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ROBERT P. ZIEGLER
RECORDER OF DEEDS
CUMBERLAND COUNTY-PA
'96 JUN 21 PM 4 21

**AMENDED SUPPLEMENTAL DECLARATION OF
COVENANTS AND RESTRICTIONS**

(to be declared as part of land records and
and incorporated by reference into each deed
of conveyance out of the tract)

THIS AMENDED SUPPLEMENTAL DECLARATION, made this 21 day of June, 1996, by Empire Acquisitions Company, successor to 539 Development Company ("Developer"), Developer of Mayapple Village Planned Residential Development situate in South Middleton Township, Cumberland County, Pennsylvania.

WITNESSETH:

WHEREAS, Developer, as owner of Mayapple Village Planned Residential Development and pursuant to the Declaration of Covenants and Restrictions, dated as of June 16, 1989, recorded in the Office of the Recorder of Deeds of Cumberland County in Miscellaneous Book 365, Page 566, Supplemental Declaration of Covenants and Restrictions, dated October 16, 1989, recorded in the Office of the Recorder of Deeds of Cumberland County in Miscellaneous Book 370, Page 720, Amended Supplemental Declaration of Covenants and Restrictions, dated October 17, 1990, recorded in the Office of the Recorder of Deeds of Cumberland County in Miscellaneous Book 388, Page 1089, and Supplemental Declaration of Covenants and Restrictions Applicable to Wiltshire West and Wiltshire East, dated May 9, 1996, recorded in the Office of the Recorder of Deed of Cumberland County in Miscellaneous Book 520, Page 546, now desires to record this Amended Supplementary Declaration of Covenants and Restrictions; and

WHEREAS, pursuant to the above described Declaration of Covenants and Restrictions, Developer is required, pursuant to Article II, Section 3, to record a Supplementary Declaration in connection with the recording of Final Land Development Plans in connection with the Mayapple Village Planned Residential Development; and

WHEREAS, Developer now desires to record this Amended Supplemental Declaration for the purpose of subjecting all of the real estate in the Mayapple Village Planned Residential Development to the complimentary additions and modifications to said covenants and restrictions as hereinafter proved.

NOW, THEREFORE, the Developer hereby amends the Declaration of Covenants and

Restrictions, dated June 16, 1988, recorded in the Office of the Recorder of Deed of Cumberland County in Miscellaneous Book 356, Page 566, and declares that the real estate described in said Declaration of Covenants and Restrictions shall be subject to the covenants and restrictions as hereinafter set forth in this Amended Supplemental Declaration of Covenants and Restrictions.

1. Recitals. The recitals set forth above are incorporated herein by reference.
2. Declaration of Covenants and Restrictions, as Amended. The Declaration of Covenants and Restrictions, dated June 16, 1989, recorded in the Office of the Recorder of Deeds of Cumberland County in Miscellaneous Book 365, Page 566, together with all Supplemental Declarations and Covenants and Restrictions and Amended Supplemental Declaration of Covenants and Restrictions are incorporated herein by reference and hereinafter collectively called the "Declaration."
3. Subject Real Estate. The real estate which is the subject of this Amended Supplemental Declaration shall be all of the real estate described in the Final Plan for Mayapple Village, recorded in the Office of the Recorder of Deeds of Cumberland County, Plan Book 58, Pages 68, 68A-68F, Final Land Development Plan for the Mayapple Village Prestwick Townhouse Lots, recorded in the Office of the Recorder of Deeds of Cumberland County, Plan Book 61, Page 55, Final Land Development Plan for the Mayapple Village Wexford Patio Unit Lots, recorded in the Office of the Recorder of Deeds of Cumberland County, Plan Book 61, Page 104, and Final Subdivision Plan for Mayapple Village Prestwick Townhouse Lots, recorded in the Office of the Recorder of Deed of Cumberland County, Plan Book 67, Page 145, and are hereinafter called the "Subject Property".
4. Additions Covenants and Restrictions--Subject Property. Pursuant to Article II, Section 3, the following covenants and restrictions, which are complimentary additions and modifications to the covenants and restrictions contained in the Declarations, shall be applicable to the Subject Property.

A. There shall be added to the Declaration the following:

Article X. VA/FHA Requirements. (a) Annexation of additional properties, mergers and consolidations, mortgaging of Common Properties, dedication of Common Properties, and amendment of the Declaration shall require the HUD VA/FHA approval so long as there is a Class B membership, and (b) HUD VA/FHA has the right to veto amendments so long as there is a Class B membership.

5. Applicability of the Declaration. As set forth above, the Declaration (to include the Supplemental Declaration of Covenants and Restrictions and Amended Supplementary Declaration of Covenants and Restrictions) shall be and remain in effect with respect to the Subject Property except as specifically modified or amended as set forth in this Supplementary Declaration.

IN WITNESS WHEREOF, Developer, by its duly authorized officer, have caused this Amended Supplementary Declaration of Covenants and Restrictions to be executed and the corporate seal affixed thereto the day and year first above written.

ATTEST:

Developer:
Empire Acquisitions Company, successor to
539 Development Company

By Spencer A. Ucker, Asst. Sec.
(Assistant) Secretary

By [Signature]
Leon E. Wintermyer, President

(CORPORATE SEAL)

COMMONWEALTH OF PENNSYLVANIA)
COUNTY OF York) SS.

On this, the 21st day of June, 1996, before me, a Notary Public, the undersigned officer, personally appeared LEON E. WINTERMYER, who acknowledged himself to be the President of EMPIRE ACQUISITIONS COMPANY, a corporation, and that he as such President, being authorized to do so executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as President.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public for Pennsylvania }
County of Cumberland } SS
I am located in the office for the recording of Deeds
for Cumberland County, Pa
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my hand and seal of office of
this 21 day of June, 1996
Robert P. [Signature]
Recorder

Tari L. Chonoski
Notary Public
My Commission Expires: 3/6/00

Notarial Seal
Tari L. Chonoski, Notary Public
Newberry Twp., York County
My Commission Expires March 6, 2000
Member, Pennsylvania Association of Notaries

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