>3,761</u>
	SUBTOTAL	11,162
2	201	<u>12,365</u>
	SUBTOTAL	12,365
3	301	1,678
3	302	1,218
3	303	1,330
3	304	972
3	305	1,023
3	306	1,052
3	307	1,103
3	308	<u>1,024</u>
	SUBTOTAL	9,400
4	401	1,690
4	402	1,690
4	403	1,690
4	404	<u>1,690</u>
	SUBTOTAL	6,760
	TOTAL SQUARE FOOTAGE	39,687

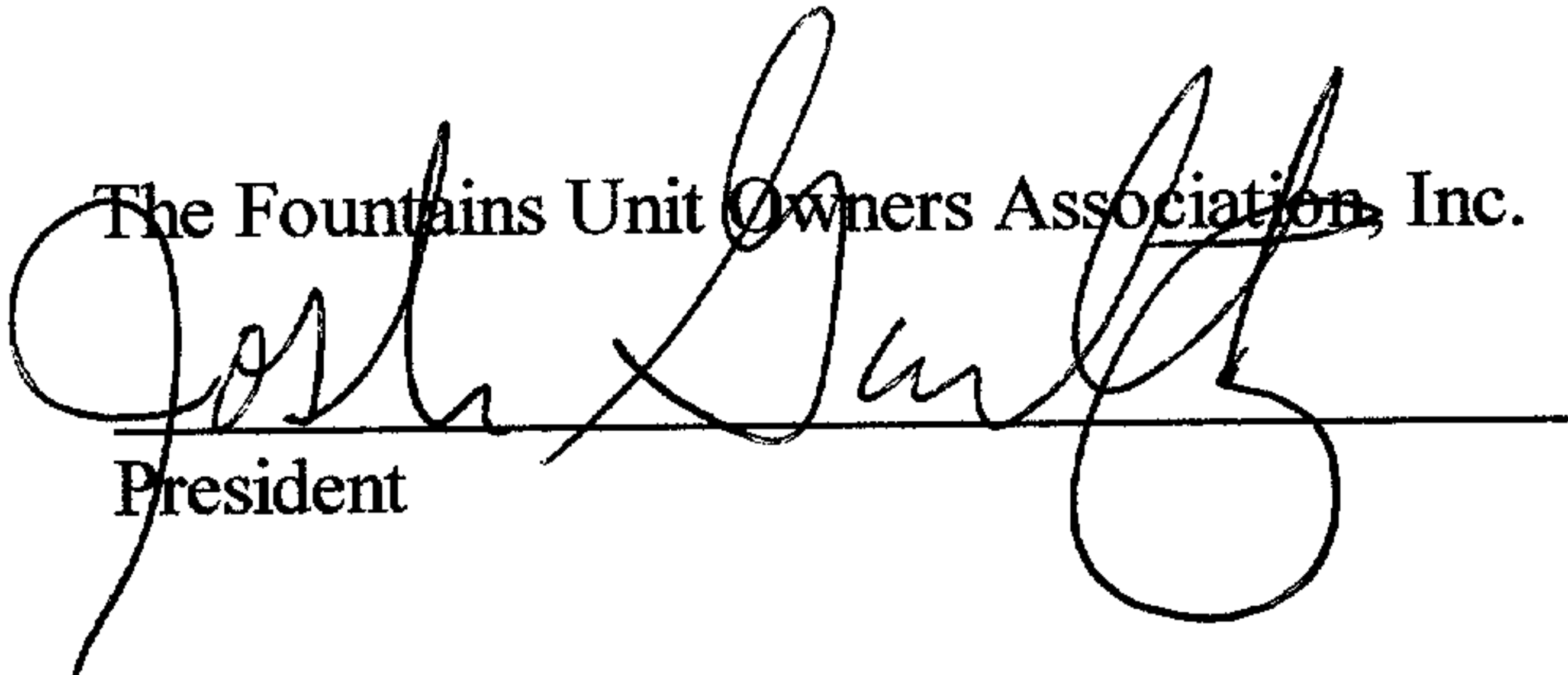
The unit designation of each condominium unit, its location, its dimensions, approximate area, limited common elements, and common facilities to which it has immediate access, and other data concerning its proper identification are set forth in the recorded plans.

Each unit is bounded both as to horizontal and vertical boundaries by the interior surface of its perimeter walls, ceilings and floors which are shown on said plans, as provided in General Statutes Section 47C-2-102, subject to such encroachments as are contained in the building, whether the same now exist or may be caused or created by construction, settlement or movement of the building, or by permissible repairs, construction or alteration, as provided in General Statutes Section 47C-2-114.

Each unit will also include as a part thereof the HVAC unit associated therewith and appurtenant thereto, which HVAC units will be located on the roof of the building in which the respective unit is located.

2. Exhibit A to the Declaration is amended to read as the attached Amended Exhibit A to Declaration.

IN WITNESS WHEREOF, the officers of the corporation have hereunto set their hands and caused the corporate seal to be affixed hereto all as authorized by the Board of Directors.

By: 
The Fountains Unit Owners Association, Inc.
President

Attest: 
Assistant Secretary

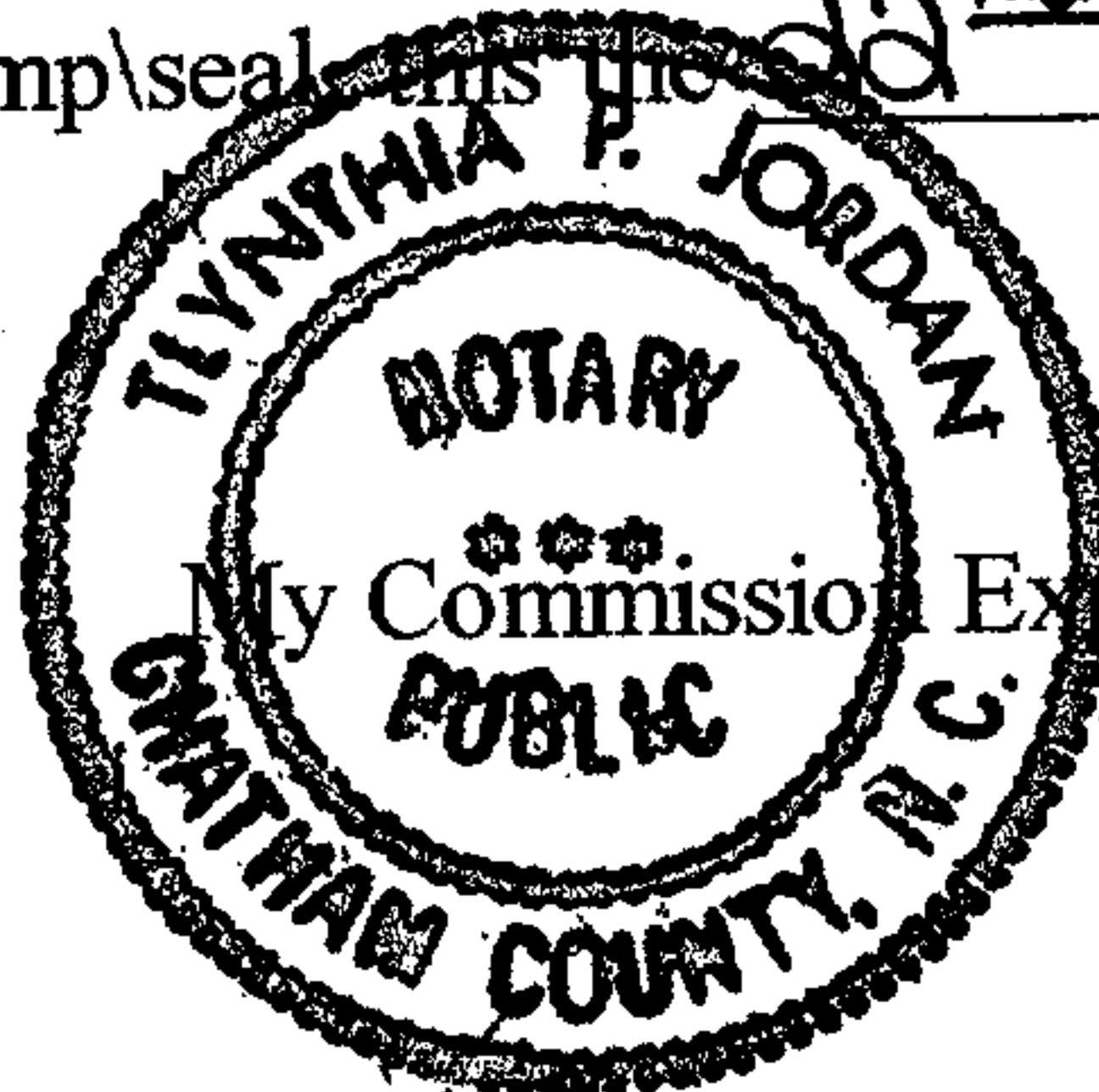


STATE OF NORTH CAROLINA, COUNTY OF Orange

I, Tlynthia P. Jordan, Notary Public for ~~said~~ ^{CHATHAM} County and State, certify that David M. Rooks, III, personally came before me this day and acknowledged that he/she is Secretary of The Fountains Unit Owners Association, Inc., a corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal, and attested by himself/herself as its Asst. Secretary.

Witness my hand and official stamp/seal this 22nd day of July, 1999.

Tlynthia P. Jordan
Notary Public



State of North Carolina-Orange County

The foregoing certificate(s) of Tlynthia P. Jordan

A Notary (~~Notaries~~) Public for the Designated Governmental units is (~~are~~) certified to be correct. See filing certificates herein.

This the 22nd day of July A.D. 19 99

Joyce H. Pearson
Register of Deeds By: Linda E. Clayton
Assistant / Deputy

FILED
22 JUL 1999, at 03:31:55pm
Book 1960, Page 323 - 329
Joyce H. Pearson
Register of Deeds,
Orange County, N. C.

AMENDED
EXHIBIT A TO DECLARATION

UNITS	SQUARE FOOTAGE	LIMITED COMMON ELEMENTS	% INTEREST IN COMMON ELEMENTS
101	1,116	None	2.81
102	900	None	2.26
103	2,075	None	5.22
105A	3,310	None	8.38
105B	3,761	None	9.49
Sub-Total	11,162		
201	12,365	None	31.15
Sub-total	12,365		
301	1,678	None	4.23
302	1,218	None	3.06
303	1,330	Terrace	3.35
304	972	None	2.44
305	1,023	Terrace	2.57
306	1,052	None	2.65
307	1,103	Terrace	2.77
308	1,024	None	2.58
Sub-total	9,400		
401	1,690	Terrace	4.26
402	1,690	Terrace	4.26
403	1,690	Terrace	4.26
404	1,690	Terrace	4.26
Sub-total	6,760		
TOTAL	39,687		100.00

EXHIBIT B TO AMENDED DECLARATION

ARCHITECT'S CERTIFICATION

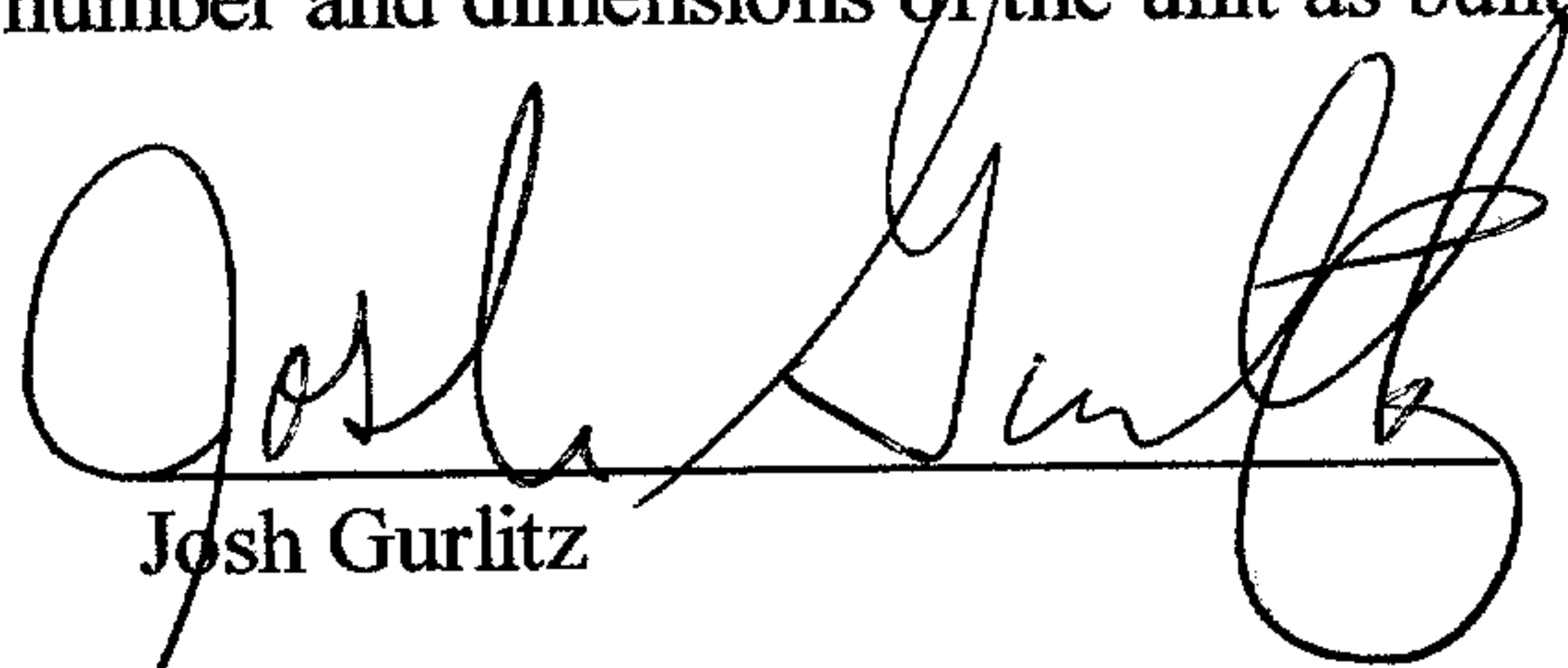
The undersigned herewith certifies as follows:

1. I am an architect licensed in North Carolina under the provisions of Chapter 83A of the General Statutes.

2. The plat recorded at Plat Book 83, Page 185, Orange County Registry showing the revision of Unit 201, The Fountains Condominium contains all of the information required under N. C. Gen. Stat. § 47C-2-109.

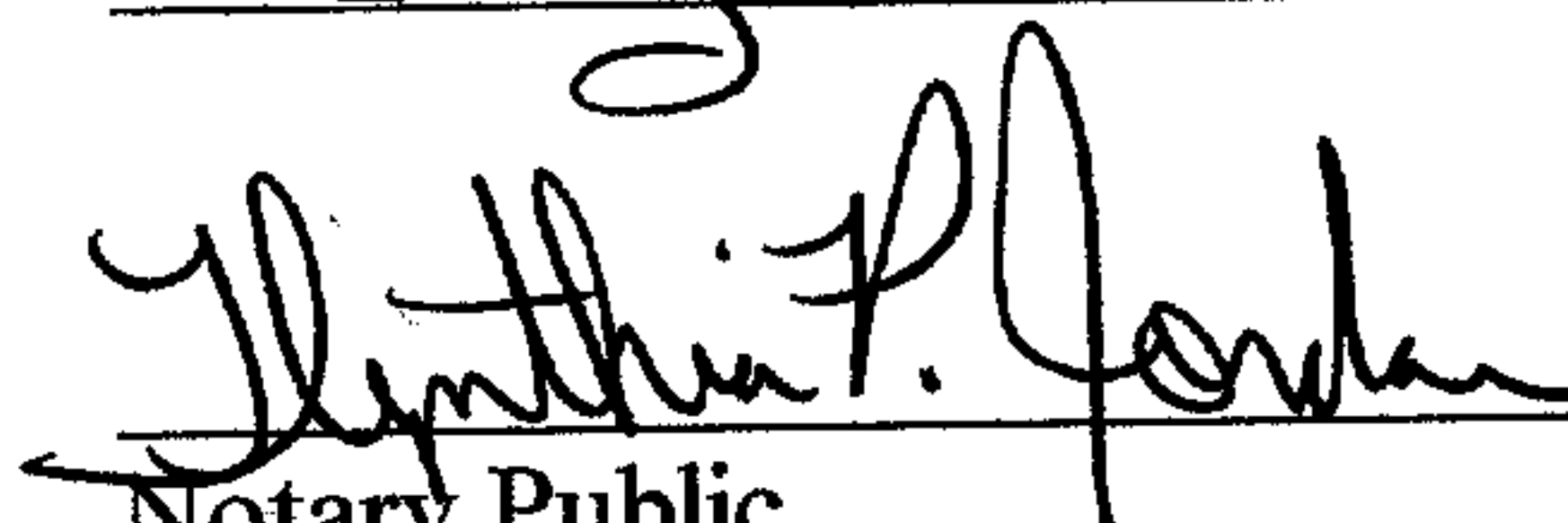
3. The plat recorded at Plat Book 83, Page 185, Orange County Registry showing the revision of Unit 201, The Fountains Condominium fully and accurately depicts the layout, location, ceiling and floor elevations, unit number and dimensions of the unit as built.

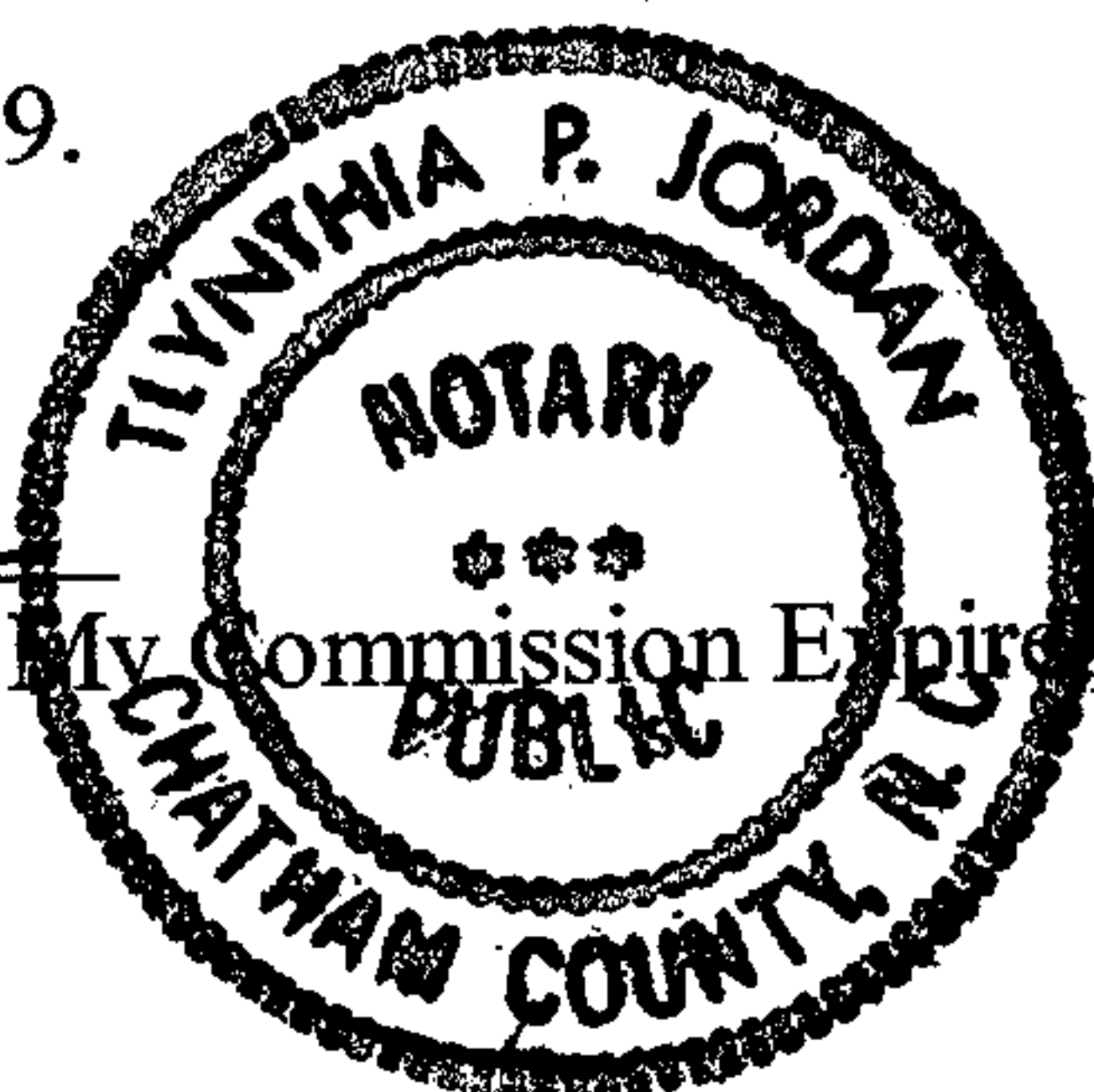
This the ____ day of July, 1999.


Josh Gurlitz

Sworn to and subscribed before
me this the 22nd day of

July, 1999.


Notary Public



My Commission Expires: 3.17.2004